

BYLAWS OF KENTUCKY CHESS ASSOCIATION, INCORPORATED
Created: 1989 - revised: 2007.

ARTICLE I

Purpose

The purpose of the Kentucky Chess Association, Incorporated ("KCA") is to foster the play and study of the game of chess through conducting tournaments for players, teaching chess in cooperation with schools, and the promotion of all types of chess activities throughout the state of Kentucky.

The KCA shall be an affiliate of the United States Chess Federation ("USCF"), and is the sole governing authority of chess in Kentucky in association with the USCF. The KCA is governed by its Board of Directors.

The KCA shall sponsor the state championship in a manner to be determined by the Board of Directors ("Board").

The Board shall sponsor or otherwise encourage the conduct of other championships and major events including but not limited to Senior, Junior, Action, and Collegiate state championships.

The KCA shall establish and operate a web site accessible to all of its members. The site shall be paid for by the KCA and maintained by the KCA Webmaster.

ARTICLE II

Membership

1. Types of Membership.

Individual Members:

(a) Regular, Patron, Life - Open to any individual;

(b) Junior - Open to any individual who is 20 or under for the entire calendar year in which the membership is purchased ;

(c) Senior - Open to any individual over the age of 55;

(d) Sponsor - Open to any individual or institution.

Other types of membership may be created by the Board. The KCA is open to any person regardless of residence, race, religion, national or ethnic origin, age, political affiliation, or sex.

2. Voting.

Each individual member identified above who is 16 or older and whose dues are current shall have a right to vote, with one vote per individual member. No sponsor shall have a right to vote unless the sponsor is also an individual member.

3. Dues.

Membership dues shall be set by the Board subject to the following constraints: Junior and Senior dues shall be one half of regular dues, life membership shall be twenty (20) times the regular dues, patron dues shall be at least twice the regular dues, and sponsor dues shall be at least \$100.

ARTICLE III

Meetings of Members

1. Meetings

The annual meeting of members of the association shall be held in Louisville, or place otherwise specified in the notice, at the time of the Kentucky Open at a time and place to be specified in the notice. Special meetings of members may be called by the Board.

2. Notice.

A printed notice of the annual meeting of members stating the time and place will be placed on the KCA website at least 30 days prior to the meeting.

3. Quorum.

At any meeting of members, twenty (20) members or twenty percent of all of the members of KCA (whichever is smaller) shall constitute a quorum for the transaction of business.

4. Proxy voting and absentee ballots

Proxy voting is not allowed. Absentee votes will be allowed only for nominees whose candidacy has been announced on the website for at least twenty (20) days prior to the day of the election. Absentee ballots must be received by the Secretary at least ten (10) days before the election and they must clearly state the name of the candidate and the office for which they are cast. The member who is casting an absentee ballot must print and sign their name on the ballot. The signature must be witnessed by two other members of KCA or notarized. Absentee ballots may not be cast on any issue other than an election.

ARTICLE IV Officers

The officers of the KCA shall include a President, Vice-President, Secretary, Treasurer, Webmaster, Scholastic Coordinator, and such other officers as the Board may deem appropriate. At any meeting of members or of the Board, if the president is unavailable to preside, then the first available officer in the order listed above shall preside at the meeting. The term of office for the officers of the KCA shall begin at midnight on June 30th of the year in which their term begins and end at midnight on June 30th two years later.

1. President.

The President shall:

- (a) preside at all meetings of the membership;
- (b) be chairman of and preside at all meetings of the Board except as provided elsewhere in these Bylaws;
- (c) appoint all committees except as specified in these bylaws;
- (d) represent the interests of Kentucky chess to the USCF;
- (e) be the chief executive officer of the KCA and, subject to the control of the Board, shall supervise and direct all the business and affairs of the KCA.

2. Vice-President.

The Vice-President shall:

- (a) Perform the duties of the President in the event of the inability or refusal of the President to act. The determination of the inability or refusal shall be by the Board;
- (b) be editor-in-chief of the KCN;
- (c) direct the publication of the newsletter either in print or electronically on the KCA website at least twice a year in April and October;
- (d) appoint all assistant editors of the newsletter;
- (e) make a report at the annual meeting of members.

3. Secretary.

The Secretary shall:

- (a) keep, and preserve a record of, the minutes of all membership and Board meetings;
- (b) maintain an accurate list of the names, addresses, and district residence of all members;
- (c) conduct the correspondence, including mail balloting, of the Association;
- (d) perform other duties as assigned by the President or the Board;
- (e) make a report at the annual meeting of members.

4. Treasurer.

The Treasurer shall:

- (a) collect all dues;
- (b) have charge and custody of and be responsible for all funds of the Association, and shall deposit all such funds in a bank in the name of the KCA. No Kentucky Chess Association funds will be kept in any but KCA accounts for more than one week;
- (c) make disbursements as authorized by the Board;
- (d) make a financial report at the annual meeting of members and as directed by the Board;
- (e) give a bond to assure the faithful execution of his responsibilities (The amount and nature of the bond shall be determined by the Board).

5. Webmaster.

The Webmaster shall:

- a. maintain the official KCA web site;
- (b) provide any site passwords to the President and Vice-President;
- (c) post appropriate materials submitted by members;
- (d) serve as the USCF tournament clearinghouse for Kentucky;
- (e) maintain a tournament list on the website which shall include all tournaments in Kentucky that are submitted;
- (f) make a report at the Annual Meeting of Members.

6. Scholastic Coordinator.

The Scholastic Coordinator shall:

- (a) promote scholastic chess statewide;
- (b) coordinate all tournaments related to the state scholastic championships and ensure that they are conducted in

- accordance with regulations that are approved by the board;
- (c) maintain a list of all scholastic chess clubs in Kentucky;
 - (d) make a report at the annual meeting of members.

ARTICLE V

Board of Directors

1. Composition.

The Board shall consist of the officers of KCA and three other directors, one each from the west, east, and central parts of the state.

2. Responsibility.

The Board is responsible for the formulation of KCA policy; meeting Kentucky's responsibilities to the USCF; and the management of all KCA business.

3. Selection.

The Scholastic Coordinator shall be elected by all KCA members present at the State Scholastic Team Championships in a meeting called for that purpose only. All other officers shall be elected by the members at the annual meeting of members. The three other directors will be selected by the board.

4. Term of Office.

The term of office of KCA officers is two years. The years in which they are elected shall be arranged by the Board of Directors so that, as nearly as possible, half shall be selected each year. The three other directors will be selected for a one-year term which will coincide with KCA's fiscal year.

5. Vacancies.

In the event of a vacancy on the Board, the Board may fill the vacancy for the unexpired term or delegate those duties among other Board members.

6. Meetings.

(a) The annual meeting of the Board shall be held in the last month of the fiscal year in the home of the President or place otherwise specified in the notice.

(b) Special meetings of the Board may be called by the President or upon the request of two members of the Board the President shall call a special meeting. Any such special meeting called at the request of two members shall be held on a date not more than five (5) weeks from the date on which the request was received. Any call for a special meeting shall also be made at least three (3) weeks prior to the time set for the meeting. The foregoing requirements as to call and the time of a special meeting may be waived with unanimous consent of all the members of the Board.

(c) At a special meeting of the Board, board members who are in contact with the presiding officer through technological devices shall be considered for all intents and purposes of these Bylaws to be present at the meeting. Board members attending meetings in this way shall provide the presiding officer with advance notice and identity confirmation in a manner to be prescribed by the Board.

(d) A quorum to do business at a special or annual meeting of the Board shall be a majority of the members of the Board. At any special or annual meeting at which a quorum is present, the act of the majority of the directors present at the meeting shall be the act of the Board, unless the act of a greater number is required by these Bylaws or by applicable statutes of the Commonwealth of Kentucky.

7. Removal.

In the event the inability or refusal of an officer of KCA to perform their duties as defined in these Bylaws, the Board of Directors may remove that officer by the following two-step procedure. First a request for the resignation of that officer shall be communicated to each member of the Board. This request need not originate in a Board meeting but must be signed by a majority of the whole Board. (The whole Board is all members of the Board whether present or not.) Secondly the first officer on the list in Article IV who signed the request in step one shall a) call a special meeting of the Board to be held not less than three weeks later and b) be the presiding officer at that Board meeting. The officer shall be advised of the reasons that removal is sought and given an opportunity to present a case against removal. Each person voting for the removal shall sign a ballot that states that they are voting for the removal of that officer. The removal of an officer by the Board shall require a three-fourths (¾) vote of the whole Board. Members of the Board who are not present at the meeting shall have two weeks to transmit their written signed ballot to the presiding officer of the meeting in which the vote was taken.

ARTICLE VI

Bookkeeping

The books of the Association shall be the responsibility of the Treasurer. The Treasurer shall make said books available for inspection, upon request, by any member. Checks for over \$500 shall require the signatures of two KCA officers, one of whom shall be the Treasurer. Subject to this condition, further policy on check writing may be formulated by the Board of Directors. The fiscal year of the Association shall be from July 1st to June 30th.

ARTICLE VII Amendments

Amendments to and revisions of these Bylaws shall be by written presentation to the Board; approval by the Board; and approval by the membership at its annual meeting or through a mail ballot. It shall take a majority of the members voting to approve any amendment to these Bylaws. In the case of membership approval at the annual meeting the proposed amendment shall be included in the printed notice described in Article III, Paragraph 2.

Approved and adopted in revised form by the Board, the 17th day of September 1989.
Signed by President David Moore

Approved and adopted in revised form by the Board on the 9th day of December 2006, and by the Membership the 10th day of June 2007. Signed by Bylaws Chairman Wayne Bell and President Rick Kincaid.