

STANDARD BYLAWS

CHAPTER I NAME, DEFINITION AND PURPOSE

Section 1.01 NAME

The name of this club shall be Texas Bid Whist Alliance.

Section 1.02 DEFINITION AND PURPOSE

The Texas Bid Whist Alliance, a non-profit organization is committed to playing bid whist in a casual atmosphere of mutual respect, fair play, and friendly competition. The mission is to engage in friendly competition within the state of Texas and develop a consistent style of playing tournament bid throughout the state.

CHAPTER II ORGANIZATION PROCEDURE

Section 2.01 AMENDMENTS TO BYLAWS

(a) Amendments to the bylaws may be adopted by affirmative vote of a majority of Executive Board of Directors present at any duly held meeting, if the directors have been given prior notice of said meeting and the notice has contained a complete copy of proposed amendment(s).

(b) Any amendment to bylaws adopted by the Executive Board of Directors shall be reported to the membership of the club, no later than the next succeeding membership meeting.

Section 2.02 MEETING PLACE

The principal place of meeting of this club shall be at various locations across the state of Texas.

Additional service or club facilities may be established by board action, if they are deemed reasonably necessary to furnish services to members.

CHAPTER III MEMBERSHIP, MEETINGS

Section 3.01 MEMBERSHIP

(a) Each application for membership must be made in writing, with all applications becoming part of permanent records of the club.

(b) An applicant must be at least eighteen (18) years old to become a member and is entitled to the rights and privileges upon paying the fee set by the Executive Board of Directors.

(c) The membership shall be the definable community of interest set forth in the bylaws.

(d) In order to be listed as a Club affiliate of the Texas Bid Whist Alliance, each club is required to have at least 8 active individuals who have contributed the respective membership dues to the Alliance.

(e) The following 9 clubs will be Grand fathered into the Alliance as Chartered Clubs and is not required to have a specific number of paying members into the alliance.

Alamo 7 No (San Antonio)	Big "D" Bidders (Dallas)	H-Towns Elite (Houston)
Austin BWC (Austin)	Black Diamonds (Houston)	Trump Tight (Houston)
Bayou City Bidders (Houston)	Deadly Trumps (Houston)	Raven's Club (Houston)

Section 3.02 EXPULSIONS AND FORFEITURE OF MEMBERSHIP

(a) Based upon a finding of good cause, the Executive Board of Directors may vote to expel a member of the club. Good cause shall include, but not be limited to:

(1) Members whose behavior or misconduct threaten the moral, ethical, or legal position of the club or its members.

(2) Physical abuse or assault, harassment or multiple instances of verbal abuse of an officer, director, or another member of the club.

(3) Neglect or refusal to comply with provisions, rules, or bylaws of club.

(4) Habitual neglect to honor obligations.

(5) No weapons, drugs or drug paraphernalia will be allowed at any club meeting or function.

(b) An expelled member shall remain liable for any sums owed the club. Dues or fees collected in advance are non refundable.

(c) Reinstatement of membership may only be by majority vote of the Executive Board of Directors.

Section 3.03 MEETINGS OF MEMBERS

(a) A majority of the members shall constitute a quorum, and if no quorum is present at a meeting, an adjournment may be taken, and members present at any such adjourned meeting shall constitute a quorum regardless of number present.

(b) A decision made by a majority vote of the members (delegates) present at any duly held meeting at which a quorum is present is an act of the membership.

Section 3.04 ELECTIONS

(a) The Executive Board of Directors shall prescribe election rules, including the procedure to be followed in the event of a tie vote, as part of their written board policy.

(b) The tenure of the officers of the Executive Board and Executive Committee shall be two years. Therefore election of officers shall be held biennially.

CHAPTER IV POWERS OF CLUB

Section 4.01 GENERAL POWERS

(a) The directors, officers and committee members of this club shall hold in strict confidence all transactions of this club with its members, and all information concerning their personal affairs, except to the extent deemed necessary by the board of directors in accordance with written policy and subject to these bylaws.

(b) All books of accounts and other records shall be available, at all times, to the directors. Upon board approval, committee members may have access to certain club information and records that are germane to their particular area of service, according to written policy established by the Executive Board. Bylaws of this club shall be made available for inspection by any member. The board of directors will establish written policy regarding member's access to bylaws, rules, guidelines, board policies and copies thereof.

(c) Copies of the bylaws and any amendments shall be preserved in a place of safekeeping. The minutes of club meetings, Executive Board of Directors and committees shall be signed by their respective chairmen or presiding officers and by the persons who serve as secretaries of such meetings.

Section 4.02 EVIDENCE OF TRANSACTIONS

Money paid in or out of deposits, fees, or fines shall be evidenced as prescribed by the Executive Board of Directors, provided that:

- (a) Such evidence identifies the person withdrawing or authorizing withdrawals.
- (b) The amount and nature of each transaction
- (c) The club shall provide quarterly written notice to members of the status and balance of all accounts.
- (d) No part of income shall be used or distributed to any member or affiliate of the club for the benefit of private or individual use. Monies shall be used for purposes intended for the operation of the club. The club shall use its funds only to accomplish the objectives & purposes specified in these Bylaws.

Section 4.03 EXPENSES, FEES AND PENALTIES

(a) Expenses require club members to pay \$12.00 annually effective from January to December.

(b) Registration Fees for Tournaments:

Member Registration \$25.00 per member

Non-Member Registration \$35.00 per person

Early Registration

Late Registration –Paid at the Door – (Cash Only)

(c) If a check is accepted for membership dues the member issuing the check will be charged the amount designated by the depository for insufficient funds, fees and the initial amount associated with the check.

(d) Tournament Pay Out to prize money will be 70% of the standard membership registration fee participation until further notice. Breakdown is 50%-30%-20% for 1st-2nd-3rd, and \$50.00 for 4th.

CHAPTER V DIRECTION OF AFFAIRS

Section 5.01 EXECUTIVE BOARD

The Executive Board shall consist of six (6) members who shall be members/delegates of this club. No reduction or increase in the number of directors may be made unless corresponding vacancies exist as a result of deaths, resignations, or other actions provided by these bylaws.

Section 5.02 MEETINGS

(a) Regular meetings of the Executive Board shall be held at least bi-monthly. The chairman, or in his absence the vice-chairman may call a special meeting of the Executive Board at any time, and shall do so upon written request of any three (3) directors.

(b) For the purpose of determining a quorum and for all voting purposes, all directors shall be considered present and acting (including telephone conference), except where a person participates for the express purpose of objecting to transaction of any business on the ground that the meeting is not lawfully convened.

Section 5.03 QUORUMS

A majority of the number of directors shall constitute a quorum for the transaction of business at any meeting, however fewer than a quorum may adjourn from time to time until a quorum is in attendance.

Section 5.04 REMOVAL OF DIRECTORS

(a) Any director who fails to attend three (3) consecutive regular board meetings without due cause is automatically removed from office.

(b) Any director may be removed from office for good cause by a majority vote of the Executive Board of directors at a regular meeting or a special meeting of the Executive Board called expressly for such purpose. Good cause for removal shall be failure to perform duties becoming a director such as:

- (1) Physical abuse or assault, harassment or multiple instances of verbal abuse of a member, officer or director of the club.
- (2) Misapplication of club funds.
- (3) Breach of fiduciary duty.
- (4) Neglect or refusal to comply with these bylaws.
- (5) Failure to perform the duties of a director. Prior to removal, the director must be afforded an opportunity to be heard.

Section 5.05 DUTIES AND POWERS OF DIRECTORS

The Executive Board of Directors has authority and responsibility for the general direction and control of business affairs, funds and records of the club and is responsible for its safety and soundness. Directors are to represent, and act in the best interest of the membership. They must act in good faith and exercise diligence in performing their duties, as they are in positions of accountability and trust.

Board functions are to give direction, determine objectives; establish policies; approve goals; coordinate committees; approve plans and manage growth of the club. Directors must ensure that legal and financial responsibilities are fulfilled.

Specific Duties:

1. Establish policies and approve them for all club activities.
2. Ensure sound financial conditions are maintained and the club's assets are protected against unauthorized or illegal acts. Provide internal control procedures and approve financial transactions.
3. Approve club budget.
4. Designate a depository or depositories for club funds.
5. Adopt an operating budget forecast which may be amended by the board from time to time.
6. Set policy for audit procedures.
7. The board may delegate performance of duties to club officers or committees, however such duties must be recorded in the minutes of the board and include:
 - The person or persons authorized to exercise delegated powers.
 - Appropriate guidelines and limitations for the exercise of such delegated powers.
8. Attend board meetings; exercise independent judgment and report to members at club meetings.

Section 5.06 ELECTIONS AND APPOINTMENT OF BOARD DIRECTORS

The Executive Board shall elect from their own number a Chairman, Vice-Chairman, Secretary, Recording Secretary, Treasurer and Sergeant-at-arms/Parliamentarian.

Section 5.07 DUTIES OF DIRECTORS

(a) **Chairman** of the board shall preside at meetings of the members and board of directors, and shall perform such other duties as pertain to this office.

- (b) **Vice-Chairman** shall perform duties of the president of the board in the event of absence or disability of that officer.
- (c) **Secretary** shall prepare and maintain full and correct records of all meetings of the members and of the board of directors.
- (d) **Recording Secretary** shall maintain financial records, membership records, prepare expenditure statements and other such duties as directed by board.
- (e) **Treasurer** shall receive and verify all monies to be deposited by club.
- (g) **Sergeant-At-Arms/Parliamentarian** ensures all activities of club are conducted in an orderly manner and shall ensure that all business of club is conducted in accordance with bylaws and regulations of club.

CHAPTER VI EXECUTIVE COMMITTEE

The Executive Committee shall consist of two delegates (representatives) from each member club of the Alliance. These shall be elected by the membership to exercise such authority as may be specifically delegated by the Executive Board. **The Office of Treasurer shall be filled by the Treasurer of the Executive Board. The Office of Secretary shall be filled by the Secretary of the Executive Board.** The Executive Committee shall report to the Executive Board activities taken between meetings of the Executive Board, and a written report of such activities shall be placed in the minutes of the Executive Board of Directors.

- (a) **President** – The duties of the President are to preside over general meetings, appoint special committees, and in the absence of the Sergeant-At-Arms, shall perform those duties.
- (b) **Vice President** – The duties of the Vice President are to preside over meetings in the absence of the president, maintain the hosting schedule, and ensure that the facility is ready to play.
- (c) **Secretary** – The duties of the Secretary are to keep and distribute meeting minutes, maintain roster of members, send meeting notices and keep attendance records.
- (d) **Sergeant-At-Arms** – The duties of the Sergeant-At-Arms are to maintain order in meetings and games, informing members/teams who are late, and enforcing rules for play if a member/team is late.

CHAPTER VII CAPITAL ACCOUNTS

Section 7.01 CAPITAL

The capital of this club shall consist of the following:

- (a) All deposit accounts which shall be operated in accordance with policies prescribed by the
- (b) Executive Board of Directors in written policy, and in conformity with the rules of the club.
- (c) Dues, and other credits accrued by the members of the club.

Section 7.02 WITHDRAWALS AND TRANSFER OF FUNDS

Four (4) signatures of the Executive Board of Directors shall be required on the signature card, with two (2) signatures required on all checks, and one of those must always be either the **Chairman** or **Treasurer**.

The four (4) signatures on the signature card shall be:

President

Vice President

Treasurer

Sergeant-At-Arms