

Bylaws of District 18 of the American Contract Bridge League

ARTICLE I: NAME, PURPOSES, AND OFFICE	2
ARTICLE II: AMERICAN CONTRACT BRIDGE LEAGUE.....	2
ARTICLE III: DISTRICT JURISDICTION	2
ARTICLE IV: MEMBERSHIP.....	2
ARTICLE V: BOARD OF DIRECTORS.....	3
ARTICLE VI: OFFICERS.....	4
ARTICLE VII: MEETINGS.....	5
ARTICLE VIII: COMMITTEES.....	6
ARTICLE IX: AMENDMENTS AND GENERAL MATTERS	6
ARTICLE X: INDEMNITY	6
CERTIFICATION OF THE BOARD OF DIRECTORS.....	7

BYLAWS
of
District 18 of the American Contract Bridge League

ARTICLE I: NAME, PURPOSES, AND OFFICE

Section 1.1 Name: The name of this organization shall be "District 18 of the American Contract Bridge League," hereinafter referred to as the "District." The name "American Contract Bridge League" will hereinafter be referred to in these Bylaws as "ACBL."

Section 1.2 Purposes: The purposes of the District are:

- to build and advance bridge in its various forms of competition;
- to promote and enforce the highest standards of conduct and ethics for its members;
- to conduct the tournaments allocated to the District, deciding where and when they will be held, in accordance with ACBL regulations;
- to cooperate and assist the ACBL in the promotion and conduct of bridge tournaments;
- to perform such other functions as may be delegated by the ACBL; and
- to conduct such other functions as necessary.

Section 1.3 Office: The registered office of the District shall be such place within the District as the Board of Directors may designate.

ARTICLE II: AMERICAN CONTRACT BRIDGE LEAGUE

The district is a nonprofit corporation registered in Wyoming that interacts with the ACBL and exists for the purposes specified in Article I of these Bylaws. In its interaction with the ACBL, the District and the ACBL members that reside in the district shall be subject to and abide by the Bylaws and regulations of the ACBL as in existence and amended from time to time by ACBL. The district shall conduct its affairs in a manner consistent with the rules, regulations, policies, procedures, and Bylaws of the ACBL. No rule, regulation or bylaw adopted by the District shall be inconsistent with or be in contravention of the rules, regulations, and Bylaws of the ACBL.

ARTICLE III: DISTRICT JURISDICTION

The jurisdictional area of the district shall consist of all the Units within District 18 as defined by the ACBL Board of Directors.

ARTICLE IV: MEMBERSHIP

Section 4.1 Member Units: All Units which are or hereafter come into being within the geographical boundaries of the district are automatically Member Units of the District so long as they remain within the District, without requirement of any petition or formal action on the part of the Unit.

Section 4.2 Members: All Members of Member Units are automatically Members of the District so long as they remain within the District and remain in good standing with the ACBL.

Section 4.3 Disciplinary Action: A Member Unit may be disciplined by the District for cause, after a hearing, in accordance with ACBL regulations. An individual member of the ACBL may be disciplined by the District for cause, after a hearing, in accordance with ACBL regulations. The District shall have appellate powers, in the event of an appeal by an individual member from disciplinary action by a Member Unit of the District, in accordance with ACBL regulations.

ARTICLE V: BOARD OF DIRECTORS

Section 5.1 Declaration: The business, affairs, and property of the District shall be conducted and controlled in all respects by the District Board of Directors, hereinafter referred to as the “Board.” The members of the Board will be referred to as “Directors” and will also act as Area Representatives for their respective state or province.

Section 5.2 Powers and Duties: The powers and duties of the Board include, but are not limited to the following:

- 5.2.1 The power to impose sanctions upon members in accordance with ACBL rules and regulations.
- 5.2.2 The power to delegate non-policy making authority to members who are not Directors.
- 5.2.3 The duty to take such other and further actions as may from time to time be necessary to further and implement the purposes and aims of the District as set forth in Article I.

Section 5.3 Appointments:

5.3.1 If the affairs of the District warrant and the income justifies it, the Board may appoint a general manager or executive secretary to conduct the business of the District. This position may carry an honorarium.

5.3.2 The Board may appoint other non-voting positions, as necessary, to conduct the business of the District. These positions may carry an honorarium. These positions can include Grand National Tournament Coordinator, Tournament Coordinator, Charity Chair, North American Pairs Coordinator, Education Liaison, Webmaster, and STaC Coordinator, among others.

5.3.3 The Board must appoint a Disciplinary Chair, an Appellate Chairman, and a Recorder from among the Directors.

Section 5.4 Directors’ Fiduciary Duties and Standards of Conduct: Each Director is subject to a duty of loyalty to the corporation and a duty of care in the performance of his duties as a Director.

Section 5.5 Number: The Board of Directors shall consist of six (6) members, one for each of the following areas: Wyoming, Alberta, Saskatchewan (including Northern Manitoba), Utah, Montana, and Idaho. All Directors must be in good standing of the ACBL and members of a Member Unit.

Section 5.6 Terms of Directors: Directors shall serve three-year terms, starting on January 1 of the calendar year in which they are elected. There is no limit on the number of terms a Director can serve. One third of the Directors will be up for election each year in accordance with the following formula:

- 5.6.1 In year one, Montana and Saskatchewan/Northern Manitoba will each seat one member.
- 5.6.2 In year two, Wyoming and Idaho will each seat one member.
- 5.6.3 In year three, Alberta and Utah will each seat one member.

5.7 Election Officer: The Board shall appoint an Election Officer whose duties shall be:

- 5.7.1 To advise each Member Unit within a state or province electing a Director at such election, by September 15th of each year.
- 5.7.2 Prepare a notice of Call for Nominations to run in the state or province for the period of October 1st to November 1st.
- 5.7.3 Provide Member Units with copies of this Call for Nominations to distribute throughout their unit. Nominees must reside within the area to be represented.
- 5.7.4 Upon receipt of notices of nomination, and with the approval of the Board, prepare and submit a ballot and other material for conducting an election, by November 10th, to each Member Unit, listing the nominees for election from its area. Ballots are to be returned by December 1st. In the case of ties, runoff elections are to be held before January 1st.
- 5.7.5 Upon receipt of ballots, determine which nominee received the greatest number of votes and request the Board to certify the result.
- 5.7.6 Notify all candidates and Member Units of the results of the election. Prepare a report on the election to be published in the District newsletter.
- 5.7.7 Because of the unique nature of the Treasurer's role, overlap between an outgoing and incoming Treasurer is important. To facilitate overlap, the outgoing Treasurer may attend the Board Meeting where the new Treasurer is seated.

Section 5.8 Election of Directors: In the election of members of the Board, each Member Unit with Members located in the area whose director is being elected will be allocated one vote per Member. It is up to each Member Unit's Board to decide how to determine how its votes will be cast. In the event of a Board Member position becoming vacant mid-term, the Board, by majority vote, may appoint another ACBL member from the same area or call an election to complete the unexpired term. Such appointed member shall have the same Board rights and privileges as if elected.

5.9 Chairman: The Board may elect a Chairman of the Board, whose duties are to conduct Board meetings in the absence of the President. This position is normally reserved for the immediate past President who may still be a Director.

5.10 Resignation: Any Director may resign at any time by delivering written notice to the President or by giving written notice at any meeting of the Board of Directors. A Director's resignation will take effect upon delivery of notice unless the notice of resignation specifies a later effective date. Acceptance of a Director's resignation will not be necessary to make it effective.

5.11 Removal: If a Director misses two consecutive meetings without having what the Board considers good and sufficient reason, the Board, by majority vote, may declare his position vacated and appoint another ACBL member from the same area to complete the unexpired term.

5.12 Compensation: No salaries shall be permitted Director. However, the Board may establish reimbursement of expense policies.

ARTICLE VI: OFFICERS

Section 6.1 Officers: The officers of the District will be the President, Secretary, and two Treasurers – one for each of Canada and the US.

Section 6.2 President's Duties: The duties of the President include, but are not limited to, the following:

- 6.2.1 Attend and conduct Board meetings as a voting member.
- 6.2.2 Comply with the District Bylaws and ACBL regulations.
- 6.2.3 Chair meetings of the District Board, including preparation of agendas.
- 6.2.4 Provide leadership and support to the Directors.
- 6.2.5 Lead the development and review of a strategic plan.
- 6.2.6 Respond to concerns brought to the attention of the Board.
- 6.2.7 Represent the District and collaborate with Member Units and ACBL leaders.
- 6.2.8 Assign tasks and responsibilities to Directors and volunteers to ensure smooth operations.

Section 6.3 Secretary's Duties: The duties of the Secretary include, but are not limited to, the following:

- 6.3.1 Attend Board meetings as a voting member.
- 6.3.2 Act as the ACBL Electronic Contact.
- 6.3.3 Record minutes of Board meetings and distribute them to the Board within 14 days.
- 6.3.4 Maintain and make available to Member Units all past meeting minutes, as well as other pertinent documents.

Section 6.4 Treasurer's Duties: The duties of the Treasurer include, but are not limited to, the following:

- 6.4.1 Attend Board meetings as a voting member.
- 6.4.2 Manage District finances, ensuring appropriate financial practices are followed.
- 6.4.3 Maintain proper financial records.
 - o Deposit monies regularly
 - o Ensure proper payments of expenses
 - o Record receipts and disbursements.
- 6.4.4 Prepare quarterly financial statements of revenues and expenses for distribution to Directors.
- 6.4.5 Reconcile the bank account monthly.
- 6.4.6 Prepare an annual financial statement for distribution to Member Units.
- 6.4.7 In the US, assure applicable taxes are paid and required filings, such as with the Wyoming Secretary of State, are made.

ARTICLE VII: MEETINGS

Section 7.1 Regular and Special Meetings: An official meeting of the District Board of Directors must be held, with sufficient notice, at least two (2) times per year. Special meetings of the Board may be called at any time by the District President or two Directors.

Section 7.2 Notice: Notice of any regular or special meeting stating the place, day and hour of the meeting shall be e-mailed no fewer than fifteen (15) days prior to the date of the meeting.

Section 7.3: Quorum: A majority of the Board of Directors, representing at least four (4) members, shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. A majority vote of those members present shall be necessary to enact a resolution.

Section 7.4 Location: The location of a meeting shall be in-person or virtual. A virtual meeting shall use safe and secure technology that protects the integrity of the meeting.

ARTICLE VIII: COMMITTEES

Section 8.1 Establishment: The Board may appoint committees and delegate to them assignments, projects, fact finding, or planning studies. The establishment of policy shall remain with the Board. Members of such committees must be members of the ACBL and members of District 18.

Section 8.2 Judiciary Committee: A District Judiciary Committee shall be established to function in all disciplinary matters in accordance with ACBL regulations.

Section 8.3 Other Committees: Other committees shall be established at the discretion of the Board.

Section 8.4 Powers of Committees: Each committee shall have only those powers and authorities vested in it by the Board of Directors. An affirmative majority vote is required for any delegation of authority from the Board of Directors to a committee.

ARTICLE IX: AMENDMENTS AND GENERAL MATTERS

Section 9.1 Amendments: These Bylaws may be amended by an affirmative vote of at least two thirds of the Directors.

Section 9.2 Publication: The official publication of the District shall be determined by the Board of Directors and shall be published by the District or District appointee.

Section 9.3 Inoperative Portion: If any portion of these Bylaws shall be invalid or inoperative, then, to the extent reasonable and possible, the remainder shall be valid and operative, and effect shall be given to the intent that the portion held invalid or inoperative manifests.

Section 9.4 Interpretation: Whenever the context indicates, the masculine gender shall encompass the feminine and neuter, and the singular shall encompass the plural, or vice versa. The headings are solely for organization, convenience, and clarity. They do not define, limit, or describe the scope of these Bylaws or the intent in any of the provisions.

Section 9.5 Books and Records: The District shall keep correct and complete books and records of accounts and shall keep minutes of all proceedings of its Board of Directors, committees, and its members.

Section 9.6 Fiscal Year: The fiscal year for the District shall run from April 1 to March 31.

ARTICLE X: INDEMNITY

Section 10.1: To the fullest extent permitted by law, the District shall indemnify its Directors, officers, and employees, including persons formerly occupying any such positions as authorized.

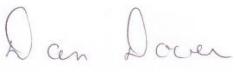
Section 10.2: On written request to the Board of Directors by any person seeking indemnification, the Board of Directors shall promptly determine whether the indemnification is authorized and, if so, the Board shall authorize indemnification.

Section 10.3: A person may seek advance indemnification so long as he certifies that such advance shall be repaid if it is ultimately determined that the person is not entitled to be indemnified by the District for these expenses.

CERTIFICATION OF THE BOARD OF DIRECTORS

The undersigned hereby certifies (i) I am the President of the District, a nonprofit corporation, (ii) the above Bylaws are a true, correct and complete copy of bylaws adopted at a duly held meeting of the Board of Directors on the 27th day of January, 2026, and (iii) the Resolutions are in full force and effect on the Effective Date of **January 27th, 2026**, and have not been amended on or subsequent to the Effective Date.

IN WITNESS WHEREOF, I have hereunto executed this Certificate in my official capacity on the 27th day of January, 2026.

By: 

Print Name and Title: Dan Dover, District 18 President