

BYLAWS OF THE WESTERN CONFERENCE OF THE AMERICAN CONTRACT BRIDGE LEAGUE

ARTICLE I

Section 1. NAME: The name of this organization shall be "The Western Conference, ACBL hereinafter referred to as "The Conference."

Section 2. ACBL: The name " American Contract Bridge League" will hereinafter be referred to as "ACBL."

Section 3. CONFERENCE AREA: "Conference Area" shall refer to the " Area of Jurisdiction as defined below.

ARTICLE II

Section 1. PRINCIPAL OFFICE: The principal office of the Conference shall be the residence of the President or such other location as the Conference board of Directors may designate.

Section 2. AREA OF JURISDICTION: The area of jurisdiction shall consist of Districts 17, 21, and 22 as defined by the ACBL.

ARTICLE III

Section 1. OBJECTIVES: The purpose of this organization shall be:

- A. To promote duplicate bridge.
- B. To promote Regional Tournaments within the conference area.
- C. To help coordinate the scheduling and operational standards of Regional Tournaments within the Conference area.
- D. To publish the *Contract Bridge Forum*, which shall be made available to all paid-up ACBL members residing in Western Conference districts. In the event that additional geographic areas are added to the Conference's geographic area of jurisdiction after September 1, 2009, the *Forum* shall be made available to those new Conference members solely at the discretion and specific vote of the Western Conference Board of Directors.
- E. When appropriate, the Western Conference Secretary/Treasurer shall notify the member district secretary during January that Western Conference District Representative elections should be held during that year.

ARTICLE IV

Section 1. MEMBERS: Districts 17, 21, and 22 are automatically members of the Conference without requirement of any petition or formal action on the part of the districts.

Section 2. TERMINATION OF MEMBERSHIP: A member district may terminate membership in the Conference upon a written notice to the Conference nine months in advance. The departing district may receive a portion of the Conference's assets only upon a majority vote of the remaining member districts. Should the Conference elect to dissolve and cease operations, distribution of assets shall be determined by a majority vote of the Conference Board of Directors.

ARTICLE V

Section 1. CHARGES AND DUES:

A. Upon a majority vote of the Conference Board of Directors, member districts may be assessed an amount designed to support their equitable share of Conference expenses.

B. All regional tournaments held within the Conference's geographic area of jurisdiction shall be subject to the Conference's regional sanction fees unless specifically exempted by vote of the Conference Board.

ARTICLE VI

BOARD OF DIRECTORS

Section 1. POWERS: The affairs of the Conference shall be managed and controlled by the Board of Directors, which shall consist of six persons, all of whom shall be members of the districts within the geographical area of the Conference. All actions of the Board are subject to restrictions imposed by law, these Bylaws and the Bylaws of the ACBL. The Conference President is the Chief Executive Officer.

Section 2. STRUCTURE: The Conference Board of Directors shall consist of six members, two from each of the member districts.

- A. Each member of the National Board of Directors of the ACBL representing a member district shall be a member of this Board.
- B. The Board of Directors of each member district shall elect one member of this Board

Section 3. TERM OF OFFICE:

A. Conference Board members elected by the districts shall serve three-year terms beginning as follows:

District 17, January 1, 2009

District 21, January 1, 2010

District 22, January 1, 2011

B. Any director who moves his/her residence from the district from which elected, or, in the case of the National Board members, shall cease to be a National Board member, shall lose his/her membership on the Conference Board, and shall be replaced in accordance with election rules and regulations of the ACBL and the Conference. Conference Board members who have been elected by the districts shall be replaced by their district's Board of Directors.

Section 4. MEETINGS:

- A. The Conference shall have an annual meeting which shall be announced at least 30 days in advance. Additional meetings may be called by the President or any three members of the Board of Directors with at least 21 days written notice to all Board members, including the time and place of the meeting and an agenda of business to be considered. E-mail shall constitute written notice.
- B. The President shall preside at meetings of the Board of Directors. In the absence of the President, the most recent past president present on the Board of Directors shall preside.
- C. Robert's Rules of Order shall be the parliamentary authority on all matters not covered by these Bylaws.
- D. Electronic Meetings: With the advance consent of at least four Board members, any action which the Conference Board may take at a meeting may also be taken by e-mail, provided that such action shall be reduced to writing prior to being submitted to a vote by the Board. Prior to any vote, the President shall ensure that all members have actually received full information concerning the proposed Board action. Board members not equipped for e-mail shall be sent full information and be allowed to vote via fax, phone or mail. The President shall maintain copies of all correspondence relating to the Board's action.

Section 5. QUORUM: A quorum shall consist of four members of the Conference Board. A majority vote of those members present shall be necessary to enact a resolution.

Section 6. PROXIES: With the exceptions noted below, no member of the Board may appoint an alternate or proxy to represent him/her at the annual meeting, except for a First or Second Alternate National Board Member who is representing his or her district at a concurrent National Board meeting in accordance with ACBL Rules and Regulations. In the event a Board member states that he/she is unable to attend a Board meeting, his/her District President may appoint a substitute who, upon advance notice to the Conference

Board, shall exercise all powers of a regular member during the meeting and shall be counted for quorum purposes.

Section 7. AMENDMENT OF BYLAWS: The Conference may amend these Bylaws by a 2/3 vote of those Board members present at a duly constituted meeting of the Conference Board, or, with the approval of four members of the Board, via an e-mail meeting, provided that any amendment shall first be reduced to writing and provided to all Board Members at least 30 days prior to the meeting.

Section 8. EMERGENCY POWERS: Any provision of these Bylaws may be suspended in an emergency upon the affirmative vote of four Board members.

ARTICLE VII

OFFICERS

Section 1. OFFICERS: The officers of the Conference shall be a president and a secretary/treasurer, and shall be elected by majority vote of the Board at its annual meeting.

Section 2. PRESIDENT:

A. **TERM:** The term of office shall be one year. He/she may be re-elected for a one-year term. Thereafter, he/she may not succeed himself or herself until there has been lapse of three years.

B. **ELIGIBILITY:** Any member of the Conference Board of Directors, except as provided above, shall be eligible for the office of the presidency during the period of his/her incumbency.

C. **VACANCY:** Should the office of President become vacant, the Board of Directors shall elect a successor.

Section 3. SECRETARY/TREASURER: The Secretary/Treasurer need not be a member of the Conference Board of Directors. The Secretary/Treasurer shall not become a member of the Board by virtue of his/her office. The term of office shall be one year, without limit as to the number of terms. The Secretary/Treasurer shall have the care and custody of all funds, securities and property of the Conference, shall provide an annual report of the Conference's financial condition, shall provide minutes of all meetings of the Conference Board, and shall perform his/her function in accordance with rules and regulations as established by the Conference Board.

As Amended 1/99
As Amended 12/08
Amended 1/2010
Amended 9/2010