**GLENELG CONTRACT BRIDGE CLUB INCORPORATED**

**CONSTITUTION**

**1 NAME**

The name of the club is ‘GLENELG CONTRACT BRIDGE CLUB INCORPORATED’.

**2 DEFINITIONS**

Unless stated to the contrary:

* COMMITTEE means the Management Committee of the Club.
* DAYS means calendar days.

\* GENERAL MEETING means a General Meeting of the Club convened

in accordance with these rules.

\* MEMBER means a financial member of the Club.

\* RULES means the statements defining the philosophy, principles, objectives, or operational procedures of the club.

* THE ACT means the Associations Incorporation Act, 1985; or subsequent legislation.
* WRITTEN NOTICE includes electronic communications.

**3 THE OBJECTIVES OF THE CLUB**

3.1 To provide facilities for members to play the game of Contract Bridge.

3.2 To support and promote the game of Contract Bridge consistent with

3.1 and 3.3 of this section. To this end the Club will remain affiliated with the Australian Bridge Federation Inc. and the South Australian Bridge Federation Inc.

3.3 To provide non-discriminatory social contact between members of the Club and members of other clubs through the playing of Contract Bridge.

3.4 The Club is a non-profit organisation and shall at all times be operated for the benefit of members.

3.5 Play shall be governed by the current International Laws of Contract Bridge.

**4 THE POWERS OF THE CLUB**

For the purpose of carrying out its objectives the Club may, subject to the Act and this Constitution:

4.1 Acquire, hold, deal with, and dispose of any real or personal property.

4.2 Open and operate bank accounts with a government approved Financial Institution.

4.3 Invest money in any security in which Trust Money may by Act of Parliament be invested.

4.4 Borrow money upon such terms and conditions as the Club considers

appropriate.

4.5 Enter into any other contract considered necessary or desirable in the

interests of the Club.

**5 AUDITOR**

The Club shall, at each Annual General Meeting, appoint an Auditor. The Auditor shall have such qualifications as are specified in the Act.

**6 PATRON**

The Club may at an Annual General Meeting appoint a Patron.

**7 MANAGEMENT COMMITTEE**

7.1 The affairs of the Club shall be administered by a Management Committee which shall consist of the following officers: President, Vice-President, Secretary, Treasurer and up to six Committee members.

7.2 Committee meetings shall be held as and when required, provided that a Committee meeting must be held at least once in two months.

7.3 A Committee meeting shall be called upon the request of at least two Committee members. Committee members shall be given reasonable notice of the time, place and purpose of the proposed meeting.

7.4 The quorum for a Committee meeting shall be five, and motions shall be passed by a simple majority of those present and voting.

7.5 The Secretary shall be the Public Officer of the Club and shall perform all the duties of the Public Officer under the Act, including:

- keep a written record of the minutes of all meetings.

- send copies of the minutes to committee members within two weeks of each meeting by means of email.

- post copies of relevant correspondence, notices and minutes (once they have been ratified by the Committee) etc. on the club Notice Board

- maintain an up-to-date register of club members.

- handle all correspondence on behalf of the club.

7.6 Committee members shall serve for a period of two years; three Committee members shall retire each year.

7.7 In the absence of the President, the Vice-President shall assume their duties, and should the President be unable to complete their year in office, the Vice-President shall become the President for the remainder of the year.

7.8 The office of a Committee member shall become vacant if a Committee member is:

- disqualified from being a committee member by the Act.

- expelled as a member under these rules.

- permanently incapacitated by ill health.

- absent without apology from more than four meetings in a financial year.

7.9 Should a vacancy occur among the members of the Committee, the remaining members shall have the power to fill the vacancy from the members of the Club and the member so appointed will continue in that position for the remainder of the year.

7.10 With the exception of the three members who were elected at the previous Annual General Meeting, all offices shall be declared vacant at the Annual General Meeting and an election shall be conducted as prescribed in Section 14 of this Constitution.

**8 MEETINGS**

8.1 The President or, in their absence, the Vice-President, shall chair all General and Committee meetings of the Club. It they are unable, a Chairman shall be elected by those present.

8.2 At any meeting of the Club, whether a General meeting or Committee meeting, a motion shall be carried by a simple majority of those present and voting. The Chairman shall have the casting vote, but shall not have a deliberative vote.

8.3 The Secretary shall keep a record of all resolutions of General and Committee meetings.

**9 ANNUAL GENERAL MEETING**

9.1 The Annual General Meeting shall be held within eight weeks after the 31st December each year. Written notice of the Annual General Meeting shall be given to all members at least 14 days prior to the meeting.

9.2 The meeting shall be chaired by the President or, if absent, the Vice President

9.3 The order of the business at the meeting shall be:

i. the confirmation of the minutes of the previous annual general meeting and of any special general meeting held since that meeting.

ii. the consideration of the accounts and reports of the committee.

iii. the election of committee members.

iv. the appointment of auditors (if required).

v. any other business requiring consideration by the club in general meeting.

9.4 The quorum at an Annual General Meeting or at a Special General Meeting shall be twenty-five per cent of the number of financial members, or thirty-five, whichever is the lesser.

**10 SPECIAL GENERAL MEETINGS**

10.1 A Special General Meeting may be called at any time by the Committee and must be called within one month of receiving a written request signed by at least ten financial members. Fourteen days written notice of a Special General Meeting and the business to be considered, shall be given to all members.

10.2 Every requisition for a special general meeting shall be signed by the relevant members and shall state the purpose of the meeting.

10.3 If a special general meeting is not convened within one month, as required by 10.1 above, the requisitioners may convene a special general meeting. Such a meeting shall be convened in the same manner as nearly as practicable as a meeting convened by the committee, and for this purpose the Committee shall ensure that the requisitioners are supplied with particulars of the members entitled to receive a notice of meeting. The reasonable expenses of convening and conducting such a meeting shall be borne by the club.

10.4 The meeting shall be chaired by the President or, if absent, the Vice President. If neither are present the first action of such meeting will be to elect a chairman.

10.5 A member shall be entitled to appoint in writing a person who is also a member of the club to be their proxy, and attend and vote at any general meeting of the club.

**11. NOTICE OF GENERAL MEETINGS**

11.1 Subject to 11.2, at least 14 days’ notice of any general meeting shall be given to members. The notice shall set out where and when the meeting will be held, and particulars of the nature and order of the business to be transacted at the meeting.

11.2 Notice of a meeting at which a special resolution is to be proposed shall be given at least 14 days prior to the date of the meeting.

11.3 A notice may be given by the club to any member by handing the member the notice personally, or by sending it by email.

**12. POLL AT GENERAL MEETINGS**

12.1 If a poll is demanded by at least five members, it must be conducted in a manner specified by the person presiding and the result of the poll is the resolution of the meeting on that question.

12.2 A poll demanded for the election of a person presiding or on a question of adjournment must be taken immediately, but any other poll may be conducted at any time before the close of the meeting.

**13. SPECIAL AND ORDINARY RESOLUTIONS**

13.1 A special resolution is one passed at a duly convened special general meeting of the members of the Club, provided that at least 21 days written notice specifying the intention to propose the resolution has been given to all members of the club; and that it is passed at the meeting by a majority of members of the club voting in person or by proxy.

13.2 An ordinary resolution is one passed at a normal meeting of the management committee by a simple majority.

**14. ELECTION OF THE MANAGEMENT COMMITTEE**

14.1 Candidates for election must be nominated by a financial member and must signify their willingness to be nominated, either in writing, or personally at the Annual General Meeting.

14.2 Should more than the required number be nominated for any position, a secret ballot shall be conducted in accordance with the following procedure:

14.2.1 Members shall vote for as many candidates as there are vacancies.

14.2.2 The candidate obtaining the highest number of votes shall be elected provided that a candidate shall not be elected unless the number of votes he receives is more than half of the number present and voting.

14.2.3 If an office is not filled in the first ballot, a new ballot shall be held,

eliminating any candidate already elected on the first ballot, with members voting for as many candidates as there are remaining vacancies. This procedure shall be repeated until all vacancies have been filled.

14.2.4 If no candidate is elected on any ballot, the candidate receiving the least number of votes shall be eliminated from the subsequent ballot.

**15. MEMBERSHIP**

15.1 Any person interested in playing contract bridge may become a member of the Club. The application shall be in writing. Upon payment of the prescribed fees, the applicant shall be a member of the Club.

15.2 The Committee may recommend Honorary Life Membership at a General Meeting of the Club. Life members shall enjoy all the rights and privileges of ordinary members.

15.3 A member may resign his membership by giving notice. However, such a member shall be liable for any outstanding subscriptions.

15.4 No Member shall be entitled under these Rules to derive any profit, benefit, or advantage which is not shared equally by every Member of the club except as specifically provided herein.

**16 SUBSCRIPTIONS**

16.1 Annual subscriptions shall become due immediately after the Annual General Meeting at which the fee is set. A member whose annual subscription remains unpaid for 90 days shall cease to be a member, unless the Committee grants an extension of time to pay.

16.2 A new member who joins after 30th September in any year shall pay half the annual subscription.

16.3 The amount payable for table fees shall be determined by the Committee.

**17. FINANCES**

17.1 The income and capital of the Club shall be applied exclusively to the promotion of its objectives and no portion shall be paid or distributed directly or indirectly to members or their associates except as bona fide remuneration of a member for services rendered or expenses incurred on behalf of the Club.

17.2 The Treasurer shall keep a record of all receipts and payments and shall keep books of account recording the financial affairs of the Club.

17.3 The Treasurer shall present a financial statement to each Committee Meeting and shall present an Audited statement to the Annual General Meeting, giving details of the financial affairs for the previous year.

17.4 The financial year shall run from 1st January to 31st December.

17.5 The Treasurer, with the approval of the Committee, shall maintain bank accounts in the name of the Club in an approved financial institution and shall keep the funds of the Club in these approved accounts.

17.6 Withdrawals or cheques shall be approved/signed by two Committee members nominated for the purpose by the Committee.

**18. CONDITIONS OF PLAY**

18.1 Times and places of tournaments shall be determined by the Management Committee.

18.2 The Committee shall have the power to determine the conditions of play and may delegate such power to a Tournament Committee or Director.

18.3 The Committee may appoint an Ethics Committee comprised of three financial members to resolve any disputes or matters of conduct that arise during match play.

**19. DISPUTES**

19.1 Where there is a dispute between members, or between a member and the Club, then:

 ● the parties to the dispute must meet and discuss the matter in dispute and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

 ● if the parties are unable to resolve the dispute at the meeting the parties may choose to meet and discuss the dispute before an independent third person agreed to by the parties.

19.2 Where the Committee exercises any power of adjudication in relation to a dispute between the members, or a dispute between itself and members of the Club, the rules of natural justice must be observed.

**20 DISCIPLINE**

20.1 All parties to disciplinary procedures have a responsibility to maintain confidentiality at all times.

20.2 The Committee may suspend a member upon a complaint of misconduct detrimental to the interests of the Club until the matter is resolved.

20.3 The member alleged to have offended will be notified in writing by the Secretary of the reason for the action [with details, dates, times, etc.] and invited to submit written or oral evidence on his or her behalf. Particulars of the complaint will be communicated to the member at least one month before the meeting at which the matter will be determined. This period may be reduced by mutual agreement.

20.4 The member and the Committee may invite witnesses if considered appropriate.

20.5 The determination of the Committee shall be communicated to the member, and in the event of an adverse determination the member shall cease to be a member 14 days after the Committee has communicated its determination to the member.

20.6 The member may appeal against the decision by written notice within 14 days of receipt of it, lodged with the Secretary.

20.7 The Committee shall again consider the appeal. Its decision after the appeal shall be final. A member whose appeal is rejected shall have no further right of appeal.

**21. ALTERATIONS TO THE CONSTITUTION**

21.1 The Constitution shall not be altered except at a General Meeting of the Club. Notice of the proposed alterations shall be presented in writing at least fourteen days earlier at all regular sessions of the club.

21.2 The Committee may propose such alterations to the Club, on the agreement of two-thirds of the members of the Committee. Any financial member of the club may suggest such alterations to the Committee, who may, at their discretion, bring the suggested alterations to a duly constituted meeting of the Club.

21.3 As indicated in section 9.4 the Quorum for such a meeting shall be one-quarter of the members entitled to vote or thirty-five, whichever is the lesser.

21.4 As indicated in section 13 a majority of members of the club voting in person or by proxy is required to adopt the alteration/s.

21.5 The Constitution and any alterations to it, shall be registered as required by the Act.

**22. CLUB BY-LAWS**

22.1 The Management Committee may make by-laws relating to various sections of this constitution for the purposes of interpretation, application or operational procedures.

22.2 The Committee shall be authorised to carry out any action, not inconsistent with this Constitution or the Act, which is deemed in the interests of the Club.

**23. DISSOLUTION OF THE CLUB**

23.1 Any decision to dissolve the Club shall require a Special Resolution at a duly convened Special General Meeting, provided that -

(i) at least 21 days written notice specifying the intention to propose the resolution as a special resolution must been given to all members of the club; and

(ii) it is passed at a special general meeting by a majority of not less than 75% of such members of the club voting in person or by proxy at that meeting.

23.2 Notice of the proposed dissolution shall be presented to all members in writing at least 21 days earlier, as well as being posted in a prominent place at all regular sessions of the club for 21 days.

23.3 In the event of such dissolution, all the assets of the Club, including cash and equipment shall be vested in / transferred to the South Australian Bridge Federation Inc to sell or distribute at their discretion, with preference to their affiliated Contract Bridge clubs.