

**INTER-CITY BRIDGE CLUB, INC.
SARASOTA, FLORIDA**

BY-LAWS (AS REVISED February 12, 2024)

ARTICLE I, PURPOSE

The Inter-City Bridge Club, Inc. is a non-profit Florida corporation affiliated with and operating under the jurisdiction of the American Contract Bridge League for the purpose of providing opportunity for playing bridge, promoting public interest in bridge, sponsoring duplicate bridge tournaments, and fostering the highest standards of ethics, sportsmanship, and fellowship in bridge games.

ARTICLE II, MEMBERSHIP

- (a) MEMBERS – The membership shall consist of persons who are interested in bridge and have paid the currently prescribed annual dues.
- (b) DISCIPLINE – Any member may be censored, suspended, or expelled by the Board of Directors for unbecoming conduct or unethical practice, provided that the member against whom such action is proposed shall first be invited, with reasonable notice, to appear before the Board or a committee thereof and make appropriate defense or rebuttal of the allegations against him.

ARTICLE III, BOARD OF DIRECTORS

- (a) NUMBER – The governing body of the club shall be a Board of seven members
- (b) ELECTIONS – Directors shall be elected at each annual meeting by secret ballot of the members in good standing who are present. The new directors shall assume office immediately after election and shall serve for three years. Three members shall be elected in year one and two members elected each year in years two and three. This rotation will be repeated every three years.
- (c) ELEGIBILITY – No bridge club owner or director of a proprietary game shall be eligible.
- (d) SPECIAL ELECTIONS – If a Director resigns, moves from the vicinity, or becomes unable to serve, the Directors shall elect a successor Director until the next annual meeting, at which time a Director shall be elected by the members to fill any unexpired term.

- (e) RESPONSIBILITIES – The Board of Directors shall have the duty and authority to establish and regulate matters of policy, consider disciplinary actions, and set dues and assessments.
- (f) MEETINGS – Meetings of the Board shall be called by the President. He shall call a meeting when requested to do so by three or more Directors. Five days' notice shall be given of any meeting of the Board, provided that four or more Directors present at any Club duplicate game may waive such notice.
- (g) QUORUM – Any four Directors shall constitute a quorum of the Board.
- (h) VOTING – The affirmative vote of four Directors shall be necessary for any action of the Board.

ARTICLE IV, OFFICERS

- (a) OFFICERS – The Officers shall be a President, a Vice-President, a Secretary and a Treasurer. They shall be elected by the Board at the first meeting of the board after the annual meeting, and shall hold office until the first meeting of the Board subsequent to the following annual meeting.
- (b) PRESIDENT – The President shall preside at all meetings of the Club, shall call and preside at all meetings of the Board, and shall appoint committees, subject to the approval of the Board, and shall perform all other duties usually pertaining to the office of the President.
- (c) VICE-PRESIDENT – In the absence or disability of the President, the Vice-President shall perform the duties of the President.
- (d) SECRETARY – The Secretary shall keep and record the minutes of all proceedings, give notice of meetings, notify Directors and Officers of election, keep and up-to-date list of all members with their addresses, collect dues and transmit the same to the Treasurer, and perform such duties as the office shall require.
- (e) TREASURER – The Treasurer shall receive and safely bank all the funds for the Club. All checks shall be signed by either the Treasurer, President or Vice-President whose signatures shall be on file with the Bank. Expenditures in excess of \$50.00 shall be made only with prior approval of the Board. The Treasurer shall furnish the members with semi-annual and annual financial statements audited by a financial committee appointed by the Board. The Club's fiscal year shall be the calendar year.

ARTICLE V, MEMBERSHIP MEETINGS

- (a) REGULAR MEETINGS – Any day on which regular games are scheduled shall be deemed a regular meeting of the membership for action on business matters, provided a quorum is present.
- (b) QUORUM - Ten percent of the total members, whose dues are paid up, present at any meeting of the membership, shall constitute a quorum.
- (c) ANNUAL MEETING – The annual meeting shall be held on the first convenient day in January. Notice of each annual meeting shall be given by verbal announcement at each of the three scheduled regular games preceding the annual meeting, or be mailed to all members in good standing and mailed two weeks or more before the annual meeting, or by both methods.

ARTICLE VI, APPOINTMENT OF THE DIRECTORS

- (a) RETIRING PRESIDENT – The retiring President shall serve on the Board for one additional year. Should the retiring President have another year to serve under his term, then with the approval of the Board, the incoming President shall appoint a member in good standing to serve on the Board for the ensuing year.
- (b) APPOINTMENTS – In the event of a death, incapacitation or resignation of a Director, the President, with the approval of the Board of Directors, shall appoint a member to serve the remainder of his term.

ARTICLE VII, ELECTION OF DIRECTORS

- (a) NOMINATING COMMITTEE – At least one month prior to the Annual Meeting, the Board shall appoint a Nominating Committee consisting of three members, two of whom should be past Presidents, one of whom shall be designated chairman.
- (b) NOMINATIONS – At any time prior to the two weeks before the Annual Meeting, any member in good standing may submit in writing to the Committee the name or names of suggested persons to be considered as possible Directors. From all the suggestions thus gathered, the Committee shall nominate two persons for the two vacancies on the Board. Such nominations shall be posted at the Club meeting place at the start of the regular meeting prior to the Annual Meeting.
- (c) ELECTIONS – Elections shall be by secret ballot. Only regular members whose dues are paid shall be eligible to vote.

(d) TERMS OF OFFICE – The two members receiving the highest number of votes shall become Directors for three years. If one or more vacancies existed for unexpired terms, the nominee receiving the next highest number of votes shall be elected to the longest partial term. Successive shorter term vacancies shall be filled in the same manner.

ARTICLE VIII, GAME DIRECTOR

The Board shall elect a qualified Game Director and fix the Game Director's compensation.

ARTICLE IX, OWNERSHIP

No member shall have the vested right, interest or privilege of, in or to assets, functions, affairs or franchises of the Club.

ARTICLE X

These By-Laws may be amended by a two-thirds vote of a Quorum of the members in good standing present at any Club meeting provided that the amendment proposed has been duly posted at the Club meeting place for at least two meetings prior to the vote.