

CONSTITUTION [RULES] OF THE BUSSELTON BRIDGE CLUB INCORPORATED [BBC]

20 DEC 2017

1. Name

Busselton Bridge Club Incorporated

2. Objectives

- a. To provide a meeting place for Bridge players
- b. To hire or acquire premises
- c. To foster and encourage the playing of Bridge
- d. To foster and encourage an harmonious bridge playing environment
- e. To do such things as are incidental to the attainment of these objectives

3. Membership

a. Application

1. Membership is open to all persons wishing to play bridge.
2. Application for membership is to be submitted to the Management Committee [MC] for consideration and decision using the official application form.

b. Term of Membership

1. Membership commences immediately the committee approves an application & the relevant fees are paid.
2. Membership continues until the member
 - Resigns and has their resignation accepted by the committee **or**
 - Fails to pay member fees and charges by the due date unless an extension is agreed in advance with the committee **or**
 - Has their membership terminated by the committee

c. Life Membership

1. Exceptional service to the club may be recognised by the award of life membership.
2. Life members have all of the rights, privileges and obligations of membership
3. Nominations for Life Membership are to be proposed by the MC and approved at an Annual General Meeting [AGM].

4. Register of Members.

- a. The Honorary Secretary [Sec] shall maintain a register of members in which is recorded each member's name, address, telephone number(s), email & ABF number
- b. Each member is required to advise the Sec of any change in their Register details
- c. Any member may inspect the Register in a form and at a time and place agreed with the Sec
- d. The MC may approve a request from a member for a copy of the Register or to inspect other records and documents subject to such conditions and payments as it determines.

5. Subscriptions and Fees

- a. An annual membership fee (subscription) will be payable within 30 days of the end of each membership year
- b. The fee is to be set at each AGM
- c. Each membership year commences on January 1st and ends on December 31st
- d. Additional fees may be determined by the MC for entry to competitions, other events and for visitors

6. Management Committee [MC]

- a. The control and management of the BBC is vested in a Management Committee (MC) of at least 7 but not more than 9 elected from the members of the Club
- b. At all meetings of the committee four members shall form a quorum, the President shall have the casting vote as well as an ordinary vote and the President may adjourn the meeting from time to time.

No less than six meetings shall be held throughout the year.

- c. Members of the MC shall be elected at each AGM and serve until the next following AGM
- d. The MC shall comprise a President [P], a Vice-President [VP], an Honorary Secretary [Sec], an Honorary Treasurer [Treas], an Honorary Tournament Director [TD] & at least 2 but not more than 4 ordinary members
- e. Members of the MC are entitled to stand for re-election except that the President, Vice-President, Secretary and Treasurer may not serve more than 3 consecutive terms in their respective positions without a break of at least 1 year from that position

f. Members of the MC are to be elected by secret ballot at each AGM from among members who have been nominated in a manner specified by the MC and have accepted that nomination.

g. A person is ineligible for election if they are bankrupt **or** have their affairs managed under insolvency laws or has been convicted of an indictable offence in the management of a body corporate in the previous 5 years **or** who has been convicted of an offence involving fraud or dishonesty punishable by at least 3 months imprisonment in the last 5 years **or** has been convicted of an offence where a person has allowed an association to operate while insolvent in the last 5 years

h. Committee membership commences at the closure of the AGM

i. Early termination of Committee membership:

1) A member may resign in writing from the MC and their resignation is effective immediately it is accepted by the MC

2) Any or all of the MC members may have their membership of the Committee terminated by a decision of an EGM convened for that purpose

j. A vacancy caused by a resignation or termination of membership of the MC or from any other cause may be filled by invitation of the MC to an eligible member to complete the term of the member they are to replace

k. Committee members must declare material personal interests in any matter under consideration by the MC and may not participate in decisions about those matters. Such declarations must be recorded in the minutes and disclosed at the next General Meeting of the Club

l. Roles & Responsibilities of Office Bearers

(1) The President [P]

- Is subject to direction of the MC
- Shall preside at all General and Committee meetings when present

(2) The Vice- President [VP]

- Is subject to direction of the MC
- Shall preside at any General or MC meeting in the absence of the President
- Shall act for the President in their absence

(3) The Honorary Secretary [Sec]

- Is subject to direction of the Committee
- Shall maintain all official records of the club including the Register of Members in a secure manner

- Is responsible for all official correspondence
- Shall distribute notices of meetings, agenda papers and other material as appropriate
- Shall make and keep minutes of all General and MC meetings
- Shall submit any report required by statute

(4) The Honorary Treasurer [Treas]

- Is subject to direction of the MC
- Shall keep accurate records of all income, expenditure and assets
- Shall make such payments and disbursements as are authorised by the MC
- Shall report on the financial position of the Club at each General and Management Committee meeting
- Ensure that annual financial statements are prepared, audited and provided to the MC & to members at the AGM
- Submit financial reports required by statute through the Sec

(5) The Honorary Tournament Director [TD]

- Is subject to direction by the MC
- Shall perform the duties and exercise the powers described in Laws 81-91 of the Laws of Contract Bridge as amended from time to time
- Shall prepare and organise a programme of events including Club Championship, Pairs, teams and individual events, inter-club and social matches as determined by the MC
- Shall maintain a record of results and of members' performance

7. Financial Management

a. The property & income of the Club must be applied solely towards the promotion of the objects of the Club and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to any member except in good faith in the promotion of those objects.

- b. The Financial year of the club shall be commence on October 1 and conclude on September30 of the next following year.
- c. The MC may open and operate bank accounts as it deems necessary
- d. Club expenditure may be incurred only with the approval of the MC
- e. At least 2 office holders must sign cheques, deposit and withdrawal forms or other negotiable instruments for and on behalf of the club except that the MC may adopt alternative arrangements for transactions of less than \$500.00
- f. No payments may be made to any member except for the reimbursement of goods & services supplied at the request of the Club and approved for payment by the MC
- g. The MC shall appoint an Auditor endorsed by the AGM

8. General Meetings

- a. All members are entitled to receive notices of and to attend each General meeting
- b. The MC may invite Non-members to attend General Meetings where they may be heard but not vote. They will leave the meeting when requested to do so by the Chairman.
- c. The Annual General Meeting [AGM] is to be held within 60 days of the end of the Club's Financial Year
- d. Extraordinary General Meetings [EGM]are to be convened:
 - 1) By resolution of the MC
 - 2) At the request in writing to the MC of at least 10% of members. Such a request must specify the reason for requesting the meeting
- e. The Sec is to circulate to each Member a notice of each General Meeting at least 14 days prior to the scheduled meeting. The notice is to contain details of the time and place of the meeting, an agenda specifying the order of business and supporting information, if any.
- f. For the AGM, the order of business shall be
 - Confirmation of the minutes of the previous AGM
 - The President's report
 - The Hon Treasurer's report which shall contain an audited statement of receipts and expenditure and balance sheet showing all assets and liabilities
 - Appointment of an Auditor
 - Election of the Office Bearers and other members of the Management Committee

- Determination of member subscriptions for the following year
- Any other business specified in the Notice of Meeting

No other business may be undertaken at an AGM

- g. For an EGM, the order of business is limited to that for which the meeting is called and no other business may be undertaken
- h. The quorum for an AGM and for an EGM is 15 members present in person or by proxy lodged in writing with the Secretary at least 24 hours prior to the scheduled meeting. Subject to the approval of the MC in each instance, a member may participate by electronic means in real-time provided they can be heard and can hear the proceedings simultaneously with those attending in person. Requests to participate by such means are to be submitted to the Sec at least 72 hours prior to the meeting and approval is dependent on the availability of suitable technology.
- i. Should a quorum not be present within 15 minutes of the scheduled commencement time of an AGM, the Chairman may elect to wait a further 15 minutes. In the absence of a quorum at the expiry of the allotted time the meeting is to be abandoned and rescheduled not more than 1 week later at the same time and place.
- j. Should a quorum not be present for an EGM within 15 mins of the scheduled commencement time the Chairman may elect to wait a further 15 minutes. If a quorum is not present at the expiry of the allotted time the meeting is to be abandoned and is not rescheduled.

9. Changing the Rules [Constitution]

- a. The Rules may be amended only at a General Meeting at which a simple majority of those entitled to vote support the changes

10. Common Seal

- a. The Common Seal of the Club shall be kept in the care of the Hon Sec
- b. The Seal may only be used or affixed to any deed or other document pursuant to a resolution of the MC and in the presence of two MC members both of whom shall subscribe their names as witnesses

11. Dissolution of the Club

- a. The Club may be wound up by resolution of 75% of those present and entitled to vote at an Extraordinary General Meeting.

b. If at the winding up of the club there remain assets after the satisfaction of all debts and liabilities, the same shall not be paid to or distributed to any current or former member but shall be given or transferred to either:

- Some other Association incorporated under the Act and having objects similar to the BBC &/or
- Charitable purposes

c. The distribution referred to in 11.b shall be determined by resolution of a simple majority of those members attending and entitled to vote at the EGM

12. Tournaments

A. All tournaments sponsored by the Club shall be conducted under the then current International Code of Laws of Duplicate Contract Bridge and such code shall, so far as it is not inconsistent with these Rules be deemed to be part thereof

13. Complaints and Disputes

a. All parties to a complaint or a dispute must use their best endeavours to resolve the complaint or dispute expeditiously

b. Appointment of a Recorder

(1) The MC shall appoint a club member of high standing to the role of Club Recorder who shall be bound by Terms of Reference determined by the MC. The appointment shall be for 1 year and may be renewed provided that the appointee may not serve more than 3 consecutive years without a break of at least 1 year.

(2) The Recorder shall consider verbal or written complaints regarding behaviours or other issues to do with conduct at the playing table or on the Club premises and shall attempt to resolve those complaints in accordance with the Terms of Reference of their appointment

(3) The Recorder may determine that issues referred to them for resolution require determination by the MC and shall refer them to the Committee in writing for consideration under the Disciplinary provisions of these Rules

c. Upon receipt in writing of a report from the Recorder on a complaint or dispute, the MC shall, after proper consideration, determine an appropriate course of action which may include reprimands, formal warnings, suspension or expulsion from the Club

d. Disciplinary Action

(1) Disciplinary action may be taken by the MC against any Member who contravenes any of these rules or who acts detrimentally to the interests of the Club

(2) Upon receipt of a verbal or written complaint from or about a member, the MC may refer the matter to the Recorder in the first instance

(3) With or without the advice of the Recorder the MC may determine the matter by one or more of the following

- Dismissing the complaint in part or in whole or resolving to take no further action on the dispute
- Reprimanding the member or members concerned including by issuing formal warnings
- Suspending the Member or Members for a defined period of up to 6 Months
- Expelling the Member or Members

(4) Prior to determining any matter under these provisions, the MC shall give the Member or Members at least 14 days written notice of the issues to be addressed and shall provide an opportunity to the Member[s] to address the MC in writing and/ or in person before it makes its determination. Nothing shall prevent the MC from determining the matters if the Member fails to take up the opportunity to address the MC.

(5) A decision of the MC to suspend or expel a Member shall take immediate effect

(6) The MC must give the Member written notice of the decision and the reasons for it within 7 days after the MC meeting at which the decision is made

(7) A decision to suspend or expel a Member may be appealed by the Member to the State Administrative Tribunal

(8) Consequences of Disciplinary Action

a. During the period of a member's suspension or following their expulsion, the member loses any rights arising from their membership and is not entitled to a refund, rebate, relief or credit for membership fees paid or payable

b. The Sec must record in the Register of Members that the member has been disciplined, the nature of the disciplinary action, the date from which it takes effect and end date, if any.

c. At the conclusion of a period of suspension, the Sec shall record in the Register of Members that the Member is no longer suspended

14. By-Laws

a. The MC may develop By-Laws to assist in the management of the Club provided they are not inconsistent with these Rules.

b. Proposed By-Laws require adoption by formal resolution at a General Meeting before they take effect.

Adopted at the Annual General Meeting on ../11/17.