SOUTHERN CALIFORNIA CHESS FEDERATION BYLAWS

ARTICLE I: NAME

The name of this corporation is Southern California Chess Federation ("Corporation" or "SCCF") a nonprofit public benefit corporation.

ARTICLE II: PURPOSE

Section 1. This Corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes. The specific purpose of this corporation is to promote the benefits of the game of chess.

Section 2. This Corporation is organized and operated exclusively to empower people, enrich lives and enhance communities through chess. Furthermore, to develop chess as an essential tool that is inclusive and benefits individual growth, advances recreation and friendly competition, and to promote chess as a significant cultural and educational element throughout Southern California within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Section 3. The SCCF is empowered to do business as deemed necessary to support the purpose of the organization, except it will take no action contrary to all legal regulations applying to incorporated, nonprofit organizations in the State of California.

Section 4. In keeping with this purpose, the SCCF will also serve as the Southern California state chapter of the United States Chess Federation (USCF). The jurisdiction of the SCCF, as recognized by the United States Chess Federation (USCF), is defined by postal zip codes 90000 through 93199 and 93300 through 93599.

ARTICLE III: MEMBERSHIP

Section 1. Membership is open to any individual meeting the following conditions:

a. They must reside in the Southern California area as defined in ARTICLE II Section 4.
b. They must have paid required dues.

Section 2. Privileges and Benefits of Membership

a. They are able to attend all regular activities and meetings of the organization.
b. They may participate in organizing and conducting SCCF activities, subject to the approval of the Executive Board.
c. They have the right to vote in all SCCF elections and referendums.
d. They shall receive the official publication of the SCCF.
e. No member is considered an agent or representative of the SCCF for any reason unless such authority is granted by the Executive Board.

ARTICLE IV: EXECUTIVE BOARD

Section 1. The SCCF shall be governed by an Executive Board herein referred to as the Board. This Board shall be elected by the members.

Section 2. Composition: The Board shall consist of twelve (12) elected members, five (5) of whom shall subsequently be selected as Officers.

Section 3. Eligibility:

a. All Board Members must be at least sixteen (16) years of age and, for the duration of their term, maintain current membership in SCCF and the appropriate current USCF membership type.
b. Current Board Members who do not meet the age requirement in section 3a, above, may continue to serve their term.

Section 4. Responsibilities and Privileges:

a. All affairs or business of the SCCF will be conducted by the Board.
b. The Board has the authority to establish membership types and dues.
c. The Board has the power and authority to suspend and/or revoke, for just cause and with due process, any membership with no refund in dues, as prescribed in these Bylaws.

d. The Board has the authority to amend these Bylaws.
e. The Board has the authority to conduct elections and referendums.
f. The Board has the authority to select delegates, voting members, and alternate voting members to the U.S. Chess Federation as prescribed by the USCF.
g. The Board has the authority to select the time and place for state title championships and to nominate state representatives to national tournaments of state champions
h. The Board has the authority to select the time and place for the annual membership meeting.
i. The Board has the authority to set the date, time and location of the regular Board meetings.
j. All powers not specifically delegated or limited elsewhere reside in the Board.

Section 5. Term of the Board: Board Members shall begin their term of service upon election and serve a term of two (2) years or until their successors are elected. Six (6) Board Members' terms shall expire in even years and six (6) Board Members' terms shall expire in odd years.

Section 6. Vacancies on the Board

a. Vacant seats on the Board shall be filled by nominations from the Board Members. A secret ballot election by the Board to fill a vacant seat shall be conducted.
b. Vacant seats shall be filled before filling vacant offices of the Board.
c. A member elected to fill a Board vacancy shall hold office only during the balance of the term of office for the Board Member they are replacing.

ARTICLE V: OFFICERS, DUTIES, AND TERMS

Section 1. Officer Positions: The Officers of the SCCF shall be President, Vice-President, Secretary, Treasurer and Membership Secretary.

Section 2. Election and Term of Office: The Board shall nominate and elect from its body the Officers, who shall serve at the pleasure of the Board, as specified in these Bylaws.

Section 3. Limitations on Office

a. No Officer shall hold more than one office at the same time.
b. All Officers must be at least eighteen (18) years of age.

Section 4. President Vacancy: In the event the office becomes vacant for any reason, the Vice-President shall become the new President.

Section 5. President: Responsibilities and Privileges

a. To preside at all Board meetings.
b. To preside at the Annual membership meeting.
c. To conduct the affairs of the SCCF between meetings of the Board when necessary. Any action taken by the President shall require the later approval by the Board, as soon as it is practical.
d. To prepare or approve the agenda prior to Board meetings.
e. To call or convene unscheduled meetings of the Board as prescribed in the Bylaws.
f. To be the liaison between the SCCF and the U.S. Chess Federation.
g. To form committees subject to Board approval. Committee Chairs shall be appointed by the President subject to ratification by the Board. The President shall nominate a chair for all committees.
h. To be, ex-officio, a member of all committees.
i. Between meetings, changes to committee programs must be approved by the President and Committee Chair, to be ratified by the Board at the next meeting.
j. The previous President will preside over the election of a new President at the first meeting after a general election.

Section 6. Vice-President: Responsibilities and Privileges

a. To assume all duties of the President when the President is unable to perform the duties of the office of President or when the office becomes vacant.
b. To carry out the duties delegated to him by the President of the Board.

Section 7. Secretary: Responsibilities and Privileges

a. To keep the minutes of all meetings.
b. To email to all Board Members a copy of the last minutes of the previous meeting at least ten (10) days before any scheduled meeting.
c. To submit for approval the minutes of the previous meetings. To handle all correspondence except as otherwise delegated by the President or Board.
d. To maintain all records of the SCCF.
e. To maintain and provide current copies of these Bylaws to the Webmaster for posting on the official website.
f. To provide approved Board Meeting Minutes to the Webmaster for posting on the official website.
g. To receive the report of the Election Board.

h. To send notifications of pending membership suspension or revocation and to receive written responses from the member in question.

Section 8. Treasurer: Responsibilities and Privileges

a. To maintain all financial records and accounts.
b. To prepare annual and interim statements of accounts in formats approved by the Board.
c. To receive funds collected for membership fees and any debts that are due.
d. To pay all encumbrances approved for payment by the Board.
e. To oversee any other savings or accounts authorized by the Board.
f. To prepare a budget for the new calendar year by December of the previous calendar year.

Section 9. Membership Secretary: Responsibilities and Privileges

a. To maintain complete and accurate membership records for SCCF. These records shall include, but not limited to: the name, address with ZIP code, type of SCCF membership, SCCF membership expiration date, SCCF ID number, USCF ID number, birthdate, email address, phone number, and e-Voting PIN code.
b. To provide a membership report at regular Board meetings.
c. To serve as an ex-officio member of the Finance and Planning Committee and the Publications Committee.

ARTICLE VI: MEETINGS

Section 1. Schedule of Board Meetings

a. Regular meetings of the Board shall be conducted a minimum of six (6) times per year.
    i. The Board shall have the power to set the date, time and location of the regular Board meetings. A twenty (20) day notice shall be required for regular meetings.
    ii. Board meetings may be in person or online via e.g. Zoom video conferencing.
    iii. The time and place of the Board meetings shall be posted on the official website.

iv. Minutes of the meeting shall be kept by the Secretary and, once approved at the next Board meeting, shall be posted on the official website.
v. The text of Motions, who moved, who seconded, the votes for and against, and the result shall be documented in the meeting minutes.

b. Special meetings of the Board may be called by the President or by a minimum of five (5) members of the Board.
    i. A written notice including time, place, and reason for the Special meeting must be communicated to all Board Members at least ten (10) days in advance.
    ii. Special meetings must be for a specific purpose.
    iii. Business conducted at a Special meeting must be strictly limited to the announced specific purpose.

Section 2. Conduct of Board Meetings

a. The quorum for Board meetings shall consist of a majority of the full Board, i.e. seven (7) Board Members.
b. The agenda shall be prepared or approved by the President prior to the meeting.
c. The agenda for regular Board meetings shall include the following:
    i. Call to order and President's remarks
    ii. Approval of the agenda
    iii. Approval of the minutes of the previous meeting
    iv. Treasurer's report
    v. Membership report
    vi. Committee reports
    vii. Old business
    viii. New business
    ix. Set time and place for next meeting
    x. Adjournment
d. Topics of new business may be presented to the Secretary or the President prior to the meeting. They shall be added to the agenda before the agenda is approved. Additional topics during the meeting require approval of an amendment to the agenda by the Board, before the matter can be taken up.
e. All regular meetings of the Board may be recorded using available technologies e.g. Zoom capabilities.
f. The acceptance of Committee reports shall not be construed as authorizing action items. Committees shall present separate motions for action items.

Section 3. General Membership Meetings

a. At least one membership meeting shall be held annually
b. Any membership meeting shall require:
    i. forty-five (45) days prior notice.
    ii. The call for the meeting (which could be online) including the time, date, place, and agenda of the meeting as determined by the Board shall be published on the official SCCF website.

ARTICLE VII: COMMITTEES

Section 1. The committees of the SCCF, and their respective functions, may include but are not limited to the following examples. These committees may be activated or deactivated at the discretion of the Board based on the needs of the SCCF.

a. **Clubs and Leagues Committee**. The committee reports on activities of chess clubs, and leagues in Southern California and is responsible for programs to promote, develop and support these activities.
b. **Bylaws Committee**. The committee shall review and prepare proposals to amend the SCCF Bylaws.
c. **Finance Committee**. The committee shall advise on budgets, financials and accounting statements.
d. **National Events Committee**. The committee shall recommend and prepare the SCCF bids for National Events and the formation of appropriate sub-committees to administer these events when the bids are accepted.
e. **Public Relations Committee**. The committee shall be responsible for programs to promote the SCCF and chess in general to non-members and the general public.
f. **Publications Committee**. The committee shall recommend improvements in the overall publication of *RANK & FILE* and any other publications as authorized by the Board.
g. **Scholastic Committee.** The committee shall:
    i. Recommend and administer programs for the promotion of chess in schools of all levels, and shall hold or sanction events to award appropriate scholastic and junior state titles.
    ii. Propose and administer non-scholastic youth chess programs and activities throughout the year.
h. **Tournament Development Committee.** The committee shall:
    i. Promote and administer any regional or intrastate (SoCal) competitions approved by the Board, unless specifically referred to another committee by the Board.

ii. Promote new USCF-rated tournaments in areas of Southern California where such have been lacking.
iii. Develop qualified tournament directors and organizers where such are lacking.
iv. The preferred role of the committee shall be sanctioning local organizers and directors, rather than direct sponsorship. Whenever responsible local sponsors are available, they will be given the opportunity to assume sponsorship of local events previously administered by SCCF.

i. **Women's Committee.** The committee shall be responsible for programs to increase chess competition by and among women.

Section 2. Committee Appointments

a. Committee chairs shall be appointed by the President subject to ratification by the Board. The President shall nominate a chair for all committees.
b. Committee members may be appointed by the President, the Chair, or may volunteer, subject to acceptance by the Chair. The roster of members for each committee, and any changes thereto, must be approved by the Board. All committee members must be current members of SCCF.

ARTICLE VIII: ELECTIONS

Section 1. Board Elections

a. An annual election shall be held by secret e-ballot to fill the six (6) positions for the outgoing members of the Board.
b. Voting shall be done electronically by e-Ballot.
c. SCCF members who are current during the voting period are entitled to vote in the Board election.
d. Board Members or election candidates shall not be permitted to purchase for, or on behalf of, donate to, or otherwise give persons a SCCF membership for the purposes of enabling said person to vote for a candidate’s preferred slate of candidates.
e. The Board shall establish election dates, times, and places to include specific opening and closing times of voting.
f. SCCF members may vote only once by submitting a valid e-Ballot.

Section 2. Nominations

a. The Board shall solicit nominations from:
    i. Current SCCF Board Members
    ii. Current SCCF members
b. Nominations shall close sixty (60) days prior to the start of the election period.
c. Six (6) write-ins shall be allowed in the e-Ballots.

Section 3. Election Results and Certification

a. An election results report shall be generated. It includes:
    i. A list of all eligible SCCF members receiving votes and the number of votes received by each.
    ii. The number of ballots disqualified, the reasons for the disqualification, and the number disqualified for each reason.
b. The report of the election shall be given to the previous President and the previous Secretary. If neither retains a Board seat as evidenced by the results of the election, the report will be given in writing to two of the previous Board Members elected the prior year for two-year terms.
c. At its first meeting after the general election, the Board shall certify the election results.
d. In the event that two or more candidates shall tie for the last Board seat in an election year, the tie shall be broken by the elected and present Board Members in a secret ballot taken at the first Board meeting.

Section 4. Elections by the Board (Officers and Vacancies)

a. The first order of business after a general election, or after a vacancy in a Board position or an office is declared, will be the filling of the vacant Board position(s) followed by the election of new or replacement Officers.
b. The previous President will preside until his successor is elected. However, if the previous President is no longer a Board Member, then the previous Vice-President, followed by the Election Board Chair, will preside until a new President is elected.
c. The election for any contested office will be by secret ballot.
d. Officers will be elected sequentially in the order listed in Article V Section 1.

ARTICLE IX: DISCIPLINARY ACTIONS AND REMOVAL

Section 1. Censure of a Board Member. A vote of censure may be taken against any Board Member alleged to have acted improperly. Passage requires a majority of the full Board.

Section 2. Removal of an Officer from Office. Officers may be removed from office by a majority of the full Board voting "no confidence". If an Officer is removed, the election of a successor will become the first order of business.

Section 3. Removal of a Member from the Board

a. Any Board Member may be removed from the Board for gross neglect of duties or misconduct. A three-fourth (3/4) vote of the entire Board will be required for removal from the Board.
b. Any Board Member who misses three (3) consecutive regular Board meetings without cause may be removed from the Board by a three-fourth (3/4) vote of the entire Board.

Section 4. Suspension or Revocation of General Membership

a. Suspension or revocation of SCCF membership requires a two-thirds (2/3) vote of those Board Members present, after the member has been given due process, including a chance to reply to the changes against him.
b. Due Process: Any Board Member may advise the member of his right to contest the charges within a 60-day period. The member may contest the charges by appearing at the next Board meeting or by writing a letter to the Secretary.
    i. If the member does not respond within sixty (60) days, his membership shall be considered suspended or revoked.
    ii. If the member does respond within sixty (60) days, the Board, at the following meeting shall review and act upon the case. If a motion of affirmation, requiring a two-thirds (2/3) majority of Board Members present, is passed, the subject's membership shall be suspended or revoked.

ARTICLE X: RULES OF ORDER

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the SCCF meetings, as long as they are not inconsistent with the Bylaws or any special rules of order the SCCF Board may adopt.

ARTICLE XI: DISSOLUTION

In the event that the SCCF should for any reason be dissolved, then all of its financial assets will be turned over to the United States Chess Trust, for use in the promotion of chess in Southern California in conformity with the purposes stated in Article II, above.