

**WARWICKSHIRE CONTRACT BRIDGE ASSOCIATION**

**CONSTITUTION**

**1. TITLE AND CONSTITUENT MEMBERSHIP**

- 1.1 The Warwickshire Contract 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 Duplicate Contract Bridge in the County of Warwickshire and assist in its development at all levels.
- 2.2 To organise and promote County championships and other appropriate competitive events, and encourage participation in inter-club, inter-county and national competitions.
- 2.3 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 Executive Officers:-
  - a) Chairman (who acts as the chair of the Executive Committee)
  - b) Vice Chairman
  - c) Secretary
  - d) Treasurer
  - e) Competitions Secretary
  - f) Match Secretary
  - g) Immediate past Chair and Treasurer for a period not exceeding 2 years.

and not more than ten other members of the Association, who together with said Officers, will form the Executive Committee (also known as the Council).

- 3.1.1 All Officers (apart from immediate past Chair and Treasurer) 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 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 six members and, in the event of a tie on votes cast, the Chair of the meeting, shall have the casting vote.
- 3.3 Every affiliated Club shall be entitled to nominate a representative who may attend and speak (but not vote) at Executive Committee meetings
  - 3.3.1 The Secretary shall send to every affiliated Club a copy of the Agenda for all forthcoming meetings, and copies of the Minutes of such meetings.

- 3.3.2 The Executive Committee can if it so wishes permit the attendance at its meetings of any paid up member, who may with the permission of the Chair, be allowed to speak, but not vote.
- 3.4 The Executive Committee shall have the power (a) to co-opt any paid up member to assist in the furtherance of the Association's objectives and (b) to fill any casual vacancies.
- 3.5 The Executive 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 Executive Committee.
- 3.6 Day to day business of the Association shall be dealt with by the elected Officers. Any action taken in respect of a matter of urgency but not requiring a special meeting, shall be reported to the full Committee for consideration at the next available meeting.
- 3.7 The Executive Committee is responsible for the control of all monies and assets of the Association.
- 3.7.1 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 audited, for each Annual General Meeting.
- 3.7.2 The signatures of the Treasurer and one other authorised Officer shall be required on all documents of a financial nature, and for the payment of monies out of the Association, save that the Treasurer shall be deemed to have personal authority to make individual payments not exceeding £150 in the normal course of the Association's business. This amount may be varied or extended with the consent of the Executive Committee.

#### **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 allegiance to the Association is recorded with the EBU.
- 4.3 A Player Member of the EBU whose primary allegiance is not with the 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 1st April to 31st March.
- 4.6 A member of the Association becomes a paid up member through payment of any Association Pay to Play 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 (if any) by 31<sup>st</sup> May then that Association member will not be able to vote at the following AGM as a paid up Association member.
- 4.8 An Association member ceases to be a paid up Association member on 31<sup>st</sup> 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 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 Pay to Play 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 Pay to Play County component and each of the Association member category's annual subscription, for the Membership Year starting in the following 1 April, 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 Player Member of the EBU who does not have primary allegiance recorded with any Association

## **5. LIFE MEMBERS**

- 5.1 The Executive Committee of the Association may honour long standing members for their service to the Association by electing them to life membership of the Association.
- 5.2 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 fee for their the Association membership category. In addition a Life Member of the Association shall not be required to pay the entrance fee to any of its county competitions.

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

- 6.1 An Annual General Meeting of the Association shall be held in June of each year, or as near as possible thereto. The place, date and time of the Annual General Meeting shall be determined by the Executive Committee.
- 6.2 The ordinary business of the meeting shall comprise submission of the Reports of the Chairman and Treasurer, adoption of the Accounts, ratifying the membership subscriptions, election of Executive Committee Officers, and members, and appointment of an Independent Financial Examiner.
- 6.3 A request for a Special Resolution from a 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 before the date of the AGM. The request must be supported in writing by two other paid up members of the Association.
- 6.4 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 in writing by another paid up member of the Association.
- 6.5 The Secretary shall publish all nominations to serve on the Executive Committee on the County website no later than three weeks before the AGM.
- 6.6 An Extraordinary General Meeting shall be convened on the instructions of the Chairperson or on receipt of a requisition signed by not less than 12 members and stating the purpose of such a meeting, the motions proposed or a statement of the matters to be discussed. The meeting shall deal only with such matters.
- 6.7 The EGM shall be held no earlier than 28 days and no later than 42 days after the Secretary has received such instruction or written request.
- 6.8 Notice of an AGM or an EGM shall be given to all members of the Association at least 21 days before the date of the meeting together with an agenda listing the ordinary and special business to be transacted.
- 6.8.1 Notification to members of affiliated Clubs will be given via their Clubs or (if specifically requested) by post or email. Dual and Direct members will have notification sent to them by post or email. Notification may also be made via the County website or by entry in the County column in the English Bridge magazine. Other methods may be used when available.
- 6.8.2 The date place and time of the meeting shall be posted in the Association's calendar and on the Association's website as soon as it is known. Notice shall be deemed to have been given seven days after written details are posted (and this shall include e-mail posting) by the Secretary to the Secretaries of the Association's affiliated clubs, or to members individually at their last known address.
- 6.8.3 The Secretary shall make every reasonable effort to comply with any information received from Members as to any change of address, or Club, or any reason why notification might not be received, but lack of notice personally received by any individual member shall not invalidate the meeting.
- 6.9 The quorum for an AGM and EGM shall be twenty paid up members.
- 6.9.1 If an AGM or EGM respectively fails to reach a quorum, the Secretary shall be required to arrange a further EGM. In both circumstances the further meeting shall be scheduled to occur within the period of 28 days to 42 days after the aborted AGM or EGM. The Secretary shall publish the new date, venue and time of the meeting at least three weeks before the date thereof.
- 6.9.2 If the additional meeting 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.
- 6.10 Any vote at an AGM or an EGM which is tied shall be split by the casting vote of the Chair.

- 6.11 Every question to be voted upon shall be decided by a show of hands in the first instance. A ballot may be directed by the Chair, or by not less than five persons present and entitled to vote. All contested elections shall be by ballot.

## **7. MEMBERS' 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 7.1. 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. 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.

## **10. 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. Disposal of the net assets of the Association on a dissolution shall be decided by a simple majority of the paid up members attending the dissolution meeting.

## **11. INTERPRETATION**

On all questions of interpretation of the Constitution the decision 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.

### **Schedule of Disciplinary Procedures**

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

This Schedule is referred to under clause 7.2 of the Constitution and prescribes the powers and procedures for enforcement. They will comply with and follow the EBU disciplinary procedures and any variation 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 7.1 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 7.1 of the Constitution, must do so in writing to the Secretary or the Chairperson of the Association.

## **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 (formerly known as the Law & Ethics 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. 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 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 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.

## **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.