

# GLoucestershire County Bridge Association CONSTITUTION

## 1. TITLE AND CONSTITUENT MEMBERSHIP

- 1.1 The Gloucestershire County Bridge Association is an Association as defined in the Bye Laws of the English Bridge Union Ltd., and shall be referred to as the Association throughout the Constitution.
- 1.2 The Association is a Constituent Member of the English Bridge Union Ltd. It shall abide with its Bye Laws, Rules and Policies. Hereinafter the English Bridge Union Ltd. shall be referred to as the EBU.

## 2. OBJECTS OF THE ASSOCIATION

- 2.1 To promote **Bridge in all its forms** ~~Duplicate Contract Bridge~~ in the County of Gloucestershire and to encourage participation in inter-club, inter-county and national competitions.
- 2.2 To employ the funds of the Association in the best interests of the game of Duplicate Contract Bridge, having regard to the fact that the Association is a non-profit making body.

## 3. MANAGEMENT OF THE ASSOCIATION

- 3.1 The management of the affairs of the Association shall be vested in the following Officers:-
  - (a) President (who acts as the chairman of the Executive Committee)
  - (b) Vice President
  - (c) Secretary
  - (d) Treasurerand not more than six other members of the Association, who together will form the Executive Committee. All Officers and other Executive Committee members must be elected annually at the Annual General Meeting by a simple majority of the ~~paid-up~~ members of the Association **who are present**.
- 3.2 The Executive Committee shall meet from time to time as it deems fit, but not fewer than four times within a calendar year. A quorum shall consist of five members and, in the event of a tie of votes cast, the chairperson of the meeting, shall have the casting vote.
- 3.3 The Executive Committee shall have the power to co-opt and to fill any casual vacancies.
- 3.4 The Executive Committee may from time to time appoint and disband subcommittees as may be deemed necessary, and may delegate to them such powers or duties as may be deemed to be expedient. Such subcommittees shall conduct their business as directed by the Executive Committee.

- 3.5 Each year following the Annual General Meeting the Executive Committee will elect the EBU shareholders.
- 3.6 The Executive Committee is responsible for the control of all monies and assets of the Association. The Treasurer shall be responsible for the collection of all monies due to the Association, payment of all accounts and for keeping the books of account. The Treasurer shall account to the Executive Committee for all financial transactions as and when required, and prepare a report and statement of accounts duly certified by an Independent Examiner for each Annual General Meeting. The signatures of the Treasurer and one other authorised member of the Executive Committee member of the association, authorised by the Executive Committee to act as dual signatory, shall be required on the paperwork for the payment of monies out of the Association.
- 3.7 ~~No office holder may hold their position for more than three consecutive years. No member may serve on the Executive Committee in any and all capacities for more than six consecutive years.~~ Neither the President nor the Treasurer may hold their position for more than three consecutive years.

#### 4. MEMBERSHIP

- 4.1 All members of the Association must be Player Members of the EBU.
- 4.2 A Player Member of the EBU shall become a member of the Association when their primary or secondary allegiance to the Association is recorded with the EBU.
- 4.3 ~~A Player Member of the EBU whose primary allegiance is with another Association or does not have primary allegiance to any Association can become a member of the Association by meeting its terms and conditions in force at the time of the request for membership.~~
- 4.4 ~~A member of the Association must be a paid up member for the relevant Membership Year in order to vote at its Annual General Meeting and to participate in its main competitions within that Membership Year.~~
- 4.5 ~~The Membership Year shall run for the twelve month period from 1 April to 31 March.~~
- 4.6 ~~A member of the Association becomes a paid up member through payment of any Association Universal Membership Subscription (UMS) county component when participating in events at an affiliated Duplicate Bridge Club, and/or through payment of an annual subscription for their Association membership category.~~
- 4.7 ~~If any Association member has not paid their annual subscription by 31st May then that Association member will not be able to vote at the following AGM as a paid up Association member.~~ Only current Association members will be allowed to vote at an AGM or EGM.

~~4.8 An Association member ceases to be a paid up Association member on 31 May if at that date the Association member has not paid any outstanding annual subscription. That member can subsequently become a paid up Association member on payment of the full current Membership Year's subscription, but this late payment shall not override clause 4.7 above.~~

~~4.9 For the avoidance of doubt, if an Association member is within a membership category that has a nil Association UMS county component and a nil annual subscription for a Membership Year, then that member shall automatically become a paid up Association member for that Membership Year.~~

4.10 The Association UMS county component and each of the Association member category's annual subscription, for the Membership Year starting in the following 1 April or sooner if agreed at the AGM, shall be determined by a simple majority of the paid up members at the preceding Annual General Meeting.

4.11 The Association membership categories shall be as follows:

4.11.1 Ordinary Member - a Player Member of the EBU who has their primary allegiance recorded with the Association

4.11.2 Dual Member - a Player Member of the EBU who has their primary allegiance recorded with another Association.

4.11.3 Direct member – a Direct Player Member of the EBU who does not have primary allegiance to any Association.

## **5. MEETING OF THE ASSOCIATION MEMBERS**

5.1 An Annual General Meeting of the Association shall be held in May or June of each year, or as soon as possible thereafter. The place (which may be online if so decided), date and time of the Annual General Meeting shall be determined by the Executive Committee. A notice convening the meeting shall be sent to each member of the Association at least 21 days before the date of the meeting and copies of an agenda listing the ordinary and special business to be transacted shall be sent to each affiliated club at least 21 days before the date of the meeting. The ordinary business of the meeting shall comprise submission of the Reports of the Executive Committee, adoption of the Accounts, election of Officers and Executive Committee members, ratifying the membership subscriptions, and appointment of an Independent Examiner and election of EBU shareholders.

5.2 A request for a Special Resolution from an ~~paid up~~ Association member, which shall require a vote of the ~~paid up~~ members at the AGM, must be sent in writing to the Secretary no later than ~~four weeks~~ **fourteen** days before the date of the AGM. The request must be supported in writing by two other ~~paid up~~ members of the Association.

5.3 A nomination for a ~~paid up~~ Association member to serve on the Executive Committee must be received in writing by the Secretary four weeks before the date of the AGM. The nomination must be from a ~~paid up~~ member of the

Association and supported by another ~~paid-up~~ member of the Association.

**Nominations may be made from the floor of the AGM for any spaces not filled.**

- 5.4 The Secretary shall publish all nominations to serve on the Executive Committee no later than three weeks before the AGM.
- 5.5 An Extraordinary General Meeting shall be convened on the instructions of the Chairman or on receipt of a requisition signed by not less than 20 members and stating the purpose of such a meeting. A notice convening the meeting together with either the motions or a statement of the matters to be discussed shall be published and sent to each affiliated club and directly to members who do not belong to clubs of the Association at least 21 days before the date of the meeting. The meeting shall deal only with such matters. The EGM shall be held no earlier than 28 days and no later than 42 days after the Secretary has received the written request or the instructions from the Chair.
- 5.6 Any vote at an AGM or an EGM, which is tied, shall be split by the casting vote of the chairperson of the AGM or EGM.
- 5.7 An AGM or an EGM shall be deemed to have been published three days after written details are posted (and this shall include e-mail posting) by the Secretary to the secretaries of the Association affiliated clubs. The Secretary shall make every effort to widen the circulation using available individual member email lists and the Association website if available.
- 5.8 The quorum for an AGM and EGM shall be twenty-five ~~paid-up~~ members.
- 5.9 The Secretary shall be required to arrange an EGM, if an AGM fails to reach a quorum. The additional EGM shall be scheduled to occur within the period of 28 days to 42 days after the aborted AGM. The Secretary shall publish the date, venue and time of the EGM at least three weeks before the date of the EGM.
- 5.10 ~~If the additional EGM once again fails to reach a quorum, the Executive Committee shall be able to take any decisions necessary so that it can continue to manage the affairs of the Association.~~ **If lack of a quorum at an AGM requires that an EGM be held, then at the reconvened meeting the number present shall constitute a quorum.**

## **6. MEMBERS' BEHAVIOUR**

- 6.1 Each member of the Association shall be required in connection with the game of Duplicate Contract Bridge, to conform to the standards of fair play, courtesy and personal deportment prescribed by the Bye Laws and regulations for the time being of the EBU.
- 6.2 The Association shall have the powers and the procedures for the enforcement of the requirement in clause 6.1. They are set out in the Schedule of the Constitution, and shall stand as part of the Constitution and be subject to the same provisions of the Constitution for its amendment.

## **7. AFFILIATED DUPLICATE BRIDGE CLUB**

~~Any Duplicate Bridge Club may affiliate to the Association and all such Clubs shall be affiliated to the EBU. The Association has the right to determine at an Annual General Meeting through a simple majority of its paid up members, the annual club affiliation fee to be charged for the twelve month period from the following 1 April.~~ Any bridge club which successfully affiliates to the EBU and names Gloucestershire as its county will be automatically affiliated to the Association. The only route for the Association affiliation is through the EBU.

## **8. CONSTITUTION AMENDMENTS**

Alterations to the Constitution shall be made only at an AGM or EGM through the positive votes of at least two thirds of the ~~paid up~~ members present.

## **9. DISSOLUTION OF THE ASSOCIATION**

The Association can be dissolved at an EGM provided at least two thirds of the total ~~paid up~~ members present on the date of the EGM positively vote for its dissolution. The assets of the Association on a dissolution shall be donated to a charity or charities decided by the ~~paid up~~ members attending the dissolution meeting.

## **10. MERGERS OF COUNTY ASSOCIATIONS**

The Association can be merged with another county association with the agreement of the EBU. This requires at least two thirds of the total members present at an EGM called for that purpose to positively vote for it's the merger. The assets of the Association on a merger shall belong to the merged county association.

## **11. INTERPRETATION**

On all questions of interpretation of the Constitution the decisions of the Executive Committee shall be binding until or unless upset at an AGM or EGM. The Executive Committee shall determine any point or matter that is not covered by the Constitution.

## **12. DEFINITIONS**

The terms Association, Constituent Member, Duplicate Contract Bridge and Playing Member have the meanings set out in the Bye Laws of the EBU.

\* The term Independent Examiner as set out in the Charity Commission publication: Independent examination of charity accounts: examiners (CC32)

## Schedule of Disciplinary Procedures

### 1. Requirements of the Schedule

This Schedule is referred to under clause 6.2 of the Constitution and prescribes the powers and procedures for enforcement. It will comply with and follows the EBU disciplinary procedures and any variations thereof that are made from time to time. The Association shall act through its Conduct and Disciplinary Committees for the enforcement of standards prescribed in clause 6.1 of the Constitution. The Association shall have additional powers as set out in the clauses below.

### 2. Receipt of allegation

Any person making a complaint against one or more members of the Association, under the terms of clause 6.1 of the Constitution must do so in writing to the Secretary or the Chairperson of the Association. ~~The County Association will deal with any disciplinary allegations referred to it from its affiliated clubs using the Disciplinary Procedures set out in this constitution. This may involve investigation, a hearing and an appeal, however if a proper hearing has already been held then the County Association should only convene an appeal hearing.~~ **The disciplinary procedures laid out below relate to complaints raised in respect of Association-managed events.**

**Affiliated clubs may ask the Association for advice on handling disciplinary allegations. However, if the complaint has been heard by the disciplinary committee of the affiliated club and any appeals process has been followed then the next step is a referral to the EBU's Conduct Committee.**

### 3. Conduct Committee

The Executive Committee of the Association shall appoint its Conduct Committee through its powers to appoint sub committees under clause 3.4 of the Constitution. The Conduct Committee shall be responsible for investigating complaints against the Association's members and to determine whether a Disciplinary Offence should be referred to the Association's Disciplinary Committee.

The Conduct Committee shall consist of no fewer than three members of the Association and no more than five. A quorum for any meeting shall be three of its members. It shall act by simple majority vote and its appointed chairman, or whomsoever in his absence the Conduct Committee shall select to chair a meeting, shall have a second, or casting vote in the event that there is parity of voting.

### 4. Disciplinary Committee

The Executive Committee of the Association shall appoint the Disciplinary Committee through its powers to appoint sub committees under clause 3.4 of the Constitution. The Disciplinary Committee shall, determine sanctions for offences admitted by the defendant, hear charges of offences and determine whether those charges are proved and if proved, to determine the sanction imposed.

The Disciplinary Committee shall consist of no fewer than three members of the Association and no more than five. At least three of its members must be present when it makes a decision to uphold a complaint and impose sanctions on the offending member. It shall act by simple majority vote and its appointed chairman, or whomsoever in his absence the Disciplinary Committee shall select to chair a meeting, shall have a second, or casting vote in the event that there is parity of voting.

## **5. Conflicts of Interest and Independence of the Conduct and Disciplinary Committees**

Any member of either the Conduct or Disciplinary Committee who is in any way personally involved in the allegations within a complaint will be disqualified from participating in either Committee's handling of the complaint.

A member of the Association cannot be a member of both the Conduct and Disciplinary Committees.

## **6. The Complaints Process**

### **6.1. Notice of Meetings**

Where a written complaint is made, or a matter otherwise comes to the attention of the Conduct Committee, it shall first consider whether such complaint or matter falls within the scope of the Disciplinary Rules and whether further action is warranted. Normally no action will be taken in respect of a complaint relating to an alleged offence which occurred three months or more prior to a formal complaint in writing made to the appropriate Officer. If it does take action the Conduct Committee secretary shall first write to the Defendant, seeking the Defendant's comments on the substance of the complaint or matter that has been raised. The Conduct Committee shall also be entitled to make such further investigations and enquiries as it in its absolute discretion considers appropriate. The Conduct Committee shall also be entitled to seek advice both from within the Association and from the EBU Laws and Ethics Committee, and to obtain external legal advice.

### **6.2. Complaint not justified**

If the Conduct Committee decides that the complaint is not justified, all parties shall be notified and the matter ended.

### **6.3. Complaint justified**

If the Conduct Committee decides that the complaint is justified, it may, in its absolute discretion, offer a verbal caution to the offending member, which if accepted, ends the matter.

If the Defendant does not accept the verbal caution, or the Conduct Committee decides a verbal caution is inappropriate, the Conduct Committee shall refer the case to a hearing by the Disciplinary Committee. The Defendant shall be notified, in writing, within two weeks of this decision and of his right to make a written

submission to the Disciplinary Committee and to attend the hearing. The Defendant shall have the right to be represented by legal counsel of his choice or may be accompanied by a person to speak on his behalf. The Disciplinary Committee shall give at least two weeks notice of the hearing to the Defendant.

#### **6.4. Disciplinary Committee's Sanctions**

If after the hearing the complaint is upheld, the Disciplinary Committee may in its absolute discretion:

- (a) Give a written reprimand to the offending member(s), or
- (b) Suspend the offending member(s) from all or some of the competitions sponsored or licensed by the Association for such period as it shall determine.

If the complaint is against a member of the Executive Committee then in addition to any other sanctions applied, the Disciplinary Committee shall have the power to suspend such member from the Association's Executive Committee and any of its sub committees for such a period that it shall determine.

Any sanctions imposed by the Disciplinary Committee must be communicated to the offending member in writing within 21 days of the hearing.

No sanction shall come into effect until the time limit for an appeal has expired. If an appeal is made the sanction will not come into effect until the appeal has been determined, and will be modified or cancelled if that determination so requires.

#### **6.5. Appeal**

Each member found guilty of a Disciplinary Offence by the Disciplinary Committee has the right to appeal to the EBU Laws and Ethics Committee. Appeals must be in writing and lodged with the Secretary of the EBU Laws and Ethics Committee within twenty one days of the written communication of the Disciplinary Committee's decision to the offending member.

#### **6.6. Referral to the EBU Laws & Ethics Committee**

At any time the Disciplinary Committee may refer a complaint to the EBU Laws & Ethics Committee for its consideration. In doing so the Disciplinary Committee shall have fully discharged its responsibilities under this Schedule.

#### **7 Definitions**

The terms Disciplinary Rules and Disciplinary Offence have the meaning set out in the Bye Laws of the EBU.