



## **CONSTITUTION OF THE LONDON METROPOLITAN BRIDGE ASSOCIATION**

1 The Association shall be called the London Metropolitan Bridge Association, which name may be abbreviated to MetroBridge, LMBA, or any other related name that the Committee may from time to time determine.

### **2 AFFILIATION**

The Association shall be affiliated to the English Bridge Union (EBU) and shall comply with the rules, regulations and bye-laws of the EBU wherever these are appropriate.

### **3 OBJECTS**

The objects of the Association shall be to promote and organise bridge in the Greater London area. In this respect it will:

- a) co-operate with the EBU and Bridge Great Britain in the organisation of events promoted from outside the Association;
- b) organise County level events within the Greater London region;
- c) assist where appropriate with the promotion and organisation of events at District or Club level.

In each case the principal interpretation of 'event' is in respect of bridge competitions but similar objects shall apply to all aspects of administration

### **4 MEMBERSHIP**

4.1 Classes of membership shall include:

- a) Individual (Full): carrying full individual voting rights, privileges and membership of the EBU;
- b) Individual (London only): restricted to individuals who are members of the EBU either through membership of another County Association or by direct affiliation on a personal basis. This membership class carries all rights attributable to class (a) except that there may be restriction on representing the London Association. Members in this class have their subscriptions reduced by the amount payable to the EBU;
- c) Club: carrying voting rights and privileges for the club;
- d) Association: carrying voting rights and privileges for the association. For the purposes of this rule 'an association' is any group of clubs or quasi-clubs organised in what the EBU would normally term a District organisation (eg Business Houses League).

4.2 Affiliation to the EBU by clubs and/or associations is required for EBU master points to be issued. Individual membership qualifies the member for inclusion in the EBU Master Point scheme.

4.3 Annual membership shall run from 1 April to 31 March so long as any required subscription or affiliation fee has been paid. If renewal of existing membership has not been made by 1 November then it may be suspended. Notwithstanding this the Committee may remove suspension or back-date membership to 1st April or any other date at its absolute discretion.

4.4 Each individual member as well as each person subject to the jurisdiction of the Association shall conform to the standards of fair play, courtesy and deportment prescribed by the Bye-Laws and regulations for the time being of the English Bridge Union.

## **5 OBLIGATIONS OF THE COMMITTEE**

Management of the Association shall be vested in a Committee.

5.1 The Committee shall:

- a) manage the day to day running of the Association;
- b) comprise not more than fourteen elected members of the Association;
- c) elect a Chairman, Secretary and Treasurer from within its number at the first committee meeting following an AGM;
- d) give notice of the AGM and any other General Meetings;
- e) set the rate(s) of subscriptions;
- f) maintain such bank, building society or other accounts as it deems fit for holding the funds of the Association;
- g) have a quorum of five;
- h) ensure that a proper record of all its financial transactions is maintained.

5.2 **Conduct of members.**

- a) The Committee shall consider and rule upon any alleged breach of 4.4 above by its members brought to its attention in writing.
- b) If, in response to a written allegation, the Committee decides that there has been a prima facie breach of 4.4 above it may, at its discretion:
  - (i) take no further action
  - (ii) warn the member as to future conduct by way of admonishment or rebuke
  - (iii) bar the member from specified competitions for a defined period
  - (iv) withdraw all privileges of membership (but not membership itself) for a defined period
  - (v) refer the allegation to the English Bridge Union for consideration by its Laws & Ethics Committee and in so doing shall have fully discharged its responsibilities in the matter.
- c) The Committee shall communicate the findings and decisions under 5.2(b) in writing to the member who shall, except in respect of (v), have 21 days in which to lodge notice of appeal against them in writing to the Secretary of the Association. Any such appeal shall be referred to the English Bridge Union for action in accordance with procedures set out in its byelaws, a copy of which shall accompany the communication of findings.
- d) In the event of an appeal under 5.2(c), the Committee shall not implement any of the sanctions under 5.2(b) unless and until these have been ratified by the English Bridge Union.

## **6 DISCRETIONARY POWERS OF THE COMMITTEE**

The Committee may:

- a) hold meetings as often as it thinks fit, provided that it shall do so within 21 days on a written request to the Secretary signed by at least 4 committee members;
- b) co-opt any Association member to fill a vacancy arising on the committee;
- c) co-opt up to 2 members of the Association in addition to the elected members;
- d) exercise its discretion over membership as provided in 4.3 above;
- e) create and provide with terms of reference such sub-committees as it deems fit;
- f) call a Special General Meeting at any time provided that it shall do so within 30 days of receipt by the Secretary of a written request signed by at least 5 committee members or any 20 members;
- g) vary the rate(s) of subscription (see 5(e) above) between different classes and/or types of membership (eg. it may set a reduced rate for junior members);
- h) derive funds from any sources it deems fit;
- i) make bye-laws and rules to ensure the smooth running of competitions and the handling of any difficulties which may arise;
- j) appoint one or more honorary Vice Presidents;
- k) appoint such other officers to the committee as it deems fit.
- l) Any resolutions made pursuant to powers 6(a) to 6(k) and any bye-laws and rules pursuant to 6(i) may be made in lieu of inclusion in the agenda of the next meeting of the Committee by the Chairman or the Secretary sending the proposed bye-law rule or resolution in writing by first class mail or by electronic mail to all members of the Committee at their last known address and not less than five members of the Committee forming a majority in favour of such a proposal express their agreement in writing or by electronic mail within fourteen days from the date when the said proposal was sent off to them.

## **7 TRUSTEES**

The trustees of the Association shall be the Chairman, Secretary and Treasurer so long as they hold those offices. In the event of dissolution of the Association as provided herein, the trustees shall be responsible for the reasonable disposal of its assets.

## **8 OFFICERS**

**8.1 Chairman.** The Chairman shall:

- a) be an ex officio member of all sub-committees;
- b) 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;
- c) 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.

**8.2 Secretary.** The Secretary shall:

- a) be an ex officio member of all sub-committees;
- b) be the proper officer for the receipt of notices and correspondence concerning the Association;
- c) be responsible for receiving requests to hold Special General Meetings, resolutions for inclusion in the agenda of the AGM and nominations for the committee;
- d) make available to members copies of this constitution and of any rules or bye-laws.

**8.3 Treasurer.** The Treasurer shall:

- a) maintain a record of the Association's financial transactions;
- b) receive and disburse funds;
- c) prepare a financial statement, make it available to the auditor(s) and present it to the AGM.

**9 ELECTION OF COMMITTEE**

9.1 Any individual member of the Association is eligible for election onto the committee.

9.2 Four committee members shall retire at each AGM. The retirements may be voluntary by any member but where this does not create 4 vacancies, those retiring shall be decided by order of seniority of last election. Selection of retirements by members of equal seniority shall be decided by consensus or lot. All retiring members are eligible for re-election.

9.3 Any person coopted onto the committee under 6(b) or (c) above shall retire at the AGM following his or her appointment but is eligible for election.

9.4 Nominations shall be signed by a proposer and seconder who shall both be individual Association members and shall be forwarded to the Secretary at least 7 days before the date of the election.

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

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

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

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

9.9 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.

**10 ANNUAL GENERAL MEETING**

10.1 A General Meeting shall be held each year. At least six months notice shall be given to all members.

10.2 Any resolution for inclusion on the agenda shall be sent to the Secretary at least 60 days before the date of the meeting.

10.3 The agenda shall be circulated all members at least 21 days before the date of the meeting.

10.4 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 committee;
- e) authority for the committee to set subscriptions;
- f) announcement of the appointment of Vice Presidents.

10.5 All individual members are entitled to attend. Clubs and associations are entitled to be represented by one voting member.

10.6 An individual member also representing a club and/or association is entitled to one vote in each capacity.

10.7 Any member is entitled to attend 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 prior to the meeting.

## **11 SPECIAL GENERAL MEETINGS**

11.1 Special General Meetings shall be called in accordance with 6(f) above and at such meetings only the business specified in the notice shall be transacted.

11.2 Notice of a Special General Meeting shall be circulated to all members at least 21 days before the date of the meeting and shall include an agenda and the full text of any resolution to be put.

## **12 VOTING AT GENERAL MEETINGS**

12.1 Each person present in person or by proxy shall be entitled to one vote.

12.2 Clubs and associations are entitled to one vote. Authorised representatives of clubs and associations shall be notified to the chair prior to the start of the meeting.

12.3 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.

12.4 Except as provided in 12.3 above and 18 below all resolutions shall be carried by a simple majority.

## **13 QUORATE AND INQUORATE MEETINGS**

13.1 The quorum at any general meeting shall be 15 including valid proxies.

13.2 An individual member also representing a club or association may count as more than one member.

13.3 In the event of a committee meeting being inquorate it shall be cancelled.

13.4 In the event of a general meeting being inquorate, then the following action shall be taken:

- a) The published general meeting shall be cancelled and replaced immediately by an Emergency Committee Meeting. No prior notice shall be required and the items for discussion shall be those scheduled for the general meeting.
- b) All members attending for the aborted general meeting shall be co-opted onto the committee for the duration of the Emergency Committee Meeting which shall be held forthwith.
- c) Any decision taken by the Emergency Committee Meeting shall be advised to the general membership in writing as soon as is reasonably practical. Thereafter and within a period of 21 days from the date of receipt of such notification, a Special General Meeting may be called as provided in 6(f) and 11 above in order to nullify or amend any decision taken by the Emergency Committee Meeting.
- d) In the special case of the Annual General Meeting the Committee extant shall continue in office either until the next AGM or until removed by a Special General Meeting, whichever is the earlier. In all other respects this clause (13.4(a) to (c)) shall apply.

## **14 STATUS AND FINANCE**

14.1 The Association shall be a non-profit making body. Any surplus arising shall be used for the benefit of members and not distributed.

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

14.3 Any change to the rate(s) of subscriptions shall not act retrospectively.

14.4 All bank or other accounts held pursuant to 5(f) above shall be clearly identifiable as belonging to the Association and any cheque drawn thereon shall not be valid unless signed by an authorised signatory.

## **15 PRESIDENT**

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

15.2 There shall be no limitation to the duration of tenure of the office.

15.3 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.

15.4 Nominations must be received at least 7 days before the meeting at which the ballot will be held. Three proposers shall be required and all shall be members of the Association. Nominations shall include confirmation of the nominee's willingness to accept the office.

15.5 The President shall have free individual membership of the Association for life and also where appropriate of the EBU.

## **16 VICE-PRESIDENTS**

16.1 When the committee makes an appointment pursuant to 6(j) above it shall be announced at an AGM and a vote taken to approve the recommendation.

16.2 Vice Presidents shall have free individual membership of the Association for life and also where appropriate of the EBU.

## **17 CONSTITUTION**

17.1 Any issue of interpretation of this constitution shall be resolved by the Chairman whose decision is final.

17.2 The constitution may be amended only by the members in general meeting.

17.3 Any resolution to effect a constitutional amendment shall be included in the agenda, to which the full text of any proposed change shall be attached.

## **18 DISSOLUTION**

A Special General Meeting shall be called for the purpose of dissolving the Association. If such meeting is inquorate it shall be cancelled forthwith and a postal ballot of the membership held instead. The continuance of the Association shall be dependent on the positive support of:

- a) two thirds of the members present in person or by proxy at a quorate general meeting; or
- b) 20% of the members replying to the postal ballot within 35 days of its publication.

July 2004