

CONSTITUTION

By Laws



Metropolitan Bridge
Unit Incorporated

Incorporated 1967

Under the laws of the State of New York
and a chartered affiliate of the
AMERICAN BRIDGE ASSOCIATION,
INC.,

CONSTITUTION AND BYLAWS

PREAMBLE

The Unit, in order to perfect a smoother
operation, within the law of the
American Bridge Association, to better
inform our members and member clubs
within our jurisdiction, and to more
efficiently govern, by majority will do
hereby establish the following
Constitution and Bylaws.

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|-----------|------------------|
| Original, | March 1, 1957 |
| Amended, | July 1, 1961 |
| Amended, | June 1, 1965 |
| Amended, | October 19, 1975 |
| Amended, | October 20, 1991 |
| Amended, | July 27, 1997 |
| Amended, | July 13, 2003 |
| Amended, | July 11, 2004 |
| Amended, | October 19, 2008 |
| Amended, | October 23, 2011 |
| Amended, | January 31, 2016 |

CONSTITUTION

ARTICLE I

Name

The name of this organization is The
Metropolitan Bridge Unit, Incorporated.
It shall be referred to hereafter as MBU.

ARTICLE II

Objects and Purposes

Sec. 1 To operate as a unit within the
laws of The American Bridge
Association, Inc.

Sec. 2 To promote and encourage the
development of duplicate bridge.

Sec. 3 To sponsor, supervise, and
conduct Duplicate Bridge Tournaments
under the regulations of the American
Bridge Association.

Sec. 4 To foster good will, encourage
high ethical standards of play, and
promote good fellowship among the
members of all clubs.

Sec. 5 To recruit new members and to
provide educational programs, enabling
new and old players to become more
skillful.

Sec. 6 To maintain and participate in
public relations activities for the entire
Bridge playing area of Greater New
York.

Sec. 7 To be cognizant of and contribute
to worthy educational and charitable
organizations within our community.

Sec. 8 To avoid financial gains from
proceeds designated for charitable

organizations except as permitted under Article 5 of the “Not for Profit Corporation Law”.

Sec. 9 To refrain from activities that include propaganda or that attempt to influence legislation or political campaigns.

ARTICLE III Membership

Sec. 1 Any group of sixteen (16) or more Bridge players in the Greater New York Area may start a new club in the Unit by submitting an application to the MBU secretary with the following:

- a) ABA charter fee.
- b) List of current officers.
- c) Roster of members’ names and addresses, accompanied by ABA, Sectional and Unit annual dues.
- d) Time and place of meetings and games.
- e) Names of representatives who will attend the MBU Board and tournament Committee meetings.

Sec. 2 Upon approval of the Board, an ABA Charter application will be processed and the club will be notified of MBU affiliation.

Sec. 3 Any financial member of an affiliated club will automatically become a member of the Unit upon payment of annual dues.

ARTICLE IV Officers

Sec. 1 The elected officers of the Unit are: President, Vice President, General Secretary, Assistant Secretary, Financial Secretary, Treasurer, Point Coordinator, Sectional Representative and Alternate Sectional Representative. The Assistant Secretary and Alternate Sectional Representative will function in the absence of the General Secretary and Sectional Representative, respectively.

Sec. 2 Candidates, who express ability and willingness to serve, are elected at the January meeting of each even year. They take office immediately and serve a term of two (2) years.

Sec. 3 All Officers, elected or appointed, must be financial members of the ABA, the MBU and their respective clubs.

Sec. 4 The President and Vice President may serve a maximum of two (2) consecutive two (2) year terms in the same office.

Sec. 5 The Secretary, Treasurer and Financial Secretary may not serve more than two (2) consecutive terms in office.

Sec. 6 No officer may hold more than one office at a time.

Sec. 7 Any officer or holder of an elected position, who does not satisfactorily fulfill his or her assigned responsibilities may be recommended for removal by a two-thirds (2/3) vote of the Board. Prior to any action by the Board, a minimum of ten (10) days notice in writing must be given to the person involved. This move must be ratified by a majority vote of the membership at the next Unit Meeting.

Sec. 8 Should a vacancy occur in any office or elected position, the President

will appoint a replacement to serve until the election of a successor.

ARTICLE V Board of Directors

Sec. 1 The Board of Directors, hereafter called The Board, shall be composed of all elected officers, the Tournament Chair, and the President of each club.

- a. The President of each club may designate an alternate in his/her absence.

Sec. 2 Each member shall serve in a single capacity and have one (1) vote.

Sec. 3 Absentee voting shall not be permitted.

Sec. 4 Between Unit meetings, the Board will have all power pertaining to membership. It may not alter or countermand any policy decisions already adopted by the membership

Sec. 5 The Board will have the authority to examine all books, papers and other Unit property.

Sec. 6 The Board will meet monthly, except July and August, either in person or through conference calls – to be determined by the president. The secretary will issue minutes and agenda at least one week ahead of the meeting.

Sec. 7 Notice of such meetings must be sent to all Board members at least one (1) week in advance, and may be published in the Consumer.

Sec. 8 A quorum for Board meetings will consist of one-half (1/2) of the membership plus one (1), or seven (7) Unit clubs must be represented.

Sec. 9 All Board actions must be by majority vote and so recorded.

Sec. 10 The Chairperson may only vote in the event of a tie or to create a tie, or if the vote is by ballot.

Sec. 11 The Board will arrange for the Bonding of the Financial Officers and any other signatory to Unit financial assets. The premiums will be paid by the Unit.

ARTICLE VI Standing Committees and Positions

Sec. 1 The following position Chairpersons and Unit Officials will be filled, representing different clubs and geographical areas whenever possible.

- a) “AAA”
- b) Appeals
- c) Auditor
- d) Chaplain
- e) Club Liaison
- f) “The Consumer”
- g) Education
- h) Entertainment
- i) Ethics
- j) Good and Welfare
- k) “HHH” Scholarship
- l) Historian
- m) Hospitality
- n) Parliamentarian
- o) Membership
- p) Public Relations
- q) Tournament

Sec. 2 Upon election of a new President, he or she will select a Chairperson for the above positions. These names will be announced at the next regular meeting after selection.

Sec. 3 Each Committee Chairperson will select his/her own committee of a least five (5) members, representing different clubs and geographical areas whenever possible.

Sec. 4 Should a committee chair or position become vacant, the vacancy must be filled by the President within thirty (30) days.

Sec. 5 All actions and operating decisions made by Committee Chairpersons and Unit Officials must have Board approval prior to becoming effective.

Sec. 6 Ad Hoc Committees will be formed as needed.

Sec. 7 The President may remove any appointee from office if he or she believes it is in the best interest of the Unit.

Article VII Meetings

Sec. 1 The Annual General Meeting will be held at a time and place designated by the Board. Other general meetings will be held at the request of the Board.

Sec. 2 Notice of such meetings will be in the Consumer or other types of notice, and sent to the members at least one (1) week in advance.

Sec. 3 Special meetings will be held upon a majority vote of the Board or by written request signed by twenty-five (25) financial members. This request must be filed with the President who will schedule a meeting not less than ten (10) nor more than twenty (20) days after receipt of same. The agenda for the special meeting will appear on the notice.

Sec. 4 A quorum consists of twenty-five (25) members, provided at least seven (7) Unit clubs are represented. No

official action can take place with less than a quorum.

Sec. 5 Robert's Rules of Order will govern when rules of deliberations at meetings are not covered by the Unit Constitution or Bylaws.

ARTICLE VIII Mutual Obligations

Sec. 1 The Unit Shall

- a) Insure that decisions made by the Unit that specifically affect clubs are approved by a majority vote.
- b) Insure that decisions made by the Board that specifically affect clubs are approved by a majority vote,
- c) Insure that the Executive Board gives thirty (30) days written notice to clubs when voting on issues specifically affecting them.
- d) Insure that all Unit members are members of affiliate clubs.
- e) Act as liaison between clubs, the Eastern Section, and the ABA.
- f) Arbitrate local jurisdictional disputes.
- g) Sponsor recommendations at Sectional and ABA meetings.
- h) Set-up a calendar of bridge events within the area with the aim of eliminating conflicts between club events.
- i) Act as clearinghouse for dates and sanctions for all regional events.
- j) Sponsor special games, Grade "A" games, and host Sectional and National Tournaments at periodic intervals.
- k) Maintain a public relations program within the Greater New York Area.

- l) Notify clubs of Unit decisions in writing and publish same in the Consumer.
- m) Adjudicate matters involving ethics or conduct of players.
- n) Furnish technical assistance to new clubs.
- o) Conduct classes for bridge students and for game directors at periodic intervals.

Sec. 2 Each affiliated club shall:

- a) Abide by Unit decisions approved by the Membership and/or Board.
- b) Designate a delegate and an alternate to the Executive Board.
- c) Designate a member and an alternate to the Tournament Committee.
- d) Promote and conduct tournaments according to ABA and Unit regulations
- e) Support Unit programs.
- f) Collect and forward ABA and Unit dues to the Unit Financial Secretary.
- g) Submit requests for regional date and applications for sanctions through the Tournament Committee.
- h) Submit a report to the Unit President on all matters involving irregularities of ethics or conduct. Submit copies to Appeals Committee Chairperson or Ethics Chairperson as appropriate.
- i) Report game results promptly to the Point Coordinator.
- j) Forward city game taxes and hospitality taxes promptly each month to the Financial Secretary.
- k) Devise a program to encourage new players and to retain and reclaim other members.
- l) Render an Annual Progress Report to the Unit.

- m) Clubs not in compliance with the Constitution and bylaws will not receive "C" game sanctions.

**ARTICLE IX
Amendments**

Sec. 1

- a) Any club or individual member may present a proposed amendment to this Constitution. Such amendment must be submitted in writing to the Board for consideration.
- b) Upon a two-thirds (2/3) favorable vote of the Board, the amendment must be submitted to the membership at the next regular Unit meeting.

Sec. 2 A proposed amendment, signed by twenty-five (25) financial members, may be presented in writing directly to the Unit at a regular membership meeting. It must be read by the Secretary, and the President must submit the proposed amendment to the membership for consideration.

Sec. 3

- a) Any proposed amendment following the procedure outlined above, receiving a majority vote at a membership meeting, must be given priority on the agenda of the next regular membership meeting. A special meeting may be called for this purpose.
- b) Notice of the meeting, containing the exact wording of the amendment must be mailed to each member at least two (2) weeks in advance.
- c) After a second reading and upon a two-thirds (2/3) favorable vote

of the members present, the amendment will be adopted and become a part of the Constitution.

Sec. 2 Clubs applying for Unit affiliation must submit a membership list of at least 16 members of which 75% are not MBU members.

ARTICLE III Duties of Officers

Sec. 1 The President shall:

- a) Be the executive head of the Unit and Chairperson of the Board of Directors.
- b) Preside over all general, special and Executive Board meetings. Vote only in the event of a tie or to make a tie.
- c) Call any meetings, not otherwise provided for, when the business of the Unit requires or when twenty-five (25) financial members demand it.
- d) Secure an audit of Unit finances every two (2) years, before the beginning of the new term of office.
- e) Render all annual written reports of the previous year's activities to the membership at the January Unit meeting.
- f) Be an ex-officio member of all committees.
- g) Appoint a Sergeant –at-arms and the chair of all committees and standing positions not otherwise filled.
- h) Appoint a nomination committee chairperson at the July quarterly Unit meeting prior to the election year.
- i) Be a designated signatory on all financial assets and sign all drafts, vouchers and checks when required.
- j) Visit all clubs in the Unit during his or her term of office.
- k) Secure an internal audit of the “AAA” and any other major

BYLAWS

ARTICLE I

Name

The name “**Metropolitan Bridge Unit, Incorporated**” shall not be used by any club, group or individual, for any purpose, whatever, without the specific authorization of the Board or the Membership.

ARTICLE II

Membership

Sec. 1 In order to avoid conflicts, membership in the Unit shall be limited to 16 clubs.

event under the auspices of the Unit. Written report of same shall be made to the Board and to the Unit.

- l) Perform such other duties as the office requires or the Board or Unit may direct.

Sec. 2 The Vice President shall:

- a) Assume the duties of the President in the event of his or her absence, illness or resignation.
- b) Perform all duties of the President, in the event of vacancy, until a successor is elected.
- c) Visit all clubs in the Unit during his or her term of office.
- d) Keep an inventory and locator file of all Unit property.
- e) Render written annual report of his or her activities at the January Unit meeting.
- f) With assistance from the Financial Secretary and Treasurer, prepare and submit an annual Unit budget at the January meeting.
- g) Perform such other duties as the office requires or the Board or Unit may direct.

Sec. 3 The General Secretary shall:

- a) Receive and reply to all correspondence as directed by the Board or Unit.
- b) Keep an accurate list of the membership.
- c) Record the minutes of regular, special or Board meetings. Send a copy of minutes to the Unit President.
- d) Keep in contact with the ABA Executive Secretary and inform the Unit of important and pertinent changes or new regulations.

- e) Prepare a digest of the minutes of regular or Board meetings for publication in the Consumer (Unit publication).

- f) Assume the duties of the President, in the event of the absence, illness or resignation of both the President and the Vice President, until the election of successors.
- g) Maintain the official files and records of the Unit as a source of official published information.
- h) Perform such other duties as the office requires or the Board or Unit may direct.
- i) Turn over to the elected successor all documents and property of the office or the Unit within ten (10) days of vacation of the office or the expiration of his/her term of office.

Sec. 4 The Assistant Secretary shall:

- a) Assume the duties of General Secretary in the event of his or her illness, absence or resignation, until a successor is elected.
- b) Perform such other secretarial duties as the President may direct.
- c) Assist the Editor in the preparation and mailing of the Unit publication.

Sec. 5 The Financial Secretary shall:

- a) Receive all money and keep an accurate account of all receipts and disbursements of the Unit.
- b) Keep a separate account of all special or earmarked funds, which will be separately identified as part of quarterly and annual reports.
- c) Hand over to the Treasurer all money received, obtaining a signed, dated receipt for same.
- d) Prepare drafts and vouchers.

- e) Sign draft, vouchers and checks as required.
- f) Submit a detailed written financial report for the previous calendar year at the first meeting of each year. The financial year shall be the calendar year.
- g) Turn over to the successor all books, records, documents and other Unit property at the end of the term.
- h) Be prepared for an annual audit of the Unit's funds.
- i) Submit financial reports at the request of the President or Board.
- j) Perform such other duties as the office requires or the Board or Unit may direct.

Sec. 6 The Treasurer shall:

- a) Be the custodian of all Unit funds, accept and bank all funds turned over by the Financial Secretary.
- b) Give signed and dated receipts for all money received.
- c) Cosign all checks drawn against the Unit's account. Issue no checks or drafts except on an order signed by the President or the Financial Secretary.
- d) Keep accurate records of all financial transactions. Make reports at Executive Board and general meetings.
- e) Maintain separate accounts of general funds, special or earmarked funds as the Unit may direct.
- f) Submit report at the request of the President or of the Executive Board.
- g) Submit a detailed written financial report for the previous calendar year at the first meeting of each year. The financial year shall be the calendar year.

Sec. 7 The Point Coordinator shall:

- a) Receive all city game reports and press sheets of all regional club games and send to the ABA.
- b) Process and distribute all master points issued and approved by the National office.
- c) Keep an up-to-date file of the master point holdings of the members.
- d) Promptly inform the Unit whenever there are changes in ABA regulations or Master Point structure.

Sec. 8 The Sectional Representative shall:

- a) Attend all meetings of the Eastern Sectional Committee or notify the Alternate if unable to do so.
- b) Convey the wishes of the Unit to the Eastern Sectional Committee and vote as the Unit's representative.
- c) Render a written report of all Sectional meetings to the Unit at its first meeting thereafter.

Sec. 9 The Alternate Representative shall: perform all of the duties outlined in Section 8 whenever the Sectional Representative is unable to do so.

- Sec. 10 The Sergeant-at-Arms shall:
- a) Maintain order at meetings, attend to invited guests, and see that the orders and requests of the presiding officer are carried out.
 - b) Be the custodian of the Unit, responsible for all property by which the Unit may be identified – flags, banners, arm-bands.

ARTICLE IV Board of Directors

Sec. 1 The Board of Directors, hereafter called the Board, shall be composed as indicated in Article V of the constitution.

Sec. 2 The Board will formulate plans and procedures for the Unit and have the authority to consider, promote and transact the business of the Unit between regular membership meetings.

Sec. 3 The Board has the authority to approve expenditures up to \$1000 for the normal business of the Unit. Amounts in excess of \$1000 must be approved by the membership.

Sec. 4 The Board will select organizations and amounts for charitable contributions.

Sec. 5 Board meetings shall be open to the general membership, but only official representatives may vote.

ARTICLE V The Tournament Committee

The Tournament Committee shall:

Sec. 1 Meet either in person or through conference calls to formulate schedule of all regional games held under the auspice of the Unit and all affiliated clubs. Chairperson will issue agenda and minutes at least one week in advance of meetings.

Sec. 2 Plan all regional and special games sponsored by the Unit, submitting such plans to the Executive Board for final approval.

Sec. 3 Have sole power to rule on all matters pertaining to tournament procedures.

Sec. 4 Process all applications for game sanctions.

Sec. 5 Maintain liaison between the Unit and local certified ABA directors, arranging rotation of work schedules, compensation scale, etcetera.

Sec. 6 Communicate regularly with the National Tournament Committee, the National Tournament Authority and the Sectional Tournament Committee for any changes in game procedures or of the master point structure.

Sec. 7 Hear all cases involving infractions of rules or unethical conduct at bridge games, reporting its findings to the Board. In cases where suspension is decided upon, send a full report to the Section and the National Appeals and Ethics Committee.

ARTICLE VI Standing Committees and Positions

Sec. 1 “AAA” Chairperson will be responsible for the organization and implementation of our annual Unit grade “A” Tournament.

Sec. 2 Appeals Committee (or Protest Committee) shall be the arbitrator of all challenges to directors’ rulings. They will be available at all major tournaments of the Unit or member clubs.

Sec. 3 Auditor will:

- a) Review and analyze Unit fiscal activities.
- b) Prepare and submit recommendations for improved financial procedures.
- c) Perform a biannual audit of Unit financial activities as of January 1st of every even year.
- d) Submit a written report to the Board and membership at April meeting of even years.
- e) This report will include a balance sheet denoting the net worth of the MBU, including all assets owned by the Unit.

Sec. 4 Chaplain's Committee will assist in the spiritual concerns of our members, including contacts with ill or housebound members.

Sec. 5 The Club Liaison Committee will encourage cooperation among clubs offering suggestions on methods of working together and scheduling to enhance attendance and any other steps to help each other.

Sec. 6 "Consumer" Editor will be Chairperson of a Committee to collect, assemble and distribute the Unit's monthly newsletter.

Sec. 7 Educational Committee will encourage Unit or club sponsored bridge classes, coordinate subject matter and attempt to bring curricula into agreement with National educational policies. Information about activities will be published in the Consumer.

Sec. 8 Entertainment Committee will coordinate Unit social, non-bridge activities.

Sec. 9 Ethical Committee will:

- a) Function as subcommittee of the Tournament Committee. It will seek to promote a climate of peace and goodwill and, as differences and conflicts arise, endeavor mutual understanding.
- b) Any allegation of discourtesy, disruptive behavior or disrespect towards an officer in performance of his/her official duties, shall be made in writing to this committee and the Unit President. ABA regulations shall govern all proceedings.

Sec. 10 Good and Welfare Committee will dispense cheer, help or make appropriate gestures of sympathy to members, former members or their close relatives, who are ill, in need, or are bereaved.

Sec. 11 Herman H. Huff Scholarship Committee will:

- a) Search and screen eligible students for scholarship awards and make recommendations to the Sectional and National organization.
- b) Raise money and make awards to residents of the Greater New York Area on the basis of need, with preference going to relatives of members, all other things being equal.
- c) Candidates must be attending Nationally Accredited schools pursuing studies in Arts and Sciences or in Vocational and Technical education.
- d) Candidates must complete one year of college and be enrolled in their second year with a Grade Point Average (GPA) of at least 2.0. (Ratified 10/23/11)

Sec. 12 Historian will maintain records and memorabilia to document the distinctive traditions and activities of the Unit.

Sec. 13 Hospitality Committee will:

- a) Be in charge of refreshments at quarterly Unit Meetings.
- b) Be in charge of Hospitality arrangements at the annual "AAA".
- c) Be in charge of any other related activities that the Board may designate.

Sec. 14 Membership Committee will devise ways and means of adding new members, reclaiming lost members and retaining present members. They will seek to convert nonaffiliated clubs to Unit membership.

Sec. 15 Parliamentarian will be knowledgeable of Robert's Rules or Order, and rule in accordance.

Sec. 16 Public Relations Committee will be responsible for periodic releases to the Press, ABA Bulletin and any other means to publicize Unit activities.

ARTICLE VII Meetings

The Order of Business will be as follows:

- a) Roll Call
- b) Good and Welfare
- c) Moment of Silence
- d) Minutes
- e) Correspondence
- f) Financial Reports
- g) Tournament Committee
- h) Sectional Representative
- i) Point Coordinator's Report
- j) Other Committee Reports
- k) Unfinished Business
- l) New Business

m) Adjournment

ARTICLE VIII Dues and Fees

Sec. 1 Each member will pay an annual fee determined by the membership.

Sec. 2 In order to enjoy all membership privileges and receive master points and other awards, both ABA and MBU dues must be paid by January 31st of the current year.

Sec. 3 Dues are not prorated, nor are they returnable.

Sec. 4 A non-financial member may apply for reinstatement by first becoming financial in his local club and paying his current annual ABA, Sectional and Unit dues.

Sec. 5 Each affiliated club will contribute a designated sum to the Welfare Fund of the Unit before December 15th of each year. This fee will be set by the Board and approved by the Unit membership.

Sec. 6 In order to support any major endeavor voted by the membership, the Unit shall have the right to tax club games.

Sec. 7 The following will receive an annual stipend: President, Vice President, Secretary, Assistant Secretary, Treasurer, Financial Secretary, Point Coordinator, Tournament Chairperson and Hospitality Chairperson. The amount is to be reviewed annually by a committee appointed by the Board, approved at the January meeting and

disbursed at that time. (Ratified
10/19/08)

ARTICLE IX Progress Reports

Progress reports of each affiliated club shall be submitted prior to the January meeting of each year. It will cover the following:

- a) Roster of all officers
- b) Number of financial members (indicate if “associate” member).
- c) Increase or decrease over previous year.
- d) Time and place of club games.
- e) Name of delegate and alternate to the Board.
- f) Name of member and alternate to the Tournament Committee.
- g) Names of volunteers to serve on Unit Committees.
- h) Suggestions for the improvement of the Unit.
- i) Recommendations to the Unit, Section and ABA.
- j) Current membership roster (indicate if “associate” member).

Article X Election of Officers

Sec 1
The President shall appoint at the July meeting a nominating committee of at least five (5) financial members for the purpose of preparing a slate of candidates for election.

Sec 2
At the next regular membership meeting, the nominating committee shall submit a list of nominees for each elective office.

Sec 3
Election of officers shall be by ballot and shall be decided by a plurality of vote.

ARTICLE XI Amendments

Sec. 1 These Bylaws may be amended at any regular membership meeting or a special meeting called for this purpose, by two-thirds (2/3) vote of the members present. There must be a written notice of such proposed amendment at least fifteen (15) days in advance.

Sec. 2 Effective 10/23/11, this Constitution and Bylaws supersede those contained in any other published document of the Metropolitan Bridge Unit, Incorporated.

PAST PRESIDENTS
OF THE
METROPOLITAN BRIDGE UNIT

Daisy Hamer
Benjamin Foster
Kenneth Shorter
Clifton DuBois
Gerome O. Primm
Lewis Dennis
Gerome O. Primm
Joseph A. Steber
John Wilson
Kenneth F. Cox
Renard Richards
Connie Gould
Herman H. Huff
Henrietta B. Percell
John Gipson
Crawley J. Arrington
Jane S. Harris
Edna Boothe
George Hudson
Allen Morton
Minnie Hagans
Cheryll Jones