

# **BERKS AND BUCKS CONTRACT BRIDGE ASSOCIATION**

## **CONSTITUTION APRIL 2010**

### **1 NAME**

1.1 The Association shall be called the "Berks and Bucks Contract Bridge Association", hereinafter referred to as the Association

1.2 The Association is a constituent member of the English Bridge Union Ltd. (hereinafter referred to as the EBU) and shall abide with its Bye Laws, Rules & Policies

### **2 OBJECTIVES**

2.1 To promote and further the interest of Bridge in the Counties

2.2 To employ the funds of the Association in such a manner as the Committee may deem to be in the best interests of the game, having regard to the fact that the Association is a non-profit making body

2.3 To organise all forms of competition in the Counties and matches with other Counties

### **3 MEMBERSHIP**

3.1 Any Player Member of the EBU who has chosen the Association as his/her county of primary allegiance shall be a member of the Association. Any other Player Member of the EBU may join as a Dual Member. A Player Member of the EBU is either someone who is a member in good standing of a club affiliated to the EBU or who has joined the EBU directly by paying the appropriate subscription,

3.2 The Committee may from time to time create additional member categories.

3.3 The Membership and Financial Year shall run for the twelve month period from 1st April to 31st March.

3.4 The Association Pay to Play county component and each category of annual subscription for the membership year starting in the following 1 April, shall be determined by the Committee

3.5 Life Members

The Association may honour members for service to the Association by electing them to life membership. Such elections shall be carried out at the time of, and in the manner of, the election of members to the Committee. At no time shall there be more than five Life Members.

3.6 Selection

No member may be selected to represent the Association unless he/she is a current member and has not represented any other county association during the year in question.

Subject thereto, the Committee (or its Selection Sub-Committee) shall conform to such criteria for eligibility for selection as the Committee, or the membership in general meeting, may from time to time determine.

#### **4. AFFILIATED CLUBS**

Any Duplicate Bridge Club may affiliate to the Association and all such Clubs shall be affiliated to the EBU. The Association's committee has the right to determine the annual club affiliation fee to be charged for the twelve month period from the following 1 April. Clubs whose primary allegiance is not to the Association may affiliate as Dual clubs and shall pay the equivalent of the said annual club affiliation fee to the Association

All affiliated Clubs are entitled to propose and vote for a County Representative to sit on the Regional Club Committee. All nominations for this must be submitted to the County Secretary in writing (or email) at least 28 days prior to the A.G.M. In the event that there is more than one nomination for the post each affiliated club shall have one vote to be exercised (by letter or email) to the County Secretary to arrive prior to the commencement of the A.G.M.

#### **5 ACCOUNTS**

5.1 An independent accountant shall be appointed at each Annual General Meeting to hold office until the next Annual General Meeting for the purpose of reviewing and certifying the accounts of the Association. In the absence of any such appointment, or if the office falls vacant for any reason, the Committee shall appoint an independent accountant to hold office until the next general meeting. The independent accountant shall retire at each Annual General Meeting but shall be eligible for reappointment

5.2 The financial year of the Association shall be a period of 12 months ending on 31 March. Accounts for each year, certified by the said independent accountant, shall be submitted to the Annual General Meeting next following the end of that year. Copies of such certified accounts shall be placed on the Association's website at least fourteen days prior to the date appointed for the Annual General Meeting, and shall be obtainable on request during that period from the Treasurer.

5.3 The approval of two members of the Committee shall be required for expenditure above such level as the Committee shall from time to time decide

#### **6 PRESIDENT**

The Association may at any Annual General Meeting elect a President (by secret voting on a ballot in the event of there being more than one candidate) for a period not exceeding three years. At the end of the period of appointment a retiring President shall be eligible for a further period not exceeding three years provided that no person may hold the office of President for more than six successive years. The President for the time being (if any) shall have the right to introduce all General Meetings of the Association and to attend Committee Meetings in a non-voting capacity. The Committee may nominate a candidate. Any other nomination must be in writing signed by the proposer, seconder and nominee and must be lodged with the Secretary not less than forty-two days before the date of the Annual General Meeting.

#### **7 MEETINGS**

##### **7.1 Annual General Meeting**

The Annual General Meeting shall be held not later than the second Sunday in July following the end of each financial year. At least forty-two days' notice of this meeting shall be given.

## 7.2 Special General Meetings

The Committee may at any time call a Special General Meeting and shall do so within fourteen days of the Secretary receiving a request in writing or by e-mail by any twenty members, stating the purpose for which the meeting is required. The full text of any resolutions to be proposed shall be given. At least twenty-eight days' written notice of such meetings shall be given to all members. This notice shall be in the form of a communication from the Secretary to the secretaries of all affiliated clubs and also published on the Association's website.

## 7.3 Ordinary and Special Business

The ordinary business of an Annual General Meeting shall be to receive the chairman's report, to consider the annual accounts, and to elect the following:-

7.3.1 President (if nominated)

7.3.2 Chairman

7.3.3 Vice Chairman (if so determined by the Committee)

7.3.4 Secretary

7.3.5 Treasurer

7.3.6 Nine members of the Committee

7.3.7 Independent Accountant

7.3.8 Life Members (if nominated)

7.3.9 Such number of shareholders in the E.B.U. Ltd. as the E.B.U. from time to time allots to the Association.

All other business at an Annual General Meeting, and all business at a Special General Meeting, shall be deemed special business.

## 7.4 Nominations

Nominations for the Chairman, Secretary, Treasurer Vice Chairman (if any) and the Committee for the following year, proposed and seconded by members of the Association, must be in the hands of the Secretary not later than twenty-one days before the Annual General Meeting. Consent in writing of the nominees must have been secured before nomination. Nominations will be accepted at the Meeting only insofar as insufficient nominations have been received in advance.

## 7.5 Agenda items requisitioned by members

Any five or more members may require a matter to be placed on the agenda of an Annual General Meeting provided that written notice of such requisition, including the text of any resolution to be proposed thereon, signed by at least five members of the Association, is received by the Secretary not later than twenty one days before the date appointed for the meeting.

## 7.6 Notices for General Meetings

7.6.1 The notice of every general meeting shall specifically identify special business and shall set out the text of every resolution to be proposed in relation thereto.

7.6.2 Notice of an Annual General Meeting shall be given to individual members by letter or e-mail, to the secretaries of all affiliated clubs, and by publication on the Association website.

7.6.3 Immediately after the closing date for receipt of nominations, resolutions and agenda items requested by members for a forthcoming Annual General Meeting, the Secretary shall publish a revised agenda including details of all nominations received, on the Association website

7.6.4 Any member may register with the Secretary to receive individual written notice of Annual and Special General Meetings. Notice of the date of the Annual General Meeting will be given as part of the county calendar in the Association year book

## 7.7 The Chair

At all General Meetings of the Association, the Chairman of the Association shall take the Chair. If the Chairman of the Association is not present, the Vice Chairman, if any, shall act as chairman; if neither of them is present, the meeting shall by show of hands appoint another member present to act as chairman of the meeting.

## 7.8 Quorum

The quorum at all General Meetings shall be twenty members. If a quorum is not present within fifteen minutes after the time appointed for the meeting, the meeting shall be adjourned for two weeks, to a time and place appointed by the Chairman. At such an adjourned meeting, those present shall constitute a quorum.

## 7.9 Voting at General Meetings

7.9.1 Every member shall be entitled to one vote on each resolution. The votes of those present at the meeting will be aggregated with votes cast by signed forms of absentee voting to determine the number of votes for and against each resolution. In the case of equality the chairman will have a second and casting vote.

7.9.2 Those present at the meeting will vote by a show of hands.

7.9.3 A form of absentee voting will be available, for each member unable to attend the general meeting, by individual written application to the Secretary of the Association in such form as shall be published in the Notice of an Annual General Meeting detailed in 7.6.2 above.

7.9.4 Signed forms of absentee voting must be received by the Secretary of the Association not later than three days before the day appointed for the meeting. In the event of a general meeting being adjourned under the provisions of 7.8 above, such signed forms absentee voting will be carried forward.

7.9.5 A form of absentee voting will be rendered null and void if the member identified on the form is also present at the meeting.

## 7.10 Amendments to resolutions

The chairman of a general meeting may in his/her discretion allow amendments to be made to resolutions of which the text has been included in the notice of the meeting provided that such amendments do not materially alter the general purport of the resolution concerned.

# 8 MANAGEMENT

8.1 The Management of the Association except where otherwise provided by these rules shall be deputed to a Committee (as far as possible representative of the members and clubs in the two counties) which shall consist of a Chairman, Secretary, Treasurer and not more than nine other members. The Committee shall have power to co-opt additional members, and may decide to appoint a Vice Chairman. All members of the Committee must be members of the Association.

8.2 The officers and committee shall retire at each Annual General Meeting but shall be eligible for re-election.

8.3 The Committee shall meet not less than three times in each year.

8.4 The Committee shall have power to appoint a member to fill any casual vacancy on the Committee until the next Annual General Meeting

8.5 At a meeting of the Committee half (rounded upwards) of the total committee membership for the time being shall form a quorum

8.6 The Committee may appoint such sub or special Committees as it may think fit. Any member of the Association who is not a member of the Committee may be appointed to serve on a special Committee, provided that at least one member of each special Committee is a member of the Committee

## **9. MEMBERS BEHAVIOUR**

9.1 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

9.2 The Association shall have the powers and procedures for the enforcement of the requirement in clause 9.1. 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.

## **10 AMENDMENTS TO THE CONSTITUTION**

This Constitution may be added to, repealed or amended by resolution at any Annual or Special General Meeting, by valid decision of an affirmative vote of two thirds of those present in person or by absentee vote. A copy of the Constitution, as amended, shall be lodged with the English Bridge Union.

## **11. DISSOLUTION OF THE ASSOCIATION**

The Association shall be dissolved by a resolution approved at a General Meeting provided that at least two thirds of those voting vote in favour. The assets of the Association on a dissolution shall be distributed as decided by majority vote at the meeting, which shall have before it a proposal made by the Committee.

# **SCHEDULE OF DISCIPLINARY PROCEDURES**

## **1. Requirements of the Schedule**

This Schedule is referred to under clause 9.2 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 9.1 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 9.1 of the Constitution, must do so in writing to the Secretary or the Chairman of the Association.

## **3. Conduct Committee**

The Committee of the Association shall appoint its Conduct Committee through its powers to appoint sub committees under clause 8.6 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/her 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 Committee of the Association shall appoint the Disciplinary Committee through its powers to appoint sub committees under clause 8.6 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/her 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. In the event of such disqualification rendering either committee inquorate, the Association chairman shall second a qualified member or members to serve on the relevant committee for the purpose of dealing with that 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. If it does 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/her 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/her choice or may be accompanied by a person to speak on his/her 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 Committee then in addition to any other sanctions applied, the Disciplinary Committee shall have the power to suspend such member from the Association's 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 twenty-one days of the hearing.

### **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.

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.

## **6.6. 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.