



**THE SOUTH
AUSTRALIAN BRIDGE
ASSOCIATION
INCORPORATED**

**CONSTITUTION
DECEMBER 2019**

Table of Contents

A. PRELIMINARY	3
B. NAME AND OBJECTS	3
C. MEMBERSHIP	4
D. OFFICERS OF THE ASSOCIATION	6
E. MANAGEMENT COMMITTEE	8
F. ELECTIONS.....	11
G. ANNUAL GENERAL MEETING	12
H. SPECIAL GENERAL MEETINGS	14
I. AFFILIATION	14
J. FINANCIAL YEAR.....	14
K. DISCIPLINE AND EXPULSION	14
L. ALTERATION OF CONSTITUTION	14
M. DISSOLUTION	15
N. LAWS OF BRIDGE.....	15
O. RULES	15

A. PRELIMINARY

1. This Constitution is passed in lieu of and so as to repeal all previous Articles of Constitution and Rules of the Association, except as to any matter or thing lawfully done or commenced to be done under such previous Constitution and Rules of any of them.
2. A printed copy of this Constitution and any Rules made hereunder must be available at the Club Rooms for perusal by the Members at all times.

B. NAME AND OBJECTS

1. The name of the Association is "The South Australian Bridge Association Incorporated".
2. The objects for which the Association is formed are:
 - (a) To promote the interests of the Association and its members.
 - (b) To promote the game of Bridge.
 - (c) To provide facilities for the Members for playing Bridge.
 - (d) To do all things which the Association or the Committee thereof may think necessary or desirable for promoting the recreation, accommodation and comfort of its members, including, if thought fit, the establishing of Association clubrooms and/or offices.
 - (e) To purchase, take on lease or tenancy or otherwise, any building, or part thereof, which may be required for the purpose of, or conveniently in connection with any of the objects of the Association.
 - (f) If necessary to hire or otherwise employ agents or staff for the performance of the objects of the Association.
 - (g) To promote and hold (either alone or jointly with any other Association, clubs or persons) bridge meetings, competitions and matches.
 - (h) To join and become a member of any authority controlling Bridge in South Australia and in Australia for the time being.
 - (i) To invest and deal with the monies of the Association not immediately required upon such securities and in such manner as may be determined by the Committee of the Association.
 - (j) To borrow money if necessary in such manner and upon such terms as the Committee may decide.
 - (k) To do all such other lawful things as are incidental or conducive to the attainment of the above objects.
3. The property and the assets of the Association shall be used for the purpose of promoting Bridge with power nevertheless to sell the property or assets and use the same or the proceeds for any purpose incidental to the objects, to the intent that the property and assets or proceeds of sale thereof shall never at any time become divisible among the Members.
4. The Association or Committee may use the funds of the Association for any of the objects of the Association.

C. MEMBERSHIP

1. Rights, Responsibilities and Liabilities of Members

(a) No Member shall, by reason of membership, have any transmissible or assignable interest in the property of the Association, whether by operation of law or otherwise.

(b) 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 Association except as specifically provided herein.

(c) Nothing contained in sub-clause (b) hereof shall prevent the Management Committee, in the ordinary course of business, from entering into any contract for the provision of goods or services to the Association with a person who is a Member of the Association.

2. New Members

(a) Every Applicant for membership shall be nominated by two (2) financial in such form or manner as the Committee shall from time to time prescribe.

(b) At the time of nomination, the applicant for membership shall state whether such applicant is entitled to be admitted as a Member of any special class as provided hereunder and shall pay such entrance fee and subscription as shall be applicable, which sum shall be reimbursed should the nomination be rejected by the Committee.

(c) Applicants for membership may, with the permission of the Committee, use the Club Rooms and play in competitions pending election.

(d) The names of all persons so nominated shall be posted in a conspicuous place in the Club Rooms the names of all persons so nominated at least fourteen (14) days prior to the date on which the Committee intends to hold an election in relation to such nominees' applications.

(e) The election shall be by ballot of the Members of the Committee, and one adverse vote in three shall exclude the election of the applicant.

(f) Applicants shall be notified in writing of their election to membership (or rejection as the case may be) by the Secretary who shall furnish a new Member with a copy of the Constitution and Rules.

(g) Any applicant for membership who has been rejected shall not be entitled to re-apply for membership until twelve (12) months have elapsed from the date of such rejection.

(h) Newly elected Members shall pay a proportion of the Annual Subscription as determined by the Management Committee, at the time that the new member's application was considered.

3. Classes of Membership

A person may be admitted to membership or, if such person is already a Member may be transferred to membership of the Association in any one of the following categories:-

(a) Youth Member

A person who qualifies to be a member of the Australian Bridge Federation Youth Club shall be entitled to be a Youth Member of the Association. Such person shall not pay an annual subscription. A Youth Member shall not be entitled to any voting rights, but otherwise shall enjoy the rights and privileges of membership of the Association.

(b) Temporary Member

A person who is a financial member of an interstate or overseas Bridge Club, who is not a permanent resident of South Australia and will not be resident in South Australia for a greater period than six months may at the discretion of the Committee be admitted to the Association as a Temporary Member for a period to be fixed by the Committee on admission not exceeding six months. Such person shall pay a subscription being such proportion of the annual subscription then applying that the period of temporary membership bears to one full year provided however that such proportion should not in any event be less than 25%. A Temporary Member shall not be entitled to any voting rights but otherwise shall enjoy the rights and privileges of membership of the Association.

(c) Absent or Non Playing Member

The Committee shall have the power at their discretion to place any Member on a non-playing Members' list until the end of the current year, on application in writing by the Member, or to class such Members as Absent Members. In such event the Committee shall determine whether and if so what amount of their subscription should be waived and/or refunded.

(d) Country Member

A person whose permanent residence is more than 60 km from the Adelaide GPO shall be entitled to be a Country Member of the Association. Such member shall pay an annual subscription set by the Management Committee but not less than 40% of the full annual subscription then applying but shall not be entitled to any further or other concession pursuant to clause 5(e) hereof. Country Members shall be allowed all the rights and privileges of full membership.

4. Life Members

(a) Life Members may be elected at the Annual General Meeting by secret ballot which must be carried by a simple majority of those present and entitled to vote providing the person nominated is a financial Member of the Association and has:

(i) been a financial Member of the Association for at least eight consecutive years, immediately prior to the year of nomination;

(ii) given service of an exceptional nature to the Association over a long period.

(b) Notice of the names of all candidates for Life Membership shall be included in the notice calling the Annual General Meeting, and no such candidature shall be considered except on the recommendation of the Committee. Such notice shall attest that 4(a)(i) has been met and shall summarise the exceptional service in 4(a)(ii).

(c) A Life Member shall enjoy all the rights and privileges of an ordinary Member but shall not be liable to pay any subscriptions.

5. Entrance Fees and Subscriptions

- (a) Each applicant for membership shall pay on application, in addition to the appropriate subscription, an entrance fee which shall be set by the Management Committee, which may also choose to waive the necessity for such entrance fee to be paid.
- (b) The annual subscription shall be set by the Management Committee.
- (c) The subscription year shall date from the first day of January until the thirty-first day of December each year. All subscriptions shall be due in advance on the first day of January each year.
- (d) Members failing to pay their subscriptions before a date determined by the management committee in the current year shall not be eligible to compete in any SABA competition (unless such competition is open to non-members in which case such Members shall be liable to pay the table fee applicable to non-members) and shall, at the discretion of the Committee, have their names posted at the Club Rooms and/or be fined 10% of the subscription. If such subscriptions and fines be not paid before the date set by Management Committee in that year, their names, at the discretion of the Committee, shall be erased from the list of Members and they shall thereupon cease to be a Member of the Association, but shall remain liable for all amounts owing by them.
- (e) A Member who is not a Youth member but is a full time Tertiary Student at any University or similar institution or who is a Member in possession of a Government means tested social security benefit, as recognized by the management committee, shall be allowed all the rights and privileges of full membership at an annual subscription of such percentage (which shall not be less than 40%) of the full annual subscription then applying.
- (f) Members seeking a concession under sub-clause (e) hereof shall produce such evidence of their entitlements to such concession to the Secretary or Treasurer of the Association as the Committee shall reasonably require.

6. Resignation

Members intending to withdraw from the Association shall signify their intention in writing to the Secretary on or before the thirty-first day of December. Such Members will remain liable for payment of their subscription for the year in which such resignation is tendered unless the Committee has otherwise decided and for all other amounts owing.

7. Change of Address

Members shall notify the Secretary of any change of address (and other contact details) and all notices posted to them at their last known address shall be considered duly delivered.

D. OFFICERS OF THE ASSOCIATION

1. Patrons

- (a) The Association may at the Annual General Meeting elect a Patron or Patrons of the Association (not exceeding two in number including any person appointed under sub-clause (b) hereof) who shall hold office until the following Annual General Meeting (except as outlined in (b) below), which Patron or Patrons shall be eligible for re-election.
- (b) The Association may at an Annual General Meeting elect a Patron Emeritus who shall hold such office for life provided always that:

- (i) such election shall be by secret ballot and be carried by a simple majority of those present and entitled to vote;
- (ii) the person nominated for such office has been a Life Member of the Association for three successive years;
- (iii) notice of the nomination of any person for such office shall be posted in the clubrooms at least fourteen days prior to the meeting;
- (iv) not more than one person may hold such office at any one time.

2. President

The Association shall elect a President at the Annual General Meeting who shall hold office for two years; that is, until the Annual General Meeting in two years time and shall be eligible for re-election.

3. Vice President

- (a) The Committee shall elect a Vice President, from amongst its members, at the first Committee Meeting following the Annual General Meeting at which it was elected.
- (b) The Vice President shall act as Chairman of the Committee in the absence of the President.
- (c) The Vice President may hold concurrently the office of Secretary or Treasurer.

4. Secretary

- (a) The Association shall elect a Secretary at the Annual General Meeting who shall hold office for two years; that is, until the Annual General Meeting in two years time and shall be eligible for re-election.
- (b) The Secretary may be paid such honorarium as such Annual General Meeting shall determine which honorarium may be constituted wholly or partly by waiving of such person's subscription fees for the year in which such person holds office.
- (c) The Secretary shall keep full and correct minutes of all resolutions and proceedings at meetings of the Association and Committee in such form as deemed appropriate by the Committee and shall produce such minutes at all meetings.
- (d) The Secretary shall perform generally such duties as the Committee may from time to time prescribe or require.
- (e) The Secretary shall act as the Public Officer of the Association for the purposes of the Associations Incorporation Act 1985 (and successor Acts) unless the Secretary is or becomes disqualified from holding such office under the provisions of the said Act in which event the Committee shall appoint another member of the Committee to fulfil such office as soon as possible and in any event within 14 days.

5. Treasurer

- (a) The Association shall elect a Treasurer at the Annual General Meeting who shall hold office for two years; that is, until the Annual General Meeting in two years time and shall be eligible for re-election.

(b) The Treasurer may be paid such honorarium as such Annual General Meeting shall determine which honorarium may be constituted wholly or partly by waiving of such person's subscription fees for the year in which such person holds office.

(c) The Treasurer shall be responsible for keeping accounts and books which shall correctly and fairly show the financial affairs of the Association, and shall submit a statement of the financial affairs of the Association to the Annual General Meeting.

(d) The Treasurer shall pay, or supervise the payment into such financial institutions as the Committee may from time to time direct, to the credit of the Association, all monies which may be received on account of the Association, and generally shall perform such duties as the Committee may prescribe and defined by Rule 2(c).

6. Auditor

(a) There shall be one or more Auditors (not members of the Committee) who shall be elected annually at the Annual General Meeting. Nominations for Auditor or Auditors may be called for at the Annual General Meeting.

(b) If an Auditor is a member of the Association he/she may be paid such honorarium as such Annual General Meeting shall determine which honorarium may be constituted wholly or partly by waiving of such person's subscription fees for the year in which such person holds office.

(c) Such Auditor or Auditors shall audit the accounts, and have power to call for the production of all books, papers, accounts and documents relating to the affairs of the Association.

E. MANAGEMENT COMMITTEE

1. Composition of the Committee

The business and general affairs of the Association shall be under the management of the Committee. The Committee may be assisted in this role by the appointment of staff, and where a staff member has responsibility for the day to day management of the association's affairs, this staff member shall be directly accountable to the Committee for the discharge of such responsibilities. Such staff member shall attend meetings of the Committee as required, as a non voting member, and give advice and reports.

The Committee shall be comprised of the following members for the purpose of determining a quorum and who are entitled to vote:-

(a) The President

(b) The Vice President, as elected under clause D 3(a)

(c) The Secretary

(d) The Treasurer

(e) Four other Members of the Association to be elected at an Annual General Meeting who shall hold office for two years, that is, until the Annual General Meeting in two years time and shall be eligible for re-election. Unless there are exceptional circumstances and clause (h) below applies, only two members are to be elected each year at the Annual General Meeting. The two members of the Management Committee who were elected for two years at the previous Annual General

Meeting will continue to serve until the next Annual General Meeting when their positions will become vacant.

(f) The Immediate Past President but such Immediate Past President shall only be a member of the Committee during the year following the appointment of a successor.

(g) The Immediate Past President shall act as Chairman in the absence of the President and the Vice President.

(h) In the first year in which Committee members are to be elected for two years, or at any Annual General Meeting or Special General Meeting of the Association at which Meeting all Committee positions shall be declared vacant, then:

the President shall be elected for two years, the Secretary and Treasurer for one year; two members are to be elected to the Committee for two years and the remaining two members for one year. (The two members who receive the highest number of votes in the election for the Committee shall be elected for two years.) At the following Annual General Meeting the Secretary, Treasurer and two members shall be elected to the Committee for two years.

2. Seal of the Association

(a) The Seal of the Association shall be under the control of the Committee.

(b) The Seal of the Association shall be affixed to an instrument only by authority of a resolution of the Committee and in the presence of two members of the Committee, who, in addition to the Secretary, shall sign every instrument to which the seal shall be affixed.

3. Operation of Financial Accounts

All payments on account of the Association shall be made according to the processes and financial delegations determined by the Committee, in accordance with Rule 2(c).

4. Meetings of the Committee

(a) The Committee shall meet (at a time and place to be fixed by the Secretary) within fourteen days of the meeting at which it is elected and thereafter as and when it considers it necessary so to do and minutes of all resolutions and proceedings of such Committee shall be kept in a form as deemed appropriate by the Committee.

(b) Four members of the Committee must be present at a meeting of the Committee to constitute a quorum.

(c) The President shall act as Chairman at all meetings of the Committee; in the absence of the President, Vice President, the Immediate Past President and finally those members of the Committee present at such meeting shall appoint one of their number to act as Chairman.

(d) The Chairman shall have a deliberative as well as a casting vote at all meetings of the Committee.

(e) If at a meeting of the Committee the time and place for the next Committee meeting is not fixed and has not otherwise previously been fixed, the Secretary shall fix a time and place for the next meeting to be held within two calendar months of the date of the last meeting and give notice thereof to all other members of the Committee.

(f) For reasons of urgency or in exceptional circumstances, as determined by the Secretary or President, a meeting of the Committee may be called at any time, provided all members of the Committee have been notified.

(g) Three members of the Committee shall have power to convene a Committee meeting upon notice being given to the Secretary who shall then fix a place, date and time for such meeting being after two weeks later than receipt of such notice and give notice of the same to each member of the Committee. In the event that the Secretary fails to call a meeting as aforesaid, the meeting may be called by three members of the Committee by fixing the place, date and time for such meeting and giving notice of the same to other Members of the Committee including the Secretary.

(h) Should the number of Committee Members available to attend a scheduled Committee Meeting be less than that required for a quorum and should these circumstances be unlikely to change by the next scheduled Meeting or within the next two months (whichever is the later), then a Special General Meeting of the Association shall be called by the Secretary within six (6) weeks. At this Meeting all Committee positions shall be declared vacant. A position will be considered occupied if the holder has been granted leave of absence. The general Club Rules for election at Annual General Meetings shall apply. If the reduction in Committee Members has been caused by resignations, then these resignations shall be deemed effective from the commencement of the Special Meeting. The resignations shall in no way preclude these people from standing for their previously held, or for other Committee positions at the Election Meeting.

5. Casual Vacancies

(a) A casual vacancy in the Committee shall occur:-

(i) If a Committee Member dies;

(ii) If a Committee Member resigns in writing to the Secretary;

(iii) If a seat is declared vacant by the Committee on account of a Member failing to attend three consecutive meetings of the Committee without leave of absence.

(b) Where a casual vacancy occurs in any elective office between two Annual General Meetings the Committee shall have the power to appoint a person to fill such vacancy until the next Annual General Meeting.

6. Sub-Committees

(a) Tournament Sub-Committee

(i) The Committee shall each year appoint a Tournament Sub-Committee.

(ii) Where the Committee has appointed a staff member to manage the "day to day" affairs of the association, such staff member shall be a member of the Tournament Sub-Committee.

(iii) The Tournament Sub-Committee shall be responsible for the programming and conduct of all tournaments, including the appointment of Tournament Directors.

(iv) The Committee shall retain the right to make regulations regarding the conduct of any competitions conducted by the Association.

(b) Appeals Sub-Committee and Appeals Panel

(i) The Committee shall each year appoint an Appeals Panel.

- (ii) The Appeals Sub-Committee shall consist of any three members of the Appeals Panel.
 - (iii) The Appeals Sub-Committee shall have the right to hear appeals against Directors' rulings, conduct of events, and scorers' decisions.
 - (iv) All appeals must be lodged in writing in such form and in such manner as may from time to time be prescribed within fourteen days of the circumstance in question.
 - (v) Should the Appeals Sub-Committee feel that it cannot properly hear an appeal, then the matter shall be referred to the Committee for resolution.
 - (vi) There shall be a right of appeal from any decision of the Appeals Sub-Committee to the Committee.
- (c) Sub-Committees Generally
- (i) The Committee may from time to time appoint such other sub- Committees as it may deem necessary or expedient, and may delegate or refer to them such powers and duties of the Committee as the Committee may determine.
 - (ii) Each such Sub-Committee shall conduct its business in accordance with the directions of the Committee.
 - (iii) Such Sub-Committees may be appointed for such period as the Committee thinks fit up to the next Annual General Meeting.
 - (iv) A person who is not a financial Member of the Association shall not be entitled to be a member of any Sub-Committee.
 - (v) Sub-Committees comprised of members with relevant expertise or interests may be constituted to assist with the development of procedural detail arising from the implementation of the Rules.

F. ELECTIONS

1. Those Offices, including President, Vice President, Secretary and Treasurer, shall be declared vacant at the Annual General Meeting at which their term expires and replacement Officers shall be elected at such Annual General Meeting for a period of two years (except for the vice president who is elected as per clause D 3(a)).

All Offices, including those of President, Vice President, Secretary and Treasurer, shall be declared vacant at a Special General meeting required under Section E (4) (h), and Officers for the ensuing year or years shall be elected at such Special General meeting according to clause E 1(h) (except for the vice president who is elected as per clause D 3(a)).

2. Candidates for election must be nominated on the prescribed form which must be delivered to the Secretary or to the registered office of the Secretary or to the registered office of the Association at least seven (7) clear days prior to the Annual General Meeting. All nominations shall be posted on the club notice board. The nomination form must contain the following particulars:

- (a) The name of the candidate and the office for which the nomination is made.

- (b) The signature of the Member nominating the candidate, together with the signature of the Member seconding the nomination.
 - (c) The signature of the candidate expressing willingness to stand for such position.
 - (d) Provision on the form will be made for any Candidate who may wish to indicate a possible "conflict of Interest".
 - (e) The form must be dated.
 - (f) A Member may be nominated for more than one office, for example, for President and Committee Member, and if elected President would automatically withdraw the nomination for Committee Member.
3. If no more persons are nominated for any office than there are vacancies the Chairman of the Annual General Meeting shall declare such persons duly elected.
 4. If more Candidates are nominated than there are vacancies to be filled, then the election shall be by secret ballot. Such ballot shall be subject to the direction of the Chairman so far as this Constitution and Rules do not provide, and any decision by the Chairman relating to the ballot, or the conduct thereof, including the interpretation of this Constitution and Rules shall be final and conclusive.
 5. If a lesser number of persons are nominated for any office than there are vacancies, the Chairman of the Annual General Meeting shall declare such persons duly elected and notwithstanding anything provided herein he shall then call for nominations for any office still vacant.
 6. The Chairman (with sole discretion) shall appoint a Returning Officer and two (2) Assistant Returning Officers or such other numbers as required by the Chairman.
 7. The Returning Officer shall conduct the ballot and shall certify to the Chairman the names of the persons elected. The ballot shall be held at the same time as the Meeting.
 8. Only Financial Members shall be allowed to vote at elections but may do so by proxy.
 9. Except as provided in Clause 4 of Part E hereof officers of the Association shall be deemed to continue in office until their successors shall have been duly elected.
 10. The detail of the election process shall be determined through the application of Rule 2(d).

G. ANNUAL GENERAL MEETING

1. The Annual General Meeting of the Association shall be held during November or December in each year.
2. Preliminary notice of such Meeting shall be given by notice posted in the clubrooms at least fourteen (14) days before the date of the Meeting which notice shall set out the business to be conducted at such meeting.
3. Each member of the Committee whose term has expired shall retire immediately prior to each Annual General Meeting but shall be eligible for re-election.

4. The retiring President shall act as Chairman of the Meeting. In the event that the President is absent or is unwilling to act, then successively the Vice President and the Immediate Past President shall act as Chairman of the Meeting. If they are absent or unwilling to act as Chairman the members present shall appoint a member to act as Chairman. The Chairman shall have a casting as well as a deliberative vote.
5. The current Committee shall present a report on the activities of the Association during the past year and the retiring Treasurer, or if absent the Secretary, shall submit a statement of accounts and balance sheet for the past year.
6. The election of Officers for the ensuing year shall take place, and such other business as shall have been specified in the notice calling the Meeting shall be transacted.
7. The number of Members required to be present (including those present by proxy) to constitute a quorum at an Annual General Meeting shall be not less than ten percent (10%) of the Association's financial membership or forty (40) financial members whichever is the lesser.
8. Proxies:
 - (a) Any financial member who through absence from Adelaide, illness, or other valid reason is unable to attend any Annual General Meeting, may give a proxy either specific or general in nature to the Chairman or any other financial member, in such form as the Committee shall have prescribed. However, any financial member (including the Chairman) is entitled to submit at most one proxy to the Annual General Meeting.
 - (b) Any proxy must be lodged at least half an hour prior to the official commencement time of the meeting with the Chairman who may reject such proxy if it is not in the appropriate form.
 - (c) The Member in whose favour the proxy was completed shall have the right of appeal against any rejection of the proxy, to the meeting, immediately after commencement thereof.
9. In the event that insufficient Members are present at an Annual General Meeting to constitute a quorum then:
 - (a) The members of the Committee who would otherwise have retired from office pursuant to clause 3 hereof shall remain in office.
 - (b) The Committee may, at its option, decide not to hold an Annual General Meeting for that year or alternatively decide to call a further meeting at some time nominated by it within the next three months.
 - (c) If, pursuant to sub-clause (b) hereof, the Committee decides not to hold an Annual General Meeting for that year or if a quorum is not present at any further meeting called pursuant to the said sub-clause then in the absence of any Special General Meeting called which might decide the contrary the following shall apply:
 - (i) The Committee shall remain in office until the next Annual General Meeting at which all Offices, including those of President, Vice President, Secretary and Treasurer, shall be declared vacant and Officers for the ensuing year or years shall be elected according to clause E 1(h) (except for the vice president who is elected as per clause D 3(a)).

(ii) Honoraria shall remain the same as in the previous year.

10. Any person who is not a financial Member of the Association immediately prior to the Annual General Meeting is ineligible to vote or accept office at such meeting.

H. SPECIAL GENERAL MEETINGS

1. A Special General Meeting of the Members may be called at any time by the Committee, or by the Secretary on receiving a written request specifying the subject to be discussed, and signed by at least five percent (5%) of the current financial membership.

2. The Special General Meeting shall be held within six (6) weeks of the Secretary receiving a written request as aforesaid.

3. Fourteen (14) days notice of such meeting and of the business to be brought before it, to which discussion shall be strictly confined, shall be given by notice posted in the clubrooms.

4. The provisions of Part G hereof relating to the quorum for and conduct of Annual General Meetings shall apply mutatis mutandis to Special General Meetings.

I. AFFILIATION

The Committee shall have power to enter into affiliation arrangements with any local or interstate Bridge Club on the condition that Members of this Association shall enjoy with such affiliated Club the same rights and privileges as are accorded to Members of such affiliated Club by this Association.

J. FINANCIAL YEAR

The financial year of the Association shall terminate on the thirtieth day of September each year.

K. DISCIPLINE AND EXPULSION

1. The Committee of the Association shall have the right to reprimand, fine, suspend, or expel a Member whom the Committee feels has acted in a manner which is improper or otherwise unbecoming of a Member of the Association provided that a two-thirds majority of the Committee Members present at the said meeting is obtained.

2. In dealing with a disciplinary matter the Committee shall proceed according to the club policy set out in the document: **"Policy, Procedure and Rules for unacceptable behaviour and associated disciplinary proceedings"**.

L. ALTERATION OF CONSTITUTION

1. The clauses of this Constitution shall not be altered otherwise than in accordance with this Part.

2. A motion for the alteration of any of the Constitution of the Association shall only be made at an Annual General Meeting or Special General Meeting.

3. No such motion shall be accepted at such meeting unless notice of the same was given in the Notice calling the meeting or notice of such motion was posted in the Association's rooms at

least fourteen (14) days prior to the meeting but it shall be in order to accept amendments to such motion at the meeting.

4. No such motion shall be deemed to be carried unless supported by at least two-thirds of those present and entitled to vote.

M. DISSOLUTION

If upon the dissolution or winding up of the Association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the Members of the Association but shall be given to some other Association, organisation or club having objects similar wholly or in part to the objects of the Association and which prohibits the distribution of income and property among its members.

Such organisation or organisations shall be identified and determined by a resolution of Members in general meeting.

N. LAWS OF BRIDGE

Play will be governed by the current International Laws of Contract Bridge and Duplicate Contract Bridge or as otherwise determined by the Committee.

O. RULES

1. The Committee shall have power to make rules for any purpose for which this Constitution authorises rules to be made or for which it is by this Constitution contemplated that rules may or will be made and generally such rules as may be necessary or convenient for carrying out or giving effect to the provisions of this Constitution.

2. Specifically, the power conferred by Clause 1 of this part will require the Committee to make rules that address the implementation of those policy issues specifically highlighted in the Constitution. These include:

(a) Prescribing the membership, entrance, subscription and table fees, together with any associated dates by which these fees fall due, where they are not specifically determined through the Constitution, particularly in relation to non-typical classes of membership identified in Part C;

(b) Prescribing the manner and form in which the Australian Accounting Standard is applied to the financial affairs of the Association. This to include at least the following matters;

(i) The chart of accounts.

(ii) The annual budget projection of income and expenditure, based upon the chart of accounts.

(iii) Financial delegations for authorised staff, sub committees and Members of the Committee against specified budget lines.

(iv) Mechanisms by which such transactions may be conducted, particularly with respect to authorizations to use cheque facilities, credit cards and electronic transfer of funds etc.

(v) The type of financial institutions with whom the Association may have accounts for the conduct of its financial transactions and the investment of funds; where this will include the authorisation of signatories to such accounts.

(vi) The nature and form of the records of the financial affairs of the Association and the manner in which they are held, with particular reference to the associated reports for the information of the Committee, the Auditors, the Annual General Meeting and any Special General Meeting.

(c) Regulating the conduct of meetings of the Association by prescribing (from a recognised text or a publish procedure) Standing Orders for Meetings as the authoritative reference to assist Committee chairmen and inform members of the Association.

(d) Regulating all elections conducted on behalf of the Association, and as an adjunct to the directions in this Constitution such regulations are to prescribe, but not necessarily limited to;

(i) The methodology for nomination, voting (including proxies), counting of votes and the declaration of poll, disposal of ballot papers and the procedures to guide the returning officers.

(ii) The necessary authorisations and processes of verification to ensure the matters in 2 (d) (i) maintain the veracity and integrity of the elections (this to include the issue of possible conflict of interest of nominees).

(iii) The concomitant issues of process such as the design and format of all required forms, the time lines associated with each procedural step and the utilisation of appropriate communication technologies.

3. Generally, the powers conferred by Clause 1 of this Part shall not be limited to the prescribed instances in Clause 2. The Committee may make rules which clarify or guide the procedural affairs of the Association or the intent of the Constitution by;

(a) Prescribing the form in which application for membership shall be made.

(b) Regulating the conduct of any competitions conducted by the Association.

(c) Prescribing the form of, and information to be contained in, any appeal to the Appeals Sub-Committee.

(d) Regulating the use of the Association's library facilities by its members and providing for the imposition and recovery of fines.

(e) Prescribing a meeting schedule for the Committee.

(f) Prescribing a set of procedures for the appointment of full time staff.

4. From time to time, the rules so made will be amended to reflect the "current practices of the day", particularly in regard to those processes dependent upon emerging technologies.

5. Any rule made by the Committee shall be brought immediately to the attention of members by posting on the notice board of the Association in its clubrooms as soon as possible after the resolution of the Committee creating the same and shall remain posted on such notice board for a period of not less than one month.

(a) Where relevant, explanatory documentation and forms relating to the rule so made, shall also be so posted.

(b) Where the Association has access to "mass" communication technologies, then the rule so made by the Committee shall simultaneously be made available to members using these communication technologies.

(c) Such rule shall not come into force until the expiration of one month from the date on which it was first so posted.

6. Any rule made by the Committee may be disallowed by a simple majority of members at an Annual General Meeting or Special General Meeting called for that purpose.

7. Nothing herein contained shall authorise the Committee to make any rule which is in conflict with the provisions of this Constitution and any such rule purported to be made shall be null and void to the extent of such inconsistency.