

MINUTES OF ANNUAL GENERAL MEETING

ACBL UNIT 430 – GREATER VANCOUVER

Monday, May 22, 2023 at the Spring Sectional

Queensborough Community Centre

1. The meeting was called to order at 1:05 and Nick Stock presided. There were sufficient players to constitute a quorum.
2. Approval of the AGM minutes of May 23, 2022. The May 23, 2022 minutes of the AGM were approved. (Tom, Gray)
3. Financial Report: Stuart gave a brief summary of the financial situation. The numbers at the tournaments are up slightly, but the only way to improve the financial picture is to increase the number of tables at all our tournaments. The financial situation is stable now.
4. President's Report: Since Larry left, Nick has been acting President.
5. Special Resolution to Amend the Bylaws:

The following Special Resolution to amend the Bylaws of Unit 430 was moved by Tom Anderson, seconded by Stuart Car, and approved by a 2/3 majority:

Whereas

1. The Unit Board welcomes more volunteers to participate, but it has proven difficult to keep the specified amount of 12 Directors of the board, and to meet the current requirement of 8 directors to form a quorum. The revised Bylaws provide for a minimum of 8 directors up to a maximum of 12 and reduce a quorum for conducting business (and for other specified matters) from 7 to 5.
2. The current Bylaws require procedures for electing Directors (a formal nominating committee, advance publication of proposed directors and voting by secret ballot, with formal procedures for supervising the secret ballot) that have not been followed for many years. The revised Bylaws

remove this formal process for nominating directors, and provide for voting by a show of hands, the practice followed for at least the past 10 years. The obsolete requirements are now alternate election procedures that may be revived by the Unit Board by 2/3 majority vote.

3. Providing Directors with honoraria in the form of specified numbers of free plays is now expressly subject to being reduced or suspended by 2/3 majority vote of the Unit Board of Directors. (Such honoraria have been currently suspended by the Board for a number of years, until the financial situation improves, which is entirely dependent on increased support of the tournaments being held by Unit 430.)

4. The revised Bylaws permit the Unit President to serve for a longer period than 2 consecutive years if permitted by a 2/3 majority vote of the Board.

Special Resolution:

Therefore, be it resolved by the concurrence of two-thirds of all members present and voting that the

ACBL Unit 430 Bylaws be revised by repealing the current Bylaws and replacing them with the following:

Article I - Unit Jurisdiction

The geographical area within which this Unit shall have jurisdiction shall be such area as is presently or may be in the future assigned to it by the Board of Directors of the ACBL.

Article II - Membership

A. Any person of good moral character and residing within the jurisdiction of the Unit, subject to District regulations, is eligible for membership, and no person shall be denied membership because of race, creed or colour.

B. Such person, upon favourable action, shall become and remain a member unless:

1. He changes his residence to a place outside the jurisdiction of the unit, in which case he shall become a member of the new Unit immediately on processing by the League of his change of address.

2. He has failed to pay his dues in accordance with regulations of the American Contract Bridge League.
 3. He has been suspended or expelled from membership in accordance with regulations established by the ACBL and the Board of Directors of the Unit, provided, however, that such regulations as are established by the Board of Directors of the Unit shall not be in conflict with the regulations of the ACBL.
- C. Membership in the Unit carries with it membership in the ACBL.

Article III - Dues

Annual Dues shall be in the amount fixed by the ACBL.

Article IV - Membership Meetings

- A. There shall be an annual meeting of the members, which may be held in connection with a tournament or special event which Unit members attend.
- B. The Unit Board of Directors shall fix the time and place of the annual meeting. Form of the notice of meeting shall be at the discretion of the Board of Directors of Unit 430 in accordance with the regulations of the ACBL.
- C. Special meetings of the members may be called at any time to consider specific subject matters by the Unit Board of Directors or by the President or by a petition signed by fifty (50) of the members and submitted to the Unit President or Secretary. Notice of the time and place of any special meeting shall be given by e-mail at least ten (10) days before such meeting. The notice of any special meeting shall contain an Agenda of the matters to be taken up at such meeting. No other business shall be acted upon at such special meeting.
- D. A quorum for the transaction of business at any annual meeting shall consist of ten members (10) members.

Article V - Unit Board of Directors.

A. Number of Directors: The affairs of the Unit shall be managed and conducted by the Unit Board of Directors which shall consist of a minimum of 8, and a maximum of twelve, elected persons and, on occasion (as per section B below) the President from the previous term. All Directors must be members of the Unit. The Unit Board of Directors may include a maximum of three club owners and/or employees.

B. Term Of Office: Each year six Directors shall be elected for a two-year term beginning July 1st. The Director who served as President just prior to the expiry of his term of office shall, without election, serve the following year as past-President unless he/she chooses to run for a new two-year term on the Unit Board. All elected Directors shall hold office until their successors have been duly elected.

C. Election of Directors: To qualify as a voting member at the annual election, members must be included in the league's April computer listing of Vancouver Unit members. Every qualified member shall be entitled to one vote for each director to be elected. Subject to section D.1, the election shall take place at the Annual Membership Meeting and voting will be by a show of hands.

D. Alternate Election Procedures: The Unit Board may, by two-thirds majority vote of those present, decide to adopt one of the following alternate election procedures to allow the Unit's membership greater access to, and participation in, the election of the Unit Board of Directors:

1. Mail-in ballots.
2. Election at clubs.
3. Secret Ballot at the Annual Membership Meeting, or at such other meeting convened for the Election of Directors.

Any alternate election method chosen by the Unit Board, and the procedure devised by the Unit Board for the distribution, collection, and counting of ballots, shall be announced in the Matchpointer or by e-mail at least sixty days prior to the election. Where voting is by ballot, the procedures devised by the Unit Board must ensure that only eligible voters

are given ballots, and shall provide for nominations from the floor at the time of the election, or for write-in votes in the case of mail-in ballots.

E. Vacancies: Any vacancy on the Unit Board of Directors shall be filled by the Unit Board of Directors and any person so appointed shall hold office for the balance of the vacancy's two-year term.

F. Meetings: The Unit Board of Directors shall hold a minimum of seven (7) meetings a year.

G. Quorum: Five directors shall constitute a quorum at Unit Board meetings.

H. Powers and Duties: In addition to such powers and duties as specified under these By-laws and by the laws of the Province of British Columbia, the Unit Board of Directors shall have powers and duties including but not limited to:

1. The conduct, management, supervision and control of the business and assets of the Unit.
2. Conduct of Unit tournaments.
3. The employment and discharging of employees, and the supervision of their conduct and fixing of their compensation.

I. Board Membership: The Unit Board of Directors shall be the sole judge of its membership.

J. Honoraria: unless the Unit Board of Directors decides by a two-thirds majority vote of those present to reduce or suspend entitlement to honoraria for a specific or indefinite period, each director shall be entitled to six free plays at any unit sectionals upon the completion of each year of service on the Unit Board. Free plays are non-transferable and must be used within one year of the date of issue. A director shall be entitled to miss one unit board meeting per year, but will be deducted one free play for each additional meeting missed during the year. A director who resigns or is impeached shall receive no free plays for the year of resignation or impeachment. Any director who has served more than two years on the Unit Board shall be entitled to one additional free play for each additional

complete year of past Board service in excess of two years, to a maximum of ten total free plays.

Article VI - Unit Officers

A. Number: The officers of the Unit shall consist of a President (whose term of office shall not exceed two consecutive years unless the Unit Board decides by a two-thirds majority vote of those present to permit a longer term of office), a Vice-President, a Secretary, and a Treasurer.

B. Election of Unit Officers: The Unit Board of Directors shall elect all officers at its first meeting following the annual membership meeting, and the persons elected shall hold office for one year or until their successors have been duly elected.

C. Vacancies: Vacancies due to death, resignation or other cause shall be filled by the Unit Board of Directors.

D. Duties: The duties of the officers shall be those that normally pertain to their respective offices and such others as may be arranged by the Unit Board of Directors.

Article VII - Impeachment

Any director may be removed for cause from any meeting of the Unit Board of Directors provided two-thirds of those present (and consisting of at least five (5) members) shall so vote. Any directors against whom impeachment charges shall be brought shall be notified in writing, by registered mail, of charges against him, at least ten (10) days prior to the meeting and shall be given the opportunity to be heard before the Unit Board of Directors and to be represented by counsel of his own choosing. Absence from three consecutive meetings may be cause for removal of a director.

Article VIII - Committees

The President shall appoint such committees as may be necessary to perform the functions of the organization. Standing committees shall be appointed with the approval of the Unit Board of Directors.

Article IX - Disciplinary Actions

A unanimous vote of the Directors present is required for expulsion of a member and a two-thirds majority of the Directors present for any other disciplinary action.

Article X - Unit Regulations

The Unit Board shall establish regulations for the proper management of Unit affairs. These regulations will be in accordance with the Bylaws of the ACBL and of this Unit. They will be made known to the membership. Regulations may be altered from time to time by the Unit Board by a vote of seven or more of the directors.

Article XI - Amendment to the Bylaws

Amendments to the Bylaws may be made by the members of the Unit upon petition signed by at least fifty (50) members and submitted to the Secretary at least sixty days in advance of the annual meeting or any special meeting called for the purpose or upon petition signed by at least five (5) members of the Unit Board of Directors. It shall be the duty of the Secretary to incorporate the text of the proposed amendment in the notice of the meeting. The concurrence of two-thirds of all members present and voting shall be required to pass any amendment.

6. Election of Unit Board Members: Julie Smith was nominated to the Board. (Rhoda, Kathy Bye) It was approved by the players.
7. New Business: Before the pandemic directors were given a certain number of free plays each year that they served. However, that was suspended for that last two years. It was decided to go back to offering free plays, according to the bylaws, to Board members.
8. Adjournment: The meeting adjourned at 3:30.

Respectfully submitted,

Rhoda Tafler