

CONSTITUTION of the CONTRACT BRIDGE ASSOCIATION OF IRELAND

1. NAME

The name of the Association is "The Contract Bridge Association of Ireland" hereinafter called "the Association".

2. OBJECTS

The objects of the Association are

- (a) to encourage, promote and regulate the playing, advancement, improvement and general interests of the game of Contract Bridge in Ireland;
- (b) to promote, hold and regulate Contract Bridge matches, tournaments or other like competitions in Ireland or elsewhere, and to foster sociable conditions at such competitions;
- (c) to promote bridge matches of an international, interstate or similar character between teams representative of the Association and/or Ireland and external bodies or persons;
- (d) to take all or any steps and to do any act or thing that may from time to time be deemed expedient or desirable for the purpose of procuring the recognition of the Association with National and International Bridge Organisations outside Ireland as being the representative and controlling body of Contract Bridge in Ireland, and from time to time to enter into any agreements or arrangements with external organisations that may appear expedient or desirable in the interests of Contract Bridge in Ireland.

3. ADMINISTRATION

All the powers of the Association and the administration of its affairs including the control and power of disposition of its funds save as hereinafter limited shall be vested in, or delegated to, and exercised by a Governing Council as hereinafter constituted in Section 10.

4. MEMBERSHIP AND CLUB AFFILIATION

- (a) Any person born in or residing in Ireland who agrees to be bound by this Constitution and all Rules made thereunder is eligible for membership of the Association.
- (b) Any person desiring to become a member of the Association shall become a member of an Affiliated Club.
- (c) An Affiliated Club is a club which has been granted affiliation by the Association under the procedures laid down in Section 6(g) below.
- (d) Each Affiliated Club shall have a rule that each of its members in good standing with the Association, as defined in Section 4(e) below, is automatically a member of the Association and subject to the Constitution of the Association. A member of an Affiliated Club shall sign, or be deemed to have signed, an undertaking to be bound by this Constitution and all Rules made thereunder.
- (e) A member of an Affiliated Club is a member of the Association so long as the person's membership of an Affiliated Club shall continue but the person's membership of the Association shall be terminated or suspended

[i] by any termination or suspension of the affiliation of the Club of which the person is a member unless the person shall at the same time be a member of any Affiliated Club whose affiliation has not been terminated or suspended, or

[ii] by any decision to expel or suspend the person's membership of the Association under the powers set out in Section 8(g) below

- (f) The expulsion or suspension of a member under Section 8(g) below shall not of itself affect the right of any Affiliated Club to continued affiliation with the Association but no Affiliated Club shall include the name of any person so expelled or suspended in any list of its members which is required to be submitted to the Association under this Constitution or Rules made thereunder.
- (g) Subject to this Constitution and all Rules made thereunder every member of the Association shall be entitled to enjoy equal rights within the Association.
- (h) The Governing Council shall have power to elect, whether temporarily or otherwise, as an Honorary Member any person, whether resident in Ireland or not, who by reason of distinction is in the opinion of the Governing Council worthy of the honour and such person shall during the period of their Honorary Membership be entitled to exercise all the rights and privileges of membership except the right to vote. The Officers of the Association as hereinafter defined in Section 9 (a) may, when to summon a meeting of the Governing Council might be inconvenient or impracticable, introduce any person falling within the above description as a Temporary Honorary Member for a specific occasion.

5. CLUB AFFILIATION FEES

- (a) Affiliated Clubs shall pay such annual affiliation fee as the Association in Annual General Meeting shall from time to time determine.
- (b) The annual affiliation fee of an Affiliated Club shall be ascertained by reference to the total number of registered members of that Club but the Governing Council shall have power to modify this requirement in the case of University and College bridge clubs.
- (c) Club affiliation fees shall be payable in such manner as the Governing Council shall from time to time direct and the Governing Council shall make Rules governing the manner of collecting and of accounting to the Honorary Treasurer for such fees.
- (d) If any part of a current affiliation fee shall be in arrear on 31st January the Governing Council may remove the defaulting Club from the list of Affiliated Clubs and, if so removed, the defaulting Club shall not be eligible for re-affiliation until the ensuing season.

6. THE REGIONS AND COMMITTEES

- (a) Affiliated Clubs shall be grouped into geographical Regions by the Governing Council. The number and boundaries of Regions shall be determined from time to time by the Governing Council.
- (b) Each Region shall hold an Annual General Meeting during the months of April, May or June in each year. In addition to any other business which any Region in General Meeting shall deem proper to transact, there shall be elected at each Annual General Meeting of a Region

[i] A Regional President, an Honorary Regional Secretary, an Honorary Regional Treasurer and an Honorary Regional Auditor;
The Honorary Treasurer shall administer the funds of the Region, be responsible for keeping the Accounts of the Region, keep the Committee informed of the state of the finances of the Region and present a statement of the Income and Expenditure and a Balance Sheet for the financial year

of the Region prior to the Regional Annual General Meeting, certified by the Honorary Regional Auditor, to the Regional Annual General Meeting, for adoption.

All withdrawals from the bank accounts of the Region shall require the signature of any two Officers, authorised by the Regional Committee.

[ii] A Regional Committee of such number of persons as is deemed necessary to carry out the duties assigned to Regional Committees by this Constitution and all Rules made thereunder;

[iii] Delegates to attend General Meetings of the Association pursuant to Section 7 A [ii] below;

[iv] Council members to attend Governing Council Meetings of the Association pursuant to Section 7 B [ii] below.

- (c) The Regional Annual General Meeting shall be summoned by the Honorary Regional Secretary, who shall give at least ten (10) days notice of the meeting in writing to the Secretary of each Affiliated Club in the Region.
- (d) The Regional President, Honorary Regional Secretary and Honorary Regional Treasurer and one representative from each Affiliated Club in that Region shall be entitled to attend at the Regional Annual General Meeting and to vote. Subject to this minimum representation any Region may increase the representation of any Club or Clubs.
- (e) Any member of the Governing Council nominated by the Governing Council, but not more than one such person in any instance, shall be entitled to attend any Regional General Meeting or Regional Committee Meeting and to speak but not to vote.
- (f) The activities of the Association so far as they relate to the organisation and promotion of tournament play shall be controlled and organised in each Region by the Regional Committee who shall be responsible to the Governing Council for such activities. Each Regional Committee shall arrange an annual Regional Pairs Championship and an annual Regional Team of Four Championship subject to conditions approved by the Governing Council. As soon as practicable but not later than 31st October in each year, the Regional Committee shall prepare a Regional bridge programme and submit it to the Governing Council.
- (g) Applications by Clubs for affiliation to the Association shall be made to the Honorary Regional Secretary of the Region in which the applicant Club normally meets. Within twenty-one (21) days after receipt thereof the Honorary Regional Secretary shall forward to the Honorary Secretary of the Association such application and supply so far as possible such information as the Governing Council may require as to, inter alia, the Constitution and membership of the applicant Club. As soon as practicable thereafter the Honorary Secretary will notify the Honorary Regional Secretary of the result of the application and, if the application is accepted by the Association, the date of acceptance.
- (h) Subject to and in conformity with this Constitution and all Rules made thereunder, a Regional Committee may make such regulations for the better management of its business and Regional tournaments under its control as it sees fit.

7. A: REPRESENTATION AT GENERAL MEETINGS

- [i] The number of members of Clubs in each Region for whom affiliation fees were received in the office of the Association before the 31st March preceding the Regional Annual General Meeting shall be used to determine the number of delegates to General Meetings of the Association [hereinafter called "delegates"] to which each Region is entitled. On or before the ensuing 7th April the Honorary Secretary of the Association shall notify each Honorary Regional Secretary of the number of delegates to which each Region, and according to the records of the Association, shall be entitled. In the absence of any objection made before the ensuing 30th April such

notification shall be deemed final. Any objection not settled or withdrawn will be ruled upon by the Governing Council prior to the Annual General Meeting of the Region concerned and its decision shall be final. For the purpose of this Section a University or College bridge club that pays a reduced annual affiliation fee shall be credited with a registered membership of ten (10).

- [ii] The number of delegates to which each Region is entitled shall be in the proportion of one delegate for every four hundred (400) affiliations in the Region as ascertained under Section 7 A [i] with a minimum of two (2) delegates from each Region. The delegates so elected at the Regional Annual General Meeting shall take office from the beginning of the next Annual General Meeting of the Association to the beginning of the next following Annual General Meeting of the Association.
- [iii] A substitute delegate may be appointed by the Regional Committee to take the place of any elected delegate who shall be unable or unwilling to attend a General Meeting of the Association. The Honorary Regional Secretary shall give to the Honorary Secretary notice in writing of the name of every elected or substitute delegate before such delegate will be entitled to vote at any General Meeting of the Association.

B: REPRESENTATION AT GOVERNING COUNCIL

- [i] The number of members of Clubs in each County or part of each County in each Region for whom affiliation fees were received in the office of the Association before the 31st March preceding the Regional Annual General Meeting shall be used to determine the number of members on the Governing Council [hereinafter called "Council members"] to which each County or part of each County is entitled. On or before the ensuing 7th April the Honorary Secretary of the Association shall notify each Honorary Regional Secretary of the number of Council members to which each County or part of each County, and according to the records of the Association, shall be entitled. In the absence of any objection made before the ensuing 30th April such notification shall be deemed final. Any objection not settled or withdrawn will be ruled upon by the Governing Council prior to the Annual General Meeting of the Region concerned and its decision shall be final. For the purpose of this Section a University or College bridge club that pays a reduced annual affiliation fee shall be credited with a registered membership of ten (10).
- [ii] The Council members to which each Region is entitled shall be the Regional President, Honorary Regional Secretary, County Development Officers and additional Council members from each County or part of each County within each Region for every one thousand (1000) affiliated members as ascertained under 7B [i].
- [iii] A substitute Council member may be appointed by the Regional Committee to take the place of any elected Council member who shall be unable or unwilling to attend a Governing Council Meeting of the Association. The Honorary Regional Secretary shall give to the Honorary Secretary notice in writing of the name of every elected or substitute Council member before such Council member will be entitled to vote at any Governing Council Meeting of the Association.

8. POWERS

The Association shall have power

- (a) to promote and conduct bridge tournaments, bridge congresses and bridge matches;
- (b) to hold Open, Provincial, County, Inter-Club and other competitions;
- (c) to make, alter and repeal Rules covering all or any aspects of the relationships of Affiliated Clubs and members to the Association, to the Officers of the Association, as defined in Section 9 (a) below, to the Regional Officers and to the Regional Committees;
- (d) to make, alter and repeal Rules in relation to the control and management of bridge Championships, matches, tournaments and congresses run by or under the auspices of the Association;
- (e) to make, alter and repeal Rules generally for the furtherance of the objects of the Association and for the definition of the rights, privileges and obligations of its members;
- (f) to accept, reject, terminate or suspend the affiliation of any Club;

- (g) to make, alter and repeal Rules regarding the conduct of members of the Association that provide for the expulsion, suspension or admonishment of members;
- (h) to levy annual or other subscriptions from its members or from Affiliated Clubs or from other associated bodies;
- (i) to employ staff in furtherance of the objectives of the Association;
- (j) to affiliate with national or international bridge organisations and to determine payments to such organisations;
- (k) to purchase, or by any means acquire, freehold, leasehold or other property for any estate or interest whatsoever and effect leases or letting of the whole or any part thereof and to surrender, sell or re-sell any such property and to use or devote all or any such property or the rents derived therefrom or any monies derived from the sale thereof for or to the declared objects of the Association;
- (l) to borrow or raise money for the purposes and objects of the Association in such manner as the Association shall think fit, and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon the whole or any part of the property of the Association or assets whether present or future;
- (m) to appoint Trustees from among the members of the Association Trustees for any purpose relating to the holding of land, stocks, shares, investments or other property or for the purpose of exercising any right of ownership over the same;
- (n) to make advances to Affiliated Clubs, Regional Committees and others, with or without security and upon such terms as the Association may approve;
- (o) generally, to do such acts, enter into such agreements and arrangements and carry out such undertakings as may in the opinion of the Association be in furtherance of any of its objects;
- (p) save that all powers under Sections 8(k), 8(l), and 8(m) shall only be exercised in pursuance of a general scheme submitted in writing to and approved of by a majority of members and delegates present and voting at either the Annual General Meeting or a Special General Meeting.

9. THE OFFICERS

- (a) The Officers of the Association are the President, the Vice-President, the President Elect, the Honorary Secretary and the Honorary Treasurer.
- (b) The Officers of the Association shall be elected at the Annual General Meeting of the Association.
- (c) [i] No person may hold the office of President in consecutive years.
 [ii] No person may hold the office of Vice-President for more than ten (10) consecutive years.
 [iii] No person may hold the office of Honorary Secretary for more than five (5) consecutive years.
 [iv] No person may hold the office of Honorary Treasurer for more than five (5) consecutive years.
- (d) The President Elect shall be nominated by the outgoing Governing Council which shall have invited a Regional Committee, in rotation, to submit the name of a candidate for the Office.
- (e) At the first meeting of the Governing Council, held after the Annual General Meeting, there shall be deemed to have been appointed, at the conclusion of every Annual General Meeting, a Standing Committee comprising of the Officers of the Association whose duty will be to deal with urgent matters referred to it by the President or by the Honorary Secretary. The quorum of the Standing Committee shall be four (4). Decisions of the Standing Committee shall be submitted to the next Governing Council Meeting for ratification or rescission by the Governing Council but any such rescission shall not be retroactive.
- (f) The signatories to Association cheques shall be any two Officers of the Association.

10. GOVERNING COUNCIL

- (a) The Governing Council shall consist of the Officers of the Association, Regional Presidents, Honorary Regional Secretaries, County Development Officers, one per County and who must be different from the Regional Secretary, and Council members elected by the Regional Committees in accordance with Section 7B.
- (b) Within the existing Regional boundaries, or such boundaries as may be established, any Region that wishes to do so, may appoint County Development Officers who, in conjunction with the Regional Secretary, will work with the Clubs for the promotion of Bridge in each Region.
- (c) No person, other than members of the Management Committee, may hold the position of Council member for more than six (6) consecutive years and a Council member, having served six (6) years, will not be eligible for re-election for a further two (2) years.
- (d) The Governing Council shall take office from and after the conclusion of the Annual General Meeting of the Association or any adjournment thereof to the conclusion of the next following Annual General Meeting of the Association.
- (e) The Chairperson of the Governing Council shall be nominated from within the members of the Council and will not be a member of the Management Committee. Each Council member shall have one vote and, in addition, in the event of a tie, the Chairperson shall have a casting vote.
- (f) The Chairperson shall have an initial term of office of three (3) years and may be elected for a further three (3) years. No Council member may hold the position of Chairperson for more than six (6) years.
- (g) Meetings of the Governing Council shall not be held on the same day as the Management Committee meetings.
- (h) The quorum for a Governing Council Meeting to be valid shall be the presence of Council members from seven (7) Regions of the Association.
- (i) The Governing Council shall meet at least three times per year but on receipt of a Resolution signed by the responsible officers of any four Regions, the President will call a Special Governing Council Meeting.
- (j) The Governing Council shall cause full and accurate minutes to be kept of all its meetings and a record of the attendance of Council members.
- (k) The Governing Council shall from time to time determine and publish its own Rules of Procedure.
- (l) The Governing Council shall implement, or cause to be implemented, the policy of the Association as determined by the members in General Meeting or by the Governing Council at Governing Council Meetings.
- (m) The Governing Council shall discuss Strategy and set Policy at the start of each bridge year for that bridge year.
- (n) The Governing Council shall appoint the Finance Committee.
- (o) The Governing Council shall appoint sub-Committees that are not relevant to the day-to-day management of the Association.
- (p) The Governing Council may delegate any of the powers vested in it to other Committees or sub-Committees of the Association.
- (q) The Governing Council shall receive and discuss reports and decisions of the Management Committee [as hereinafter constituted under Section 11 below] and the Governing Council shall have the power to rescind any decision of the Management Committee but such rescission shall not be retroactive.
- (r) The Governing Council shall meet in May each year to review the objectives set for that year, to review the financial accounts for that year and to review the decisions of the Management Committee for that year and, where necessary, refer matters to the next Annual General Meeting of the Association.
- (s) The Governing Council shall have power to appoint any Council member to act until the next election to fulfil the functions of any Officer of the Association, other than that of President, whose office shall become vacant.
- (t) The Governing Council shall determine the salaries of all employees of the Association and the level of expenses paid to all members or employees of the Association.

- (u) The Statement of Accounts for presentation by the Honorary Treasurer to the Annual General Meeting in any year shall previously have been submitted to the Governing Council.
- (v) No member of the Association in receipt of a salary from the Association shall be entitled to be a member of the Governing Council while holding such a position.
- (w) The term of office of all sub-Committees appointed by the Governing Council shall terminate from the conclusion of the Annual General Meeting of the Association or any adjournment thereof or when, in the opinion of the constituting authority, the specific task of the sub-Committee is completed, whichever date is the earlier, save that any Committee of Enquiry or Appeals Committee constituted to enquire into matters arising from Section 8(g) above shall stand for so long as is necessary to complete the particular enquiry in question.
- (x) The Governing Council shall from time to time recommend to Annual General Meetings of the Association on the level of affiliation fees to be paid by Affiliated Clubs.
- (y) The Governing Council shall have power to convene a Special General Meeting of the Association on a date to be fixed by the Governing Council. Notice of any such Meeting so convened shall be given in accordance with Section 12(g) below and such notice shall set out clearly the purpose for which the Meeting is to be convened.

11. MANAGEMENT COMMITTEE

- (a) The Management Committee shall consist of the Officers of the Association, the immediate Past President of the Association and the Honorary Regional Secretary of each Region or a substitute appointed by the Region. The Management Committee shall have power to co-opt one additional member.
- (b) The Management Committee shall take office from and after the conclusion of the Annual General Meeting of the Association or any adjournment thereof to the conclusion of the next following Annual General Meeting of the Association.
- (c) The presiding officer shall be the Chairman or, in the absence of the Chairman, an Officer of the Association. The presiding officer shall have an ordinary vote and, in addition, a casting vote in the event of a tie.
- (d) The quorum for a Management Committee meeting to be valid shall be the presence of six (6) members of the Management Committee.
- (e) The Management Committee shall meet at regular intervals.
- (f) The Management Committee shall from time to time determine and publish its own Rules of Procedure.
- (g) The Management Committee shall cause full and accurate minutes to be kept of all its meetings and a record of the attendance of members at meetings and the minutes of such meetings shall be sent within fourteen (14) days to the President and Honorary Secretary of each Region.
- (h) The term of office of all sub-Committees appointed by the Management Committee shall terminate from the conclusion of the first Management Committee meeting of the Association following the Annual General Meeting of the Association or adjournment thereof.
- (i) The functions of the Management Committee shall be
 - [i] to implement all policy instructions of the Governing Council;
 - [ii] to control the day-to-day operational and financial affairs of the Association;
 - [iii] to appoint such sub-Committees as it deems necessary for the orderly discharge of the business of the Association.

12. GENERAL MEETINGS

- (a) The Annual General Meeting of the Association shall be held during the month of June or July in each year on a date to be fixed by the Governing Council.
- (b) All members of the Association shall be entitled to attend General Meetings and to exercise a single vote.
- (c) Delegates representing the Regions, elected in accordance with Section 7A [i], shall each have four hundred (400) votes at General Meetings.
- (d) The business of the Annual General Meeting shall be
 - [i] to adopt the minutes of the previous Annual General Meeting and of Special General Meetings;
 - [ii] to receive the Report of the Honorary Secretary and the Report of the Honorary Treasurer which latter report shall include a presentation of the audited Annual Accounts;
 - [iii] to elect a President and a President Elect nominated in accordance with Section 9;
 - [iv] to elect a Vice-President, an Honorary Secretary and an Honorary Treasurer. Nominations for these offices shall be submitted in writing to the Honorary Secretary twenty-one (21) days before the date fixed for the Annual General Meeting;
 - [v] to appoint one or more Auditors to the Association;
 - [vi] to elect two tellers from those present at the Meeting;
 - [vii] to deal with Resolutions submitted under Section 10(x) above, Section 12(h) below and Section 16 below, if any;
 - [viii] any other business.
- (e) At an Annual General Meeting the Officers of the Association shall be those elected at the preceding Annual General Meeting, or acting Officers of the Association appointed thereafter, save that the newly elected President at an Annual General Meeting shall take office forthwith on her election. The newly elected Officers of the Association shall take office from and after the conclusion of the Annual General Meeting or any adjournment thereof.
- (f) The President shall preside at General Meetings or, in the absence of the President, the Vice-President or, in the absence of both, the President Elect shall preside, and failing all of these a presiding officer shall be elected from among the members present. The presiding officer at General Meetings shall have a casting vote in the event of a tie.
- (g) Ten (10) days notice of every General Meeting and of all Resolutions of which due notice have been given to be moved thereat shall be sent to every Affiliated Club, to the President, to the immediate Past President and to every Honorary Regional Secretary but accidental failure to make any of the above notifications shall not vitiate the proceedings at the General Meeting. For the purpose of this Section, notice sent to the Honorary Secretary of an Affiliated Club shall be deemed to be notice sent to each member of such Affiliated Club.
- (h) Notice in writing of any Resolution to be moved at an Annual General Meeting shall be signed by the proposer and seconder and shall be delivered to the Honorary Secretary, or failing her to any Officer of the Association, six (6) weeks before the date of the Annual General Meeting and the Honorary Secretary, in turn, shall pass the Resolution to the Governing Council for consideration.
- (i) No Resolutions, save those of which due notice has been given, may be moved at an Annual General Meeting provided that nothing in this Section shall prevent any amendment to a Resolution properly before the Meeting being moved or preclude the moving of any formal Resolution of congratulations, sympathy or like matter, neither shall anything herein preclude any member discussing any matter relating to the affairs of the Association though no Resolution may be passed.

- (j) A Special General Meeting of the Association shall be convened on the written request of the responsible officers of any fifteen (15) Affiliated Clubs or the written request of seven (7) members of the Governing Council for a date not more than twenty-eight (28) days from the date of delivery of such written request. The request shall set out clearly the purpose for which such Meeting is to be convened as shall also the notices convening the Meeting. The request to convene a Special General Meeting may be sent to any Officer of the Association.
- (k) The quorum for a General Meeting to be valid shall be the presence of delegates from seven (7) Regions of the Association.

13. USE OF THE ASSOCIATION BY MEMBERS

- (a) No member may use the Association or her connection therewith for professional or business purposes, provided that nothing in this Section shall prevent a member from entering into business or professional relationships with the Association or from holding an office of profit in the Association. The decision of the Governing Council upon the interpretation of this Section upon any occasion shall be final and binding upon all members of the Association.
- (b) No member of the Association may vote upon any matter in which she is financially interested, and if she does so vote, her vote shall not count.

14. NOTICES

Except where otherwise specifically provided for, any notice which this Constitution or Rules made thereunder require to be served, or which the Governing Council or its Officers desire should be served upon the members of the Association, may be served in the manner directed for convening General Meetings.

15. INTERPRETATION

- (a) The Governing Council shall be the sole authority for the interpretation of this Constitution and all Rules made thereunder and its decision in this regard shall be final and binding on the members.
- (b) In this Constitution where the context so admits the feminine includes the masculine and the singular the plural.

16. ALTERATION OF CONSTITUTION

This Constitution shall not be capable of repeal or alteration nor shall any new provision be made except by a two-thirds majority of votes cast by members and delegates present and voting at a General Meeting of which due notice has been given. Notice of Motion of any such alteration, repeal or proposed new provision must be given to the Honorary Secretary in accordance with the procedures set out in Section 12(h) where the Motion is to be put to an Annual General Meeting or in accordance with the procedures set out in Section 12(j) where a Special General Meeting is sought.

Notices of such Motions shall include the proposed date of implementation.