

CONSTITUTION OF THE MIDDLESEX COUNTY BRIDGE ASSOCIATION

1. TITLE AND CONSTITUENT MEMBERSHIP

- 1.1 The Association shall be called the Middlesex County Bridge Association which name may be abbreviated to MCBA. It is an association as defined in the Bye Laws of the English Bridge Union Ltd and is referred to as the Association throughout this constitution.
- 1.2 The Association is a Constituent Member of the English Bridge Union Ltd. Hereinafter the English Bridge Union Ltd shall be referred to as the EBU. The Association shall comply with the rules, regulations and bye-laws of the EBU.
- 1.3 The terms Association, Constituent Member, Duplicate Contract Bridge and Playing Member have the meanings set out in the Bye Laws of the EBU.

2. OBJECTIVES

2.1 The objectives of the Association shall be to promote and organise duplicate contract bridge in Middlesex. In this respect it will

- A. cooperate with the EBU in the organisation of events promoted from outside the Association.
- B. instigate and control events at County level
- C. assist where appropriate with the promotion and organisation of events at District and Club level.

In each case the principal interpretation of "event" is in respect of duplicate contract bridge competitions but similar objectives shall apply to all aspects of administration.

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. Any surplus arising shall be used for the benefit of the members and not distributed.

3. MANAGEMENT

3.1 The management of the affairs of the Association shall be vested in the following Officers:-

- (a) Chairman (who acts as the chairman of the Executive Committee) and shall be an ex-officio member of all sub-committees
- (b) Vice Chairman (who acts as Chairman of the Committee in the Chairman's absence)
- (c) Secretary
- (d) Treasurer

And up to 10 other members of the Association, who together with the Officers will form the Executive Committee (hereafter called the Committee)

3.2 All Officers and other Committee members shall be elected annually at the Annual General Meeting by a simple majority of the paid up members of the Association eligible to vote.

3.3 No member shall serve for more than five consecutive years as Chairman or for more than five years out of a total period of ten years in that position.

3.4 Any paid up Player Member of the Association is eligible for election onto the Committee.

3.5 Nominations for election to the committee shall be signed by a proposer and seconder who shall both be individual Association members and shall be forwarded to the President at least 21 days before the date of the election.

3.6 The Committee has the power to co-opt members in the event of any casual vacancy arising. Any person co-opted onto the committee shall retire at the AGM following his or her appointment but is eligible for election.

3.7 Where the number of written nominations received equals the number of vacancies, the nominees shall be deemed elected.

3.8 Where the number of nominations exceeds the number of vacancies an election shall be held.

3.9 Each person shall have one vote per vacancy. The vote shall be by secret ballot.

3.10 Nominees shall be deemed elected in descending order of number of votes received until all vacancies have been filled.

3.11 Where the number of vacancies exceeds the number of nominations, those nominees shall be deemed elected and the Chairman of the meeting shall call for nominations from the floor to fill the remaining vacancies. If more nominations are then received than vacancies exist, a vote shall be held and the provisions above shall apply.

3.12 The Committee shall manage the day to day running of the Association

3.13 The Committee shall have a quorum of 50%+1 excluding ex-officio members. In the event of a Committee meeting being inquorate it shall be cancelled.

3.14 The Committee's tasks include but are not limited to

- A. Giving notice of the AGM and any other General Meetings
- B. calling an Extraordinary General Meeting at any time provided that it shall do so within no less than 14 and no more than 42 days of receipt by the Secretary of a written request signed by at least 5 committee members or any 30 Player Members.
- C. recommending to the membership the rates of subscription and Pay 2 Play rates, for approval at the AGM, for the following year. The Pay 2 Play Association component and each of the member category's annual subscriptions, for the Membership Year starting the following 1 April, shall be determined by a simple majority of the paid up members at the preceding Annual General Meeting.
- D. maintaining such bank, building society or other accounts as it deems fit for holding the funds of the Association. The 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 committee for all financial transactions as and when required, and prepare a report and statement of accounts duly audited, for each Annual General Meeting. The

signatures of the Treasurer and one other authorised member of the committee shall be required on the paperwork for the payment of monies out of the Association but the signature of the treasurer shall be valid on cheques up to a payment level decided from time to time by the Committee.

- E. holding meetings as often as it deems fit but at least four times per year. Additionally it can hold a meeting provided that it shall do so within 28 days of a written request to the Secretary signed by at least four Committee members;
- F. exercising its discretion over membership as provided in 4.3 and vary the rates of subscription between different classes of membership(e.g. it may set a reduced rate for junior members);
- G. The Committee may from time to time appoint and disband sub-committees as may be deemed necessary, and may delegate to them such powers or duties as may be deemed to be expedient. Such sub-committees shall conduct their business as directed by the committee.
- H. recommending to the AGM the appointment of one or more Vice-Presidents;
- I. deriving funds from any source it deems appropriate.
- J. The Committee shall be mindful when appointing members to sub committees or specific task of any problem of a conflict of interest.

MEMBERSHIP

4.1 All members of the Association must be Player Members of the EBU

4.2 Classes of membership shall include:

- A. Member- a Player Member of the EBU who has their primary allegiance recorded with the EBU as being with the Association.
- B. Associate member- a Player Member of the EBU who does not have their primary allegiance with the EBU as being recorded with the association.

4.3 Life Membership

The committee of the Association may honour long standing members for their service to the Association by electing them to life membership of the Association. A Life Member of the Association shall automatically become a paid up member of the Association for each Membership Year whilst they remain a Playing Member of the EBU and shall not be required to pay any annual subscription for their Association membership category.

4.4 A Player Member of the EBU shall become a member of the Association when their primary allegiance to the Association is recorded with the EBU.

4.5 A Player Member of the EBU who does not have their primary allegiance recorded with the Association can become an associate member of the Association by meeting its terms and conditions in force at the time of the request for membership.

4.6 A member of the Association must be a paid up full 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.

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

4.8 A member of the Association becomes a paid up member through payment of any Association Pay to Play component when participating in events at an affiliated Duplicate Bridge Club, and/or through payment of an annual subscription for their Association membership category.

4.9 If any member has not paid their annual subscription by 31st May then that Association member will not be able to vote at the AGM as a paid up member.

4.10 A member ceases to be a paid up member on 31st May if at that date the member has not paid any outstanding annual subscription. That member can subsequently become a paid up member on payment of the current Membership Year's subscription, but this late payment shall not override clause 4.9 above.

4.11 For the avoidance of doubt, if a member is within a membership category that has a nil Pay to Play Association component and a nil annual subscription for a Membership Year, then that member shall automatically become a paid up member for that membership Year.

5. OFFICERS

5.1 Chairman

The Chairman shall:

- A. normally chair general and Committee meetings provided that he or she shall vacate the chair on being so required by a vote from the floor and may vacate the chair at any time;
- B. have the right to exercise an additional vote in the case of any poll resulting in a tie at any general or Committee meeting. If the Chairman declines to exercise this additional vote, the resolution shall be lost.
- C. be an EBU shareholder on behalf of the Association.

5.2 Secretary

The Secretary shall:

- A. be the proper Officer for the receipt of notices and correspondence concerning the Association;
- B. be responsible for receiving requests to hold Extraordinary General Meetings, resolutions for inclusion in the agenda of the AGM and nominations for the Committee on behalf of the President;
- C. make available to members copies of this constitution and of any rules and bye-laws.

5.3 Treasurer

The Treasurer shall:

- A. maintain a record of the Association's financial transactions;
- B. receive and disburse funds;
- C. prepare a financial statement for the year ending 31st March, make it available to the auditor(s) and present it to the AGM.

5.4 Vice Chairman

The vice chairman shall

- A. chair Committee meetings in the absence of the Chairman
- B. act as stand in Chairman in the Chairman's absence or incapacity or if a vacancy in that post exists.

6. MEETINGS of the ASSOCIATION

6.1 A General Meeting shall be held each year, between 1st April and 30th June. At least 60 days written notice of the date shall be given to all members. The place, time and date of the AGM shall be determined by the Committee

6.2 A request for a Special Resolution from a paid up 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 21 days before the date of the AGM. The request must be supported in writing by two other paid up members of the Association.

6.3 The Secretary shall publish all nominations to serve on the Committee no later than 14 days before the AGM.

6.4 the agenda shall be circulated, in writing, to all members at least 14 days before the date of the meeting. Publication of the agenda on the Association website will be deemed to comply with the requirement for circulation.

6.5 The agenda shall include:

- a. receipt of reports and adoption thereof
- b. receipt and adoption of accounts
- c. appointment of auditor(s)
- d. election of Officers and Committee
- e. ratification of membership subscription rates
- f. appointment of Vice Presidents
- g. honoraria
- h. election of EBU shareholders
- i. Appointment of the President (if necessary)

6.6 An Extraordinary General Meeting shall be convened on the instructions of the Chairman or on receipt of a requisition signed by not fewer than 30 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 on the Association website at least 14 days before the date of the meeting. The meeting shall deal only with such matters. An AGM or an EGM shall be deemed to have been published three days after written details are posted.

6.7 The EGM shall be held no earlier than 14 days and no later than 42 days after the Secretary has received the written request.

6.8 Any vote at an AGM or an EGM, which is tied, shall be split by the casting vote of the chairman of the AGM or EGM.

6.9 The quorum for an AGM or EGM shall be 15 paid up members.

6.10 Any member is entitled to vote at any general meeting by proxy, provided that the nomination shall be valid only if it fulfils the following criteria:

- A. it is in writing and signed by the member;
- B. both the absentee and proxy are members of the Association;
- C. the nomination is notified to the chair before the meeting.

6.11 The Secretary shall be required to arrange a further EGM, if an AGM or EGM respectively fails to reach a quorum. In both circumstances the additional EGM shall be scheduled to occur within the period of 14 days to 42 days after the aborted AGM or EGM. The Secretary shall publish the date, venue and time of the EGM at least 14 days before the date of the additional EGM.

6.12 If the additional EGM once again fails to reach a quorum, the Committee shall be able to take any decisions necessary so that it can continue to manage the affairs of the Association.

6.13 Voting at General Meetings

- a. Any amendment to the Constitution shall only be passed if supported by two thirds of those present in person or by proxy and entitled to vote.
- b. Except as provided in 6.13a above and in Section 13 below all resolutions shall be carried by a simple majority.

7. BEHAVIOUR

7.1 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.

7.2 The Association shall have the powers and the procedures for the enforcement of the requirement in clause 8.1. 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.

8. 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.

9. STATUS AND FINANCE

9.1 The accounts of the Association shall be audited annually and the audited accounts shall be offered annually to the members for adoption.

9.2 Any changes to the rates of subscription shall not act retrospectively.

9.3 All bank or other accounts shall be in the name of the Association and any cheque drawn thereon shall not be valid unless signed by two authorised signatories. Cheques for a value under a certain amount to be decided from time to time by the Committee may be signed only by the Treasurer(see also 3.14D)

9.4 The Committee may decide to offer an honorarium to any Officer of the Committee. If it resolves to do so then this decision must be approved by the Annual General Meeting before any payment is made.

10.. PRESIDENT

10.1 The President of the Association shall be initially elected by the members in general meeting and shall become an ex officio member of the Committee.

10.2 The tenure of the office shall be five years but the office holder maybe reappointed by the AGM

10.3 Notice of a presidential vacancy shall be sent to all members at least 21 days before any general meeting at which the ballot will be held.

10.4 Nomination must be received at least 14 days before the meeting at which the ballot will be held. Three proposers shall be required and all shall be paid up members of the Association.

10.5 The President shall receive free entry to Association events for the duration of their term of office

11. CONSTITUTIONAL INTERPRETATION

Any issue of interpretation of this Constitution shall be resolved by the Committee whose decision is binding until or unless upset at an AGM or EGM. The Committee shall determine any point not covered by the Constitution. In any conflict between EBU and Association rules the EBU rules shall take precedence.

12. DISSOLUTION

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 dissolution shall be distributed as the EGM sees fit.

13. DISCIPLINARY PROCEDURES

- A. The Association shall have a Conduct Committee which shall comprise from three to five members and be appointed by the Committee annually. A quorum of any meeting is three members. It shall act by simple majority vote. In the event of a tie the chairman (or in the absence of the chairman the member appointed by the Conduct Committee as chairman) shall have a second and casting vote.
- B. 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.
- C. The Committee of the Association shall appoint a Disciplinary Committee through its powers to appoint sub committees. 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.
- D. 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.
- E. 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.
- F. If the Conduct Committee decides that the complaint is not justified, all parties shall be notified and the matter ended. 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.
- G. a report of the Disciplinary Committee's findings and decisions will be made in writing to the next full Committee meeting.
- H. the Disciplinary Committee may decide:
- that the member be reprimanded.
 - that the member be suspended from all or some of its competitions sponsored or licensed by the Association for such a period as it shall determine.

- in addition 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 sub committees thereof for such a period as it determines.
- I. sanctions shall be communicated, in writing, to the member to take effect 21 days from the date the decision is made.
- J. the member found guilty of a disciplinary offence may appeal to the EBU Laws and Ethics Committee within 21 days of receiving the written decision. Any appeal must be made in writing and lodged with the Secretary of the Laws & Ethics Committee
- K. The original decision will not take effect until any appeal has been heard.
- L. 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.
- M. The terms Disciplinary Rules and Disciplinary Offence have the meaning set out in the Bye Laws of the EBU.

Last revision March 2010

Approved by the EBU March 2010

Approved by the membership of MCBA