

GAUTENG BRIDGE UNION

CONSTITUTION

1. NAME

The name of the organisation shall be GAUTENG BRIDGE UNION, hereinafter called "UNION".

2. ADDRESS

The address of the office of the UNION shall be that of its Secretary, as elected annually, or such official address as may be determined by the EXECUTIVE which is defined in Clause 6 of this Constitution.

3. STATUS AND JURISDICTION

3.1 UNION shall be a member of South African Bridge Federation, hereinafter referred to as "SABF".

3.2 The UNION shall be the body that controls Contract Bridge in the Gauteng Province, other than the area of the Gauteng Province north of the Jukskei River, and all references to Gauteng herein shall be to the Region defined in this Clause.

3.3 Membership of the UNION shall be open to all properly constituted bridge clubs in the Region defined in Clause 3.2., which subscribe to the aims and objects of the UNION and hold regular contract bridge events. Hereinafter, such clubs are referred to as "MEMBER CLUBS".

4. AIMS AND OBJECTS

- 4.1. To promote and further interest in all matters pertaining to the game of Contract Bridge.
- 4.2. To co-ordinate the activities of its MEMBER CLUBS.
- 4.3. To organise, manage and control all forms of Contract Bridge competitions run by the UNION in accordance with current versions of the Laws of Duplicate Bridge.

- 4.4. To settle disputes between MEMBER CLUBS or individual members of MEMBER CLUBS on matters arising out of the playing of Contract Bridge or the holding of any Contract Bridge Contest/Tournament.
- 4.5. To give guidance to Contract Bridge Associations that are not members of the UNION.
- 4.6. To select players, pairs, teams, coaches, managers and other personnel to represent the UNION in inter-regional events.
- 4.7. To organise and arrange an annual calendar of events in the Gauteng Region.
- 4.8. To nominate delegates to the SABF in accordance with the constitution and by-laws of that organisation.
- 4.9. To acquire, own, manage and control moveable and immoveable assets and to open and conduct accounts with banking and deposit-receiving institutions and to have the same powers as are given to companies in terms of the Company Law of South Africa.
- 4.10. Generally to take whatever steps are necessary to promote the aims and objects of the UNION.

5. REPRESENTATION

- 5.1. The affairs of the UNION shall be regulated and controlled by a Board of Management, hereinafter referred to as the BOARD.
- 5.2. The BOARD shall be comprised of DELEGATES appointed by MEMBER CLUBS as defined in Clause 3.3.
- 5.3. Each MEMBER CLUB shall be entitled to appoint one DELEGATE for every one hundred, or part thereof, registered and fully paid-up members.
- 5.4. No one MEMBER CLUB shall be entitled to appoint more than four DELEGATES.
- 5.5. Notwithstanding the foregoing, a MEMBER CLUB which is itself a section of, or combined or associated with, any other club that is not a properly constituted

Contract Bridge club, shall be entitled to nominate the number of DELEGATES to which it is entitled, in accordance with Clause 5.3., above. In such case, the term "fully paid-up members" shall mean members for whom annual subscriptions have been paid to the UNION in accordance with Clause 11.6., below.

- 5.6. MEMBER CLUBS shall furnish the Secretary of the UNION with a written list of the names of their appointed DELEGATES prior to a meeting of the BOARD.
- 5.7. No DELEGATE may represent more than one MEMBER CLUB.
- 5.8. At all meetings of the BOARD, each DELEGATE shall be entitled to one vote.
- 5.9. Should the full complement of DELEGATES, appointed by a MEMBER CLUB in terms of Clause 5.6., not be present at a meeting of the BOARD, a DELEGATE of that MEMBER CLUB may cast the vote/s of the absent DELEGATE/S.

6. MANAGEMENT

- 6.1. Between meetings of the BOARD, the day-to-day management of the affairs of the UNION shall be conducted by an Executive Committee, hereinafter referred to as the EXECUTIVE.
- 6.2. The EXECUTIVE shall consist of not fewer than four and not more than eight of the duly appointed DELEGATES as defined in Clause 5.
- 6.3. The minimum of four EXECUTIVE members shall constitute the principal office-bearers of Chairman, Vice-Chairman, Secretary and Treasurer and shall be elected annually by the BOARD from nominations at its Annual General Meeting.
- 6.4. An additional four ordinary members of the EXECUTIVE may be elected from nominations at the Annual General Meeting or may be co-opted by the Chairman at any time during his/her tenure in office.
- 6.5. Should the Chairman of the EXECUTIVE cease to hold office for any reason whatsoever, the Vice-Chairman shall assume the office of Chairman and the BOARD shall convene a Special General Meeting to nominate and elect a DELEGATE to fill the office of Vice-Chairman.

- 6.6. Should an office-bearer of the EXECUTIVE, other than the Chairman, cease to hold office for any reason whatsoever, the BOARD shall convene a Special General Meeting to nominate and elect a DELEGATE to fill the vacancy.
- 6.7. The EXECUTIVE shall have the power to appoint sub-committees, which may not necessarily be composed of DELEGATES, for the purpose of investigating and recommending appropriate action on matters referred to them by the EXECUTIVE. Such matters may arise from the business of the UNION, its MEMBER CLUBS or individual members of MEMBER CLUBS.
- 6.8. The EXECUTIVE shall clearly specify the mandate and powers of each sub-committee. Upon fulfilment of the mandate, the sub-committee shall cease to exist.

7. ANNUAL GENERAL MEETINGS

- 7.1. The Annual General Meeting of the BOARD shall be convened as soon as possible in the new year, but not later than the last day of February.
- 7.2. At least fourteen days written notice of the date of the meeting shall be given to MEMBER CLUBS. Such notice shall include an agenda of the business to be conducted at the meeting and should include a request for nominations for DELEGATES to serve on the EXECUTIVE.
- 7.3. Where due notice has been served on MEMBER CLUBS in terms of Clause 7.2., a quorum shall be one half, plus one, of the total number of DELEGATES of MEMBER CLUBS. In determining the number of DELEGATES present at a duly convened meeting, DELEGATES who have tendered apologies for non-attendance shall be deemed to be present by proxy and shall be included.
- 7.4. Should the number of DELEGATES, both present and those who have apologised for their absence, be insufficient to constitute a quorum, the Chairman shall adjourn the meeting for a period of fifteen minutes in order to attempt to obtain the requisite number to constitute the quorum. After fifteen minutes, the DELEGATES then present shall constitute a quorum.
- 7.5. The primary business to be conducted at the Annual General Meeting is to approve, with or without amendment, the minutes of the previous Annual General

Meeting, to receive and approve the audited annual financial statements of the UNION, to determine the membership fee payable by MEMBER CLUBS and to elect the EXECUTIVE for the year ahead.

- 7.6. A record of the proceedings at the meeting, in the form of minutes, shall be kept and circulated to all MEMBER CLUBS. Such minutes shall be approved or amended at the next Annual General Meeting.

8. SPECIAL GENERAL MEETINGS

- 8.1. A Special General Meeting of the BOARD may be convened by the EXECUTIVE at any time.
- 8.2. A Special General Meeting of the BOARD shall be convened on the written request of at least three MEMBER CLUBS.
- 8.3. At least fourteen days written notice of the date of the meeting shall be given to MEMBER CLUBS. Such notice shall include an agenda of the business to be conducted at the meeting and no other business shall be conducted thereat.
- 8.4. Where due notice has been served on MEMBER CLUBS in terms of Clause 8.3., a quorum shall be one half, plus one, of the total number of DELEGATES of MEMBER CLUBS. In determining the number of DELEGATES present at a duly convened meeting, DELEGATES who have tendered apologies for non-attendance shall be deemed to be present by proxy and shall be included.
- 8.5. Should the number of DELEGATES, both present and those who have apologised for their absence, be insufficient to constitute a quorum, the Chairman shall adjourn the meeting for a period of fifteen minutes in order to attempt to obtain the requisite number to constitute the quorum. After fifteen minutes, the DELEGATES then present shall constitute a quorum.
- 8.6. The main reasons for convening a Special General Meeting are to consider and, if deemed appropriate, approve, applications for membership by a bridge club; to elect office-bearers that have ceased to hold office on the EXECUTIVE for any reason; to amend this Constitution and; to deal with any matters raised by MEMBER CLUBS, as envisaged in Clause 8.2.

- 8.7. A record of the proceedings at the meeting, in the form of minutes, shall be kept and circulated to all MEMBER CLUBS. Such minutes shall be approved or amended at the next Annual General Meeting.

9. MEETINGS OF THE EXECUTIVE

- 9.1. The EXECUTIVE shall meet as often as may reasonably be required in order to effectively manage the affairs of the UNION.
- 9.2. A quorum at an EXECUTIVE meeting shall be three office-bearers of which one shall be the Chairman or Vice-Chairman.
- 9.3. A record of the proceedings at the meeting, in the form of minutes, shall be kept and circulated to all members of the EXECUTIVE. Such minutes shall be approved or amended at the following meeting.

10. FINANCE

- 10.1. The legal liability of members of MEMBER CLUBS and of MEMBER CLUBS, themselves, shall be limited to the Membership Fee.
- 10.2. The financial year-end of the UNION shall be 31 December.
- 10.3. The UNION shall be a non-profit organisation.
- 10.4. All legally acquired assets of UNION, of whatever nature and, whether acquired from funds belonging to the UNION or by donation, shall be the property of the UNION and wholly under its control.
- 10.5. Proper books of account shall be maintained by the UNION and shall be subjected to audit by a competent external auditor who shall not be a member of the EXECUTIVE.
- 10.6. Audited annual financial statements shall be prepared and signed by the Chairman and Treasurer.

- 10.7. The audited annual financial statements shall be circulated to MEMBER CLUBS together with the agenda for the Annual General Meeting and shall be tabled for approval thereat.
- 10.8. Such banking accounts as are considered necessary for the purpose of optimally managing the financial affairs of the UNION, shall be opened at a recognised financial institution/s in the name of the UNION. A minimum of two signatories shall be required to authorise withdrawals from such banking accounts. The EXECUTIVE shall nominate the authorised signatories and inform the banking institution/s.

11. MEMBERSHIP AND MEMBERSHIP FEES

- 11.1. Membership of the UNION shall be open to all properly constituted bridge clubs in the Region defined in Clause 3.2., which subscribe to the aims and objects of the UNION and hold regular contract bridge events.
- 11.2. Applications for membership by clubs situated in the Gauteng Region shall be submitted to the Secretary of the UNION.
- 11.3. Applications for membership shall be considered by the EXECUTIVE who shall recommend approval or rejection thereof to the BOARD.
- 11.4. The EXECUTIVE shall be empowered to grant temporary membership to an applicant club pending a meeting of the BOARD. Such temporary membership shall confer the privileges of a MEMBER CLUB, other than voting rights. Membership fees shall be due and payable to the UNION.
- 11.5. All applications for membership shall be considered by the BOARD at its Annual General Meeting or at a duly constituted Special General Meeting. The BOARD shall have the power to reject an application without giving any reason. Should the application of a club that has been granted temporary membership by the EXECUTIVE be rejected, any membership fees paid by the club shall be refunded to it.
- 11.6. There shall be an annual membership fee payable to the UNION by every MEMBER CLUB. Such membership fee shall be determined by the BOARD at its Annual General Meeting.

- 11.7. Membership fees shall be due and payable on or before the last day of February.
- 11.8. The membership of a MEMBER CLUB that fails to pay the membership fees due by it by the end of March, shall have its membership suspended with immediate effect.
- 11.9. The EXECUTIVE shall inform the defaulting MEMBER CLUB of its suspension.
- 11.10. Should the suspended MEMBER CLUB fail to pay the membership fees due by it within thirty days of having been informed of its suspension, it shall cease to be a member of the UNION.
- 11.11. The UNION shall take appropriate steps to inform the members of a defaulting club that it is no longer a member of the UNION.
- 11.12. Provided that it does so on or before the last day of December, a MEMBER CLUB may voluntarily cease to be a member of the UNION by resigning, in writing, to the Secretary.

12. DISCIPLINARY HEARINGS: MEMBER CLUBS

- 12.1. The UNION shall be entitled to take such disciplinary action as it deems appropriate against a MEMBER CLUB that brings the SABF or UNION into disrepute, violates the current Laws of Duplicate Bridge, fails to pay its annual membership fee and/or does not meet its obligations to its members.
- 12.2. Should a complaint be brought against a MEMBER CLUB, in whatever manner, the EXECUTIVE shall, at its sole discretion, convene a Special General Meeting of the BOARD to formally hear such complaint. The MEMBER CLUB, against which the complaint has been brought, shall be given notice of the meeting including the agenda which shall provide full details of the complaint.
- 12.3. Prior to the meeting, the MEMBER CLUB, against which the complaint has been brought, may make written representations concerning the complaint. If it is practical to do so, such written representations shall be sent to MEMBER CLUBS before the meeting but, in any event they shall be tabled at the meeting.
- 12.4. At the meeting, only **one** DELEGATE of the MEMBER CLUB shall be given the opportunity of making representations with regard to the allegations against it.

- 12.5. Professional legal representation at any meeting of the UNION is prohibited.
- 12.6. Having heard all of the facts of the matter, the BOARD shall debate its merits and agree on an appropriate course of action. In the event that DELEGATES are unable to agree, a majority vote of the DELEGATES present shall decide what action, if any, is to be taken.
- 12.7. A decision taken by the BOARD may be taken on appeal to the SABF. The UNION shall take cognisance of any recommendation made by the SABF but, in any event, shall have the prerogative of the final decision as to the action to be taken.
- 12.8. In the event of a MEMBER CLUB being suspended or expelled, membership fees that have been paid by such club shall not be refunded.

13. DISCIPLINARY HEARINGS: MEMBERS OF MEMBER CLUBS

- 13.1. Disciplinary action taken by a MEMBER CLUB against its members shall be communicated to the EXECUTIVE. Such communication shall clearly set out the circumstances giving rise thereto as well as the action taken.
- 13.2. At its next meeting, the EXECUTIVE shall determine what further action, if any, should be taken against such member/s. Further action may include suspension, expulsion and/or barring from play in any or all Contract Bridge events held under the auspices of the UNION.
- 13.3. The offending member shall be informed of the decision of the EXECUTIVE.
- 13.4. A member subjected to disciplinary action shall have the right of appeal to the EXECUTIVE.
- 13.5. The Chairman shall appoint an *ad hoc* sub-committee of competent persons to hear such appeal. Such sub-committee shall be comprised of at least three persons or any other odd number of persons, so as to avoid casting and/or hung votes.

14. AMENDMENTS TO THE CONSTITUTION

Notice of amendment, alteration or variation of this Constitution shall be circulated as a resolution to all MEMBER CLUBS and shall be tabled at a duly constituted Annual General Meeting or Special General Meeting called for the purpose. A two-thirds majority of the available votes of DELEGATES shall be required to effect any amendment, alteration or variation.

15. DISSOLUTION OF THE UNION

Dissolution of the UNION shall be effected by a two-thirds majority of the available votes of DELEGATES at a Special General Meeting called for the purpose. In the event of dissolution, the outgoing BOARD shall decide on the disposal of the assets of the UNION, in the first instance, either to a body or bodies with similar aims and objects or, failing that, to approved charities.

16. LEGAL LIABILITY

The UNION shall be responsible for all liabilities incurred by it. The legal liability of members of MEMBER CLUBS and of MEMBER CLUBS, themselves, shall be limited to the Membership Fee.