**CONSTITUTION of Orillia Duplicate Bridge Club**

(Revised Feb 5, 2013)

**Article 1: NAME**

1.1 The name of the organization shall be the "Orillia Duplicate Bridge Club", hereinafter referred to as the "Club".

**Article 2: PURPOSE**

2.1 The Club is sanctioned by the American Contract Bridge League (ACBL) to conduct open duplicate bridge sessions at regularly scheduled intervals and award master points under the auspices of the ACBL.

2.2 The purpose of the Club shall be to promote the playing of duplicate bridge in a congenial atmosphere through an active program of teaching and practice; and to maintain an affiliation with the ACBL as a sanctioned open club.

**Article 3: MEMBERSHIP**

3.1 The membership of this Club shall be open to all persons subject to the rules, regulations, and other requirements of the Club. Non-members may participate in club activities, but may be subject to special charges as established by the board of directors from time to time.

3.2 Members shall be those persons who have paid the annual membership fees as determined by the Board of Directors from time to time. Only members may hold office or vote on matters presented to the membership by the Board of Directors.

3.3 Notice of membership meetings shall be given by posting notice thereof on the Club bulletin board and web site not less than two weeks prior to the date thereof and announced at not less than two club games prior to such meeting.

**Article 4: DUES AND FEES**

4.1 Membership dues, game fees, and other charges, shall be reviewed by the Board of Directors and amended subject to the approval of the membership at the AGM (Annual General Meeting).

**Article 5: ORGANIZATION**

5.1 The Club shall be administered by a Board of Directors, hereinafter called the “Board”, which shall have the general decision-making power in regard to the organizing and functioning of the Club unless otherwise provided for in this Constitution.

5.2 The Board shall consist of the following nine members:

President;

Past President;

Vice President;

Secretary;

Treasurer;

Club Manager;

Chief Games Director;

Membership Co-ordinator;

Webmaster.

Please make note that Sections 5.2 and 5.3 were ammended on Feb 2/16. Board numbers increased to 11 with the addition of Social Coordinator & Education Coordinator.

5.3 The Board may appoint from the membership the following functionaries from time to time in accordance with article 10.1 herein:

Awards Co-ordinator;

Social Co-ordinator;

Education Co-ordinator;

Section 5.3 was deleted. FEB 2/16

**Article 6: POWERS OF THE BOARD OF DIRECTORS**

6.1 The Board has the responsibility of making financial decisions.

6.2 The Board shall keep the membership informed of all planned activities.

6.3 The Board is responsible for establishing and implementing a programme of events annually for the next following calendar year.

**Article 7: DUTIES AND RESPONSIBILITIES OF ELECTED OFFFICERS**

7.1 The duties and responsibilities of the officers shall be as outlined in the Bylaws I.1 to1.13.

**Article 8: FINANCIAL**

8.1 All cheques must have the signatures of any two of the following four officers:

Treasurer, President, Vice President or Past President.

8.2 All unbudgeted expenditures over $300.00 must be approved by the Board.

8.3 All funds of the Club shall be placed in a chartered bank. Surplus funds will be invested in GICs offering the most beneficial terms to the Club. The Treasurer will notify the Board regarding surplus funds.

8.4 The spending power of the Board, at any one time, shall be limited to an amount not exceeding three thousand dollars. For greater amounts, prior approval of a simple majority of the membership in attendance at a meeting called for that purpose shall be necessary.

8.5 The fiscal year of the club shall be the calendar year.

A board meeting Mar 5/2020 approved the fiscal year end be changed to Oct 31 yearly and the annual meeting to be the 3rd week of November. Related areas of the constitution are so ammended.

8.6 The Board shall request an independent review of the club’s financial statements from time to time.

**ARTICLE 9: OPERATIONAL POLICIES**

In its day-to-day operations, the Club shall be governed by the following basic policies:

9.1 The Club shall operate as a non-profit organization. A reserve fund, up to but not exceeding, one year’s budget for recurrent expenses, shall be secured and set aside for emergency needs and expenditures. All moneys on hand ,except for the reserve fund as aforesaid , after meeting the Club’s needs in any one year, shall be specifically used for the benefit of the members in the succeeding year as determined by the Board and reflecting the wishes and general consensus of the membership.

9.2 All organizational positions shall be voluntary in nature. However, using its discretion, and without setting a precedent, the Board may, at times, decide to materially reward a position-holder for his/her services above and beyond those prescribed for his/her position in this Constitution.

9.3 The Club shall maintain and manage a credible bridge teaching program. When advantageous, and under proper conditions, such a program may be delegated to others ,however, the bridge teaching function, as such, shall inherently belong to the Club. In any event, the Board shall ensure that it is kept informed of the planning, fees, advertisement, and other matters related to such teaching program.

9.4 The Club shall follow the guidelines of ACBL Unit 246.

9.5 The Club shall adhere to the Zero Tolerance Policy as set forth by the ACBL. Annoying behaviour, embarrassing remarks, or any other conduct which might interfere with the enjoyment of the game is specifically prohibited by Law 74A. Law 91A gives the director the authority to assess disciplinary penalties. Irrespective of who initiated the unacceptable behaviour, the director may assess penalties to one and all involved.

9.6 A member of the Board may be removed from office if a petition to that effect has been signed by fifteen members of the Club, subject to the approval of a simple majority of the membership in attendance at a meeting of members called for that purpose.

9.8 If for any reason, the Club is unable to sustain itself, it shall be dissolved by a simple majority vote of the existing membership, which shall also include the disposition of the assets and liabilities. In the event of dissolution of the Club, all assets remaining after payment of outstanding liabilities shall be distributed as the membership may direct.

**Article 10: APPOINTMENTS**

10.1 The Board may appoint members to functional positions from time to time. The appointed individuals, who may be Board members, may be asked to participate in the deliberations of the Board, but shall not have a vote

**Article 11: NOMINATIONS AND ELECTION OF OFFICERS**

11.1 A Nominating Committee, chaired by the immediate Past President and two members at large shall be appointed by the President from the membership of the Club at least two months prior to the Annual General Meeting. The Nominating Committee shall prepare a written slate of at least one nominee for each office, which in turn, will be presented to the membership at least two weeks prior to the Annual General Meeting.

11.2 Elections shall be held at the Annual General Meeting. At that meeting, any member may present a nomination for any elected office in the Club, however, all such nominations must be in writing, and shall be endorsed by the nominator, the seconder and the nominee. No person may be elected to or hold more than one office at the same time.

**Article 12: TERM**

12.1 The term of office for the elected officers shall be the one year immediately following the election or the next following election.

12.2 In the event that an officer resigns during his term in office, the Board may appoint a member to fill the vacancy for the remainder of the term.

**Article 13: MEETINGS**

13.1 An Annual General Meeting shall be held in February of each year.

A board meeting Mar 5/2020 approved the fiscal year end be changed to Oct 31 yearly and the annual meeting to be the 3rd week of November. Related areas of the constitution are so ammended.

13.2 A general membership meeting may be called by the Board at such other times as may be required, or by the written request of any ten members subject to the notice as hereinbefore required.

13.3 Notice of meetings shall be given in writing at least two weeks prior to such meeting and in accordance with paragraph 3.3 herein.

13.4 Meetings of the Board shall be held as required but at least once every three months. Five members of the Board shall constitute a quorum.

13.5 Meetings shall be conducted in accordance with the ROBERT’S -RULES OF ORDER.

13.6 Only elected officers shall have a vote at the meetings of the Board.

13.7 Lengthy or difficult issues may be referred to Ad Hoc committees appointed by the Board. The recommendations of such ad hoc committees shall be given to the Board for consideration for such action thereby, as they see fit.

13.8 Conflicts and disagreements within the membership shall be resolved through a mediation panel compose of one game director, one Board representative, and two members of the Club appointed by the President.

13.9 Any member of the Club may attend Board meetings. Upon request, he/she shall be granted floor privilege under "Other Business" of the agenda. If a member wishes to contribute a special agenda item, he/she must submit it in writing to permit Board members sufficient time to prepare

13.10 Members of the Board shall be expected to attend all meetings. If unable to attend, a member concerned must inform the Secretary or the President of his/her inability to so do.

13.11 The Chairperson/President shall not vote except to break a tie.

13.12 When a Board member has, or appears to have, a conflict of interest, he/she shall withdraw from the meeting until the issue has been resolved.

**Article 14: CONSITUTIONAL AMENDMENTS**

14.1 The following process shall be required to effect constitutional revision or amendment:

a) The President shall appoint an Ad Hoc Constitution Committee consisting of three persons from the general membership to review the proposed revision/amendment.

b) The recommendations of the Committee shall be reviewed by the Board. Notice of the proposed change and the comments from the Board shall be posted on the bulletin board and the web site to permit the membership at period of two weeks for members to offer comments. Subsequently, a final

version of the amendment/revision shall be prepared by the Committee and shall be posted as aforesaid for two weeks and made available to the membership. To become effective, the amendment must be ratified by a two-thirds majority at a meeting called by the President for that purpose.

c) Amendments or revisions may also be initiated by a signed petition of at least ten (10) members of the Club presented to the Board. The President shall then resort to sections (a) and (b) above

**DECLARATION**

This Constitution, together with the appended Bylaws, as adopted by Orillia Duplicate Bridge Club on this 5th day of February 2013, shall supersede any prior Constitution or Bylaws, and shall henceforth be the only instrument governing and controlling all aspects of the existence of the Orillia Duplicate Bridge Club.

President \_\_William Belfour\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Secretary \_\_\_\_Jan Cooke\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Treasurer \_\_Jane Foster\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**BYLAWS of Orillia Duplicate Bridge Club**

ADOPTED on the 5th day of February 2013.

**I. DUTIES AND RESPONSIBILITIES**

Duties and responsibilities of the elected officers shall be as follows:

**I.1 PRESIDENT**

Shall:

a) Act as the chief administrative officer and spokesperson for the Club; and shall exercise overall leadership and supervision in all matters concerning the operation and work of the Club. He/she shall provide guidance and direction in decision making and all organizational matters. It shall be his/her duty to see that the financial and functional health of the Club is well maintained.

b) Preside over all membership meetings and chair Board meetings.

c) Be responsible for the implementation of Board decisions.

d) With the assistance of the Secretary, and input from all members, prepare the agendas for meetings

e) In conjunction with the Treasurer, prepare an annual budget for approval of the Board prior to the start of the fiscal year.

f) Have custodial responsibility for the property of the Club.

g) Be one of four cheque signing authorities.

h) Report to the Board on relevant matters

i) Keep the membership apprised of all matters relevant to the viability of the club

k) Be an ex officio member of all committees appointed by the Board.

**I.2 VICE PRESIDENT**

Shall:

a) Familiarize himself/herself with the role and responsibilities of the President.

b) Assume the Presidential responsibilities in the absence of the President.

c) Assist and counsel the President in the conduct of the Club's business.

d) Be one of four cheque signing authorities

**I.3 TREASURER**

Shall:

a) In general, manage and oversee the finances of the Club for the Board

b) In consultation with the President, prepare the annual budget for the Club.

c) Collect/receive table fees and all other funds for the Club.

d) Deposit all Club funds and maintain an up-to-date bank account.

e) Make all payments/disbursements on behalf of the Club and ensure all payments are supported by invoices and receipts.

f) Present a current Financial Statement at every Board meeting.

g) Present a complete financial report to the membership at the Annual General Meeting.

h) Be one of four cheque signing authorities.

i) Ensure that all cheques paid out have two of the four authorized signatures

j) Prepare and maintain all accounting books and records required for annual review.

**I.4 SECRETARY**

Shall:

a) Assist the President in making arrangements for all meetings, including the Annual General Meeting.

b) Assist the President in the preparation of agendas for all meetings in accordance with paragraphs 3.3 and 13.3.

c) Post notice of the dates, times, and locations of meetings as hereinbefore specified.

d) Record minutes of all meetings and distribute same to Board members. A minute book shall be maintained for review by the membership upon request.

e) Maintain all Club files and records including correspondence, minutes, financial reports, agreements, leases and other necessary documents.

**I.5 CLUB MANAGER**

Shall:

a) Be liaison with the ACBL, CBF and Unit 246 on behalf of the Board.

b) Maintain the ACBL sanction

c) Prepare and present to the Board for approval a schedule of yearly games, including special games sanctioned by the ACBL

d) Prepare and file month-end reports with the ACBL.

e) Prepare an annual budget for supplies and materials for inclusion in the general budget.

f) Purchase needed supplies and materials as budgeted by the Board.

g) Encourage all Club members to become members of the ACBL.

h) Work closely with the Chief Games Director.

I) Be responsible publicity and promotion of the club activities.

**I.6 SOCIAL CO-ORDINATOR**

Shall:

a) Make the necessary arrangements for all social functions including the summer and Christmas parties.

b) Ensure that the Club has sufficient supplies for game time. (Coffee,tea,cookies,etc.)

c) Maintain a schedule of volunteers for making coffee, tea etc.

d) Prepare an annual budget for social functions for inclusion in the general budget.

**I.7 CHIEF GAMES DIRECTOR**

Shall:

a) Be an ACBL certified director

b) Perform all functions mandated by the ACBL. In his/her absence, the Board shall appoint a temporary Chief Games Director pending the appointment of a certified Chief Games Director.

c) Prepare and maintain an up-to-date schedule of directors for all Club games. The directors shall not be required to pay “game fees” in games that they play in as well as direct.

d) Develop and review from time to time the duties of game directors and be responsible for conducting Club games of duplicate bridge in accordance with the “Laws of Duplicate Bridge” and ACBL requirements.

e) As required, the Chief Games Director will formulate a disciplinary committee.

f) As required by the Board, ensure that an adequate number of qualified games directors are constantly available to provide directing services.

g) Conduct a bridge directors’ course as required by the Board

h) Prepare an annual budget.

i) Ensure that game results are posted to the club web site in a timely fashion.

j) Work closely with the Club Manager

**I.8 MEMBERSHIP CO-ORDINATOR**

Shall:

a) Co-ordinate the payment of memberships annually

b) Provide the Board with a membership list completed with telephone numbers, updated from time to time.

c) Arrange for a Partnership Convenor for members to access by telephone and on the Club web site.

d) Perform such other functions as may be reasonably be requested by the Board from time to time.

e) Be responsible for publicity and promotion of club activities.

**I.9 AWARDS CO-ORDINATOR**

Shall:

a) Keep an accurate list of all trophies awarded by the Club.

b) Arrange to have presentations made to all award winners.

c) Arrange for presentation of other awards won by members.

d) Keep all trophies in good condition and see to refurbishing when necessary.

e) Prepare an annual budget.

**I.10 EDUCATION CO-ORDINATOR**

Shall:

Be responsible for the ongoing educational programs of the Club. Activities may include but not be limited to:

a. Promoting lessons

b. Organizing a Mentor program.

**I.11 IMMEDIATE PAST PRESIDENT**

Shall:

a) Provide continuity with the preceding administration.

b) Be responsible for providing a slate of nominees for the annual election

c) Be one of the four cheque signing authorities

d) Assume such responsibilities as may be requested by the President and the Board.

1.12 WEB MASTER

Shall

a) Maintain an up to date website.

b) Post all notices as may be required by the President or Secretary from time to time

c) Post notices of games, special or otherwise, as specified by the Club manager in a timely fashion.

d) Post such other material as may be required to ensure that the membership is informed of club activities

**I.13 APPOINTED POSITIONS**

As and when necessary, the Board may appoint members to functional positions. These individuals may choose to, or may be asked to attend Board meetings but shall not be entitled to vote. Further, these positions may be filled by elected members.