



AGM Shareholders Meeting
22nd November 2017
Agenda Item 4.1

ORDINARY RESOLUTION

BYELAWS of The English Bridge Union Limited

Proposed changes for the AGM Shareholders meeting Wednesday 22nd November 2017

Motion to approve changes to the Bye Laws, Appendix A

APPENDIX A – DISCIPLINARY RULES

1 DEFINITIONS

- 1.1 In these Disciplinary Rules terms defined in the Articles or Bye Laws of the Company carry the same meaning as in those documents and, the following phrases shall, unless otherwise stated, have the following meanings:
- (i) "Appeals Committee" has the meaning set out in Rule 10.4;
 - (ii) "away from the bridge table" in Rule 3.2 shall mean at any location and includes any act or comment in any medium including social media;
 - (iii) "Board" means the Board of Directors of the Company;
 - (iiii) "Defendant" means any person or organisation who is the subject of a complaint or whose conduct is under investigation by the Laws & Ethics Committee, whether or not such person has been charged with an Offence;
 - (iv) "Disciplinary Committee" has the meaning set out in Rule 6.1;
 - (vi) "Disciplinary Hearing" means a hearing before the Disciplinary Committee in accordance with Rule 8;
 - (vii) "L&E Secretary" means the Secretary for the time being to the Laws & Ethics Committee, or such other person as may for the time being be designated by the General Manager to perform the functions of the Secretary to the Laws & Ethics Committee;
 - (viii) "Offence" has the meaning set out in section Rule 3.2;
 - (viiii) "Pro Bono Adviser" has the meaning set out in Rule 5.1; and
 - (ix) "Sanction" means a sanction set out at Rule 11.1.
 - (xi) "Written Record" means a written record of the decision of the Disciplinary Committee or Appeals Committee, as appropriate, along with the Sanction(s) imposed (if any) but, for the avoidance of doubt, not the note of the reasons for the decision.
- 1.2 In these Disciplinary Rules words incorporating the masculine shall include the feminine, the singular shall include the plural and vice versa and references to person(s) shall include any club or association where the context requires.

2 JURISDICTION

- 2.1 These Disciplinary Rules shall apply to:
- (i) all Player Members;
 - (ii) all bridge associations, clubs, committees and/or persons directly or indirectly affiliated to the Company;
 - (iii) all tournament directors and other officials at events organised by or sanctioned by the Company or by an Association; and
 - (iv) any person who participates in an event organised by or sanctioned by the Company or by an Association.
- 2.2 The Company shall exercise the disciplinary function and powers conferred on it by Bye Law 6.1 of its Bye Laws dated 12th January 2005 in the manner set out in these Disciplinary Rules. Specifically, the Company shall delegate its power:
- (i) to receive complaints and investigate alleged Offences to the Laws and Ethics Committee in accordance with Rule 4;
 - (ii) to hear disciplinary cases and decide disciplinary sanctions to the Disciplinary Committee in accordance with Rules 8 and 9; and

- (iii) to hear and determine appeals to the Appeals Committee in accordance with Rule 10.

2.3 The Company shall have jurisdiction to consider a matter if a formal complaint is made in writing to the L&E Secretary from any individual (whether or not a Player Member), Association or club (whether or not an Affiliated Club).

2.4 The Laws and Ethics Committee, may, in addition, investigate any other matter which comes to its attention which it may consider constitutes an Offence.

3 OFFENCES

3.1 The Sanctions set out in these Disciplinary Rules may be imposed on any person falling within the terms of Rule 2.1 who is found to have committed an Offence.

3.2 For the purpose of these Disciplinary Rules, the following shall amount to an "Offence":

- (i) a breach of the Bye-Laws or Articles of the Company;
- (ii) a breach of the regulations laid down by the Board or any of its Standing or other Committees, or any Conditions of Contest or other tournament regulations including any breach of the fundamental principle set out in the EBU's "Best Behaviour at Bridge" policy;
- (iii) a breach of the Laws of Duplicate Contract Bridge 1997 or any subsequent re-enactments in force from time to time;
- (iv) any unfair or dishonest play;
- (v) any other act that the Disciplinary Committee or Appeals Committee considers to be misconduct which shall may include, ~~without limitation,~~ any conduct or behaviour, whether at or away from the bridge table, which falls below the accepted standards required of Player Members and other persons to whom these Disciplinary Rules apply; or
- (vi) a failure to provide full or true information or evidence to the Laws and Ethics Committee (in the course of its functions under these Disciplinary Rules or otherwise), the L&E Secretary, the Disciplinary Committee or the Appeals Committee or to comply with any decision made pursuant to these Disciplinary Rules.

4 LAWS AND ETHICS COMMITTEE

4.1 The functions of the Laws and Ethics Committee shall include:

- (i) receiving complaints, and responding to requests for guidance prior to a possible complaint, made about the behaviour of those subject to these Disciplinary Rules, investigating those complaints (or any other matter which comes to its attention which it considers may constitute an Offence) and, if it thinks appropriate, charging any person or organisation subject to these Disciplinary Rules with an Offence;
- (ii) being responsible for all matters of administration relating to the conduct of disciplinary proceedings, as well as all other matters specifically set out in these Rules;
- (iii) in relation to proceedings before the Disciplinary Committee, discharging on behalf of the Company the formal role of prosecutor; and
- (iv) in relation to proceedings before the Appeals Committee discharging on behalf of the Company the role of appellant or respondent as appropriate.

4.2 In discharging its functions in Rule 4.1 (iii) and (iv), the Laws & Ethics Committee shall act by one of its members nominated for the purpose by the Laws & Ethics Committee, or by such other person nominated in accordance with the powers to delegate set out in Rule 4.3.

4.3 The Laws and Ethics Committee may be assisted in discharging its functions by other officers or employees of the Company and may delegate its formal functions in any individual case to such person or, in a suitable case, to external legal counsel and any reference to the Laws and Ethics Committee or a nominated member of the Laws and Ethics Committee shall be construed so as to refer to any persons to which power is delegated pursuant to this rule. In particular the functions in Rule 4.1(ii) may be delegated to the L&E Secretary.

Chairman of the Board where the issue relates to the Chairman of the Disciplinary Committee). Any issue arising in relation to this restriction shall be raised with the Chairman of the Disciplinary Committee as soon as possible. The Chairman shall decide whether or not the involvement or interest so notified justifies the exclusion of that person from considering a particular charge or from remaining a member of the Disciplinary Committee for the case.

- 6.8 If by virtue of the operation of Rule 6.7 there are insufficient members of the Disciplinary Panel without an interest to constitute the a quorum, the Chairman of the Disciplinary Committee may co-opt a Player Member or any other person he considers to be suitably qualified to sit upon the Disciplinary Committee. Any person so appointed must be free of any interest or involvement as described in Rule 6.7.

7 INITIAL PROCEDURE

- 7.1 Where a written complaint is made, or a matter otherwise comes to the attention of the Laws and Ethics Committee, it shall first consider whether such complaint or matter falls within the scope of the Disciplinary Rules and whether further action is warranted. A complaint received more than 90 days after the alleged offence/incident or the date on which the complainant has first become aware of it need not be considered. If it does, save in the exceptional circumstances referred to in Rule 7.2, the L&E 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 Laws and Ethics Committee shall also be entitled to make such further investigations and enquiries as it in its absolute discretion considers appropriate. The Laws and Ethics Committee shall also be entitled to seek advice within the Company, including from the Disciplinary Committee, and to obtain external legal advice.
- 7.2 Where the Laws & Ethics Committee decides in its absolute discretion that to inform the Defendant of the complaint would prejudice the gathering of evidence relevant to the complaint, it may undertake such further investigations as it considers appropriate before it writes to the Defendant to obtain the Defendant's comments on the substance of the complaint. For the avoidance of doubt the Laws & Ethics Committee must write to the Defendant to seek the Defendant's comments prior to considering whether or not to charge the Defendant with an Offence.
- 7.3 Having conducted such enquiries as it considers appropriate (whether or not comments have been received from the Defendant within a reasonable time) the Laws and Ethics Committee shall then consider whether or not to charge the Defendant with an Offence.
- 7.4 At any time prior to charging the Defendant with an Offence, or deciding not to charge the Defendant, whether or not it has made any investigations or enquiries, and whether or not it has received any comments from the Defendant, the Laws and Ethics Committee may (subject to Rule 7.5) decide that the complaint or matter should be dealt with instead by any Association of which the Defendant is a member. If it so decides the L&E Secretary shall refer the matter to the Association concerned as soon as practicable, and provide the Association with all relevant documents and information in the Laws and Ethics Committee's possession to enable the Association to deal with the matter.
- 7.5 The Laws and Ethics Committee shall only be entitled to refer the matter to be dealt with by the Association if it is satisfied that the Association's constitution includes satisfactory provisions to enable the matter to be dealt with by the Association.
- 7.6 Where, in its absolute discretion, the Laws and Ethics Committee considers it appropriate to charge the Defendant, the L&E Secretary shall write a charge letter to the Defendant. The charge letter shall include:
- (i) a summary of the alleged Offence;
 - (ii) a short factual summary of the evidence supporting the charge;
 - (iii) confirmation that is that Laws and Ethics Committee's view that the Defendant should be prosecuted for the Offence;
 - (iv) a request that the Defendant respond in writing with either an admission or a denial of the