

**WISCONSIN-UPPER MICHIGAN  
BRIDGE ASSOCIATION (WUMBA)**

Unit 149 of The American Contract Bridge League

**BYLAWS**

**ARTICLE I**

**Name**

The name of this association of bridge players shall be WISCONSIN-UPPER MICHIGAN BRIDGE ASSOCIATION and shall be commonly known as WUMBA. It shall be UNIT 149 within District 13 of the American Contract Bridge League (known as ACBL).

**ARTICLE II**

**Purpose**

The purpose of WUMBA shall be:

Section 1. To promote and maintain, without intention of pecuniary gain, the best interest of the game of contract bridge.

Section 2. To establish, encourage and enforce the highest standards of ethics in the club games and tournaments within this unit's jurisdiction.

Section 3. To encourage and assist promotional activities aimed at maintaining among its members keen interest in contract bridge, and endeavor to make the game appealing and enjoyable to all.

Section 4. To assist in the organization and development of clubs within the unit.

**ARTICLE III**

**Membership**

Section 1. A Member of WUMBA shall be one who resides in the State of Wisconsin (except Douglas, Kenosha, Racine, Milwaukee, Waukesha, Ozaukee, Walworth, Washington Counties and zip codes 54801, 54843, 54859, 54888, 54873, 54838, 54870, 54875, 54830, 54814, 54517, 54821 and 54864) and the Upper Peninsula of Michigan (except Sault Ste. Marie); pays regularly the annual membership dues as set by ACBL and is a member in good standing of the League (i.e.ACBL). No person shall be denied membership because of age, gender, race, color, creed or national origin.

Section 2. Privileges of a Member:

- a. Each member in good standing shall be entitled to participate in all tournaments and club games within the unit subject to payment of stipulated entry fees and rules of eligibility adopted by the Board of Directors of the Unit for each special

event and to rules governing all tournaments as adopted by the ACBL.

- b. Each member in good standing shall be eligible to attend the annual meeting and shall be eligible for election to the Board of Directors of the Unit and for appointment as a member of any of its committees.

**Section 3. Censure, Suspension or Expulsion of Members:**

Any member of this Unit may be censured, suspended or expelled by a two-thirds vote of members of the Board of Directors, present and voting, but no member shall be censured, suspended or expelled unless s/he has been furnished with a written statement of the charges against her/him nor until after a hearing of which s/he has received ample notice and at which s/he has been afforded the right to be heard and to be represented by counsel. Any action of censure, suspension, or expulsion shall be appealable to the Judiciary Committee of District 13 and to the Board of Directors of the ACBL.

**ARTICLE IV**

**Board of Directors: Composition**

**Section 1.** The government and business of the Unit shall be conducted by a Board of Directors. The Board of Directors shall be no larger than 18 members with Madison entitled to four (4) representatives and each of the other Zones entitled to two (2) representatives. The representation shall be proportional to population and shall be determined by the Board. (The Zone Map is attached.)

The President and Vice-President shall be voting members of the Board.

**Section 2.** Sixty days before the annual meeting (Article IX, Sec. 4), the Secretary of the Unit shall notify a manager from each Zone to conduct elections of the Board of Directors.

**Section 3.** Within each WUMBA Zone, the clubs shall jointly establish a procedure for electing director(s). In the event a Zone fails to establish such a procedure, the President of the Unit will appoint a special committee to formulate a procedure for electing the director(s). Every eligible member must be given the opportunity to be a candidate and to vote.

**Section 4.** The term of each member of the board shall be for two (2) years and commence on the day of the annual meeting. There will be no limit on how long a member can serve on the Board.

**Section 5.** In the event of a vacancy of a representative to the Board of Directors, it is the responsibility of the zone to fill the vacancy for the balance of the term.

**ARTICLE V**

**Powers and Duties of Directors**

**Section 1.** To supervise and control all of the business affairs and all activities of the Association, including but not limited to the conduct of tournaments (Sectional and

Regional); to receive and hold all contracts in connection with all tournaments and to determine entrance requirements of all players.

- Section 2. To manage and appropriate the funds of the Association for Association purposes as set forth above.
- Section 3. To appoint the Editor of the official newsletter, who shall remain in the position at the pleasure of the Board. The Editor shall be reimbursed for all reasonable out-of-pocket expenses and shall be paid compensation for services as determined by the Board.
- Section 4. To receive reports of receipts and disbursements of the Association.
- Section 5. To exercise powers granted through committees, officers or individuals as may be directed by the Board. Committee chairpersons and members shall be appointed by the President.
- Section 6. To fill any vacancy occurring for any reason among the several officers of the Association or to appoint a temporary substitute during the absence or illness of any officer.
- Section 7. To censure, expel or suspend any member(s), provided that no member shall be expelled except by the affirmative vote of two-thirds of the Board.

## ARTICLE VI

### The Officers

Every two (2) years (odd-numbered years), beginning with the annual meeting of the Board of Directors in 1979, the Board shall elect from among its members a President and a Vice-President by a majority vote of the Directors present at that annual meeting.

Also, the Board shall elect, at that annual meeting and by majority vote of Directors present, a Secretary and a Treasurer who must be members of the Association.

All officers shall hold office for two (2) years or until their successors shall have been elected.

## ARTICLE VII

### Duties of Officers

#### Section 1. Duties of the President

- a. The President shall preside at all meetings of the members of the Association and at all meetings of the Board of Directors.
- b. S/he shall appoint standing and special committees, including a manager from the directors in each zone to oversee election procedures for that zone.
- c. S/he shall appoint a nominating committee of three (3) members of the Association, each committee member to be from a different Zone. Such committee shall receive a written declaration of candidacy from each candidate for each office. Such Committee shall

prepare and present to the Board at its annual meeting a slate of one or more candidates for each of the offices of the Association. Such recommendations shall be selected only from among all letters of candidacy received. The nominating committee shall establish the cut-off date for filing of letters of candidacy and that date and purpose shall be posted at all tournaments.

- d. S/he shall exercise general supervision over the activities of the Association, including but not limited to the conduct of all official correspondence for the Association with its members, other Units and ACBL.
- e. S/he shall be reimbursed for all out-of-pocket expenses.

#### Section 2. Duties of the Vice-President

- a. The Vice-President shall perform all duties of the President in the event the President is absent or incapacitated.
- b. S/he shall perform such other and further duties as s/he may be directed to perform by the President or the Board of Directors.
- c. S/he shall be reimbursed for all out-of-pocket expenses.

#### Section 3. Duties of the Secretary

- a. The Secretary shall file a list of all clubs within Unit 149. The list shall contain the club's number (#), the name of the Club Manager, and the date and site of each game sponsored by that club. S/he shall maintain a label list to be available to all tournament chairpersons, upon request, in order to facilitate the distribution of information relative to bridge activities and tournaments.
- b. S/he shall make and keep minutes of all meetings of the the Board of Directors. Minutes shall identify the names of all Board members present, absent and/or represented by proxy. Minutes shall be mailed to Board members within 14 days of each meeting.
- c. S/he shall perform such other further duties as the Board of Directors may from time to time request.
- d. S/he shall be reimbursed for all out-of-pocket expenses and paid compensation for services as determined by the Board.

#### Section 4. Duties of the Treasurer

- a. The Treasurer shall have the care and custody of, and be responsible for, all funds and property of the Association.
- b. S/he shall keep full and regular accounts and shall report to the Board, at each called meeting, the financial position of the Association. As soon as practical after December 31 of each year, s/he shall send to each Director (or distribute written reports at the annual meeting) a financial report for the year. The report shall have been approved by the President or a person appointed by the President.

- c. S/he shall have the power to dispense all funds in a timely manner (within 30 days) necessary to the maintenance and regular business of the Association and for such purposes as the Board may request.
- d. S/he shall be reimbursed for all out-of-pocket expenses and shall be paid compensation for services as determined by the Board.

## ARTICLE VIII

### Committees

The President shall appoint all standing committees except the Executive Committee which shall consist of the President, Vice-President, Secretary and Treasurer. The President shall also appoint special committees as may be necessary to perform the functions of the Association. Standing committees shall be appointed for two years with the approval of a majority of the Board of Directors. The following standing committees shall exist:

#### 1. Recorder

The duties of the Recorder shall be to collect reports of improper conduct, investigate the facts of the matter and recommend to the Board the appropriate action to be taken in such cases.

#### 2. Membership Committee

The duties of the Membership Committee shall be to recruit new members.

#### 3. Nominating Committee

The duties of the Nominating Committee shall be to interview and recommend members for election as officers of the Association.

#### 4. Unit Education Liaison and Novice Committee

This committee shall supervise educational activities and recommend programs and activities aimed at improving skills of the novice bridge players.

#### 5. Tournament Coordinator

The Tournament Coordinator shall process sanctions for local, sectional and regional tournaments and submit requests for same to ACBL. No game should be sanctioned within a 50 mile radius of a sectional or regional tournament within the unit.

6. The Board of Directors may, from time to time, create such special committees as will be necessary to fulfill the purposes of the Association. These committees will function as long as necessity exists, in the opinion of the Board.

7. A majority of the total members of a committee shall constitute a quorum.

8. Each committee - Executive, Standing, or Special - shall make such reports of their activities to the Board of Directors as the Board or the President may request.

## ARTICLE IX

### Meetings

- Section 1. Roberts Rules of Order shall be used as the official procedure for all Wisconsin-Upper Michigan Bridge Association Board meetings.
- Section 2. The annual meeting, open to all members of the Association, shall be held following the annual meeting of the Board of Directors of the Association. Notice of this open meeting is to be included in all advertising of the tournament at which the annual meeting of the Board is held. A quorum of at least twenty (20) members in good standing from at least five (5) cities of the Association shall be necessary to transact any business at any regular or special meetings of the members of the Association.
- Section 3. Special meetings of the members of the Association may be called at any time by the President. Notice of a special meeting shall be posted at all tournaments and included in all advertising and unit publications. Notice of a special meeting must be circulated at least twenty (20) days prior to the holding of such special meeting.
- Section 4. The annual meeting of the Board of Directors shall be held on the Saturday morning of the annual Northeastern Wisconsin tournament held in Appleton, Wisconsin. At annual meetings in odd-numbered years, the election of officers for the ensuing two-year period shall be held. Also, the transaction of other business (agenda items) may be conducted.
- Section 5. Notice of the annual meeting of the Board of Directors must be given at least twenty (20) days in advance of the annual meeting. (This coincides with the requirement of a 20-day notice for the general membership meeting.)
- Section 6. Meetings of the Board of Directors shall be held at the call of the President, notice of same shall be mailed to each Director at least ten (10) days in advance of such meeting and the notice shall contain an agenda of the business to be conducted.
- Section 7. A quorum of the Board of Directors shall consist of at least five (5) Directors from no less than three (3) different Zones.
- Section 8. Members of the Board of Directors may be represented by a qualified proxy from their Zone, who shall have voting privileges.

## ARTICLE X

### Amendments

Amendments to the Constitution and By-Laws may be made at any regular meeting of the Board of Directors subject to approval and ratification by the members. Notice of proposed amendments by any member or group of members shall be submitted in writing to the Directors at least one (1) month in advance of said regular meeting. Amendments must be approved by a two-thirds vote of the Directors and ratified by a majority vote of members present.

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