

SCOTTISH BRIDGE UNION (SBU) CONSTITUTION
as at JUNE 2017 following May 2017 AGM

1. NAME

The name of the organisation shall be the “Scottish Bridge Union”, herein called the “Union”.

2. PURPOSE

The purpose of the Union shall be the development and control of Duplicate Bridge in Scotland.

3. GOVERNMENT

Government of the Union shall be vested in the Council, subject to directives from a General Meeting of the Union resulting from motions properly notified to the Secretary.

4. DISTRICTS

4.1 The Union shall be divided into seven geographical Districts, namely:

- Ayrshire District shall be North Ayrshire, South Ayrshire, East Ayrshire and Wigtownshire.
- Central District shall be Perthshire and Kinross, Angus, City of Dundee and Fife (excluding South Fife).
- East District shall be South Fife, City of Edinburgh, West Lothian, Midlothian, East Lothian, Clackmannan, Falkirk and Borders.
- Highland District shall be Highland, Moray, Orkney and the Western Isles.
- North District shall be Aberdeenshire, City of Aberdeen and Shetland.
- South District shall be Dumfries and Galloway (excluding Wigtownshire).
- West District shall be Stirling, Argyll and Bute, Dumbarton and Clydebank, East Dunbartonshire, North and South Lanarkshire, City of Glasgow, East Renfrewshire, Renfrewshire and Inverclyde.

4.2 A Club will normally be affiliated to the District containing its geographical location as defined above, but in special circumstances a Club may apply for affiliation or transfer to another District which may be more convenient to it.

4.3 Each district is responsible for ensuring that all affiliated clubs within its district comply with the responsibilities specified in section 6 of this Constitution.

4.4 Each district is responsible for ensuring that all players in any league competition in or partially within its district are all paid-up members of the Union

5. UNION OFFICE BEARERS

5.1 There shall be three Union Office Bearers, namely the President, the Secretary and the Treasurer that are elected at the Annual General Meeting. The Union Office Bearers shall not also be Vice-Presidents.

5.2 Council may appoint other Officers as it sees fit. These officers may be but need not be members of Council.

5.3 The President shall hold no other office.

5.4 The Council may choose to appoint a President-designate who will act, except as herein specified, as the President's deputy until the next AGM, otherwise, the immediate Past President shall deputise for the President as required.

6. AFFILIATED CLUBS

6.1 Any bridge club may seek affiliation to the Union by applying to the Secretary via the relevant District. If the application is accepted, the club becomes an Affiliated Club.

6.2 An Affiliated Club shall be responsible for ensuring that all its members are Members of the Union.

6.3 An Affiliated Club shall be responsible for supplying a list of its 'Home' Members to an appropriate officer as named by Council.

6.4 An Affiliated Club shall pay the Club Annual Subscription directly to an appropriate officer as named by Council by 30th November of the membership year.

6.5 An Affiliated Club shall be licensed to issue Master Points.

6.6 An Affiliated Club shall forward such Annual Subscriptions as it collects from its Home members to an appropriate officer as named by Council by 30th November.

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6.7 An Affiliated Club shall have full powers to manage its own affairs, control its own finances, including Tournaments, Congresses and other events it chooses to organise.

7 MEMBERSHIP

7.1 There are the following categories of membership of the Union: Ordinary Member, Direct Member, Honorary Member, and Honorary Life President.

7.2 A bridge player becomes an Ordinary Member of the Union by becoming a member of an Affiliated Club.

7.3 A bridge player becomes a Direct Member of the Union by direct application to an appropriate officer as named by Council.

7.4 A bridge player becomes an Honorary Member of the Union when elected at a General Meeting of the Union.

7.5 A bridge player becomes the Honorary Life President when elected at a General Meeting of the Union. There shall be at most one Honorary Life President.

8 ANNUAL SUBSCRIPTIONS

8.1 The membership year runs from 1st September to 31st August.

8.2 The Honorary Life President (if there is one) pays no subscription.

8.3 An Honorary Member pays no subscription.

8.4 An Ordinary Member who is a member of one or more Affiliated Clubs shall nominate one of those clubs as their Home Club through which their Annual Subscription to the Union will be collected.

8.5 Direct members shall pay their Annual Subscription directly to an appropriate officer as named by Council.

9 ACCOUNTS

9.1 The financial year of the Union shall be from 1st September to 31st August.

9.2 Proper books of account shall be kept.

9.3 The Treasurer's Accounts shall be prepared at the end of each financial year

9.4 The Examiner, who shall be appointed at the Annual General Meeting, shall not be a member of the SBU Council or any District Committee.

9.5 The Examiner shall examine the books and accounts of the Union. The Examiner's Report shall state whether the Treasurer's Accounts agree with the books of account, whether proper books of account have been kept and whether a true and fair view of the Union's affairs is given by the accounts about all financial matters, in particular

(a) end-of-year Balance Sheet

(b) end-of-year Income and Expenditure Account.

The Examiner shall specify any qualifications to the accounts.

Should it be proposed that the Examiner be changed from the previous Examiner, notice of such proposal shall be given not later than the first week of April preceding the Annual General Meeting to the Secretary who shall forthwith give intimation of the proposal to the existing Examiner.

10 GENERAL MEETING

There are two kinds of General Meeting, an Annual General Meeting and an Extraordinary General Meeting.

Each Member of the Union is entitled to be present at any General Meeting. Twenty-Five Members of the Union shall form a quorum.

10.4 The Secretary shall give at least twenty-one days' notice of a General Meeting to

(a) each Affiliated Club, which shall be responsible for informing its members of the date, time and venue of the General Meeting

(b) each Member who is not a member of an Affiliated Club.

10.5 If the President is present, he shall be the chairman. If the President is absent, the meeting shall elect a chairman.

10.6 Each Member of the Union shall have one vote. Proxy voting shall be allowed in accordance with the procedure laid down by Council. [See Appendix 1.] The chairman shall have a casting vote.

10.7 Any Member of the Union may present seconded Motions to an AGM. Such Motions shall reach the Secretary in writing at least 28 days before the Meeting. The Secretary shall promulgate

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all such Motions along with the Notice of the Meeting.

11 ANNUAL GENERAL MEETING

11.1 There shall be an Annual General Meeting of the Union on a date not later than the end of May each year.

11.2 The business of the Annual General Meeting shall include

(a)Accounts. The Treasurer's Accounts, with the Examiner's report attached, shall be presented to the Annual General Meeting for its approval.

(b) Election of the Union Office Bearers. Nominations for Union Office Bearers for the ensuing year shall be made to the Secretary at least twenty-eight days before the Annual General Meeting.

(c) Annual Subscriptions. The annual subscriptions for Affiliated Clubs, Ordinary Members and Direct Members shall be fixed for the following membership year.

12 EXTRAORDINARY GENERAL MEETING

12.1 Council may call an Extraordinary General Meeting at any time.

12.2 Members may call an Extraordinary General Meeting at any time by sending to the Secretary a written application signed by at least fifty Members of the Union. The application shall propose a Motion to be discussed by the Extraordinary General Meeting and this shall be the sole business of the Extraordinary General Meeting. The Extraordinary General Meeting shall be held within six weeks of the receipt of the application. A copy of the application shall be included with the notice calling the Extraordinary General Meeting.

13 COUNCIL

13.1 Composition. The members of Council shall be: -

- . the Honorary Life President (if there is one)
- . the Union Office Bearers, namely President, Secretary and Treasurer
- . the Past President in the first year of a Presidency, and then for a second year if a President-Designate is not appointed,
- . President-Designate in the second year of a Presidency only; and
- . the seven Vice-Presidents or their nominated substitution as specified in section 13.4.

13.2 Period in Office. Council shall take office from one Annual General Meeting to the next Annual General Meeting.

13.3 Past President and President-Designate. The Past President shall be the person who was President immediately before the election of the current President. If the Past President resigns or is unable to continue in office, the vacancy shall not be filled. The Past President office exists for two years or until a President-Designate is appointed. A President-Designate shall be appointed, upon proposal by the Council at the Annual General Meeting following the one at which the President was elected. If there are no nominations or if the President-Designate resigns or is unable to continue in office, the vacancy may be filled at an Extraordinary General Meeting.

13.4 The Chairmen of the seven Districts shall be Vice-Presidents of the Union. Any of the seven Chairmen may permit a replacement; whether for a specific meeting or purpose, or for the whole term of their vice presidency. This substitute will have the full authority and voting rights of a Vice-President.

13.5 If the President resigns or is unable to continue in office, either the President-Designate, whom failing the Past President, shall be invited to serve as acting President until the next Annual General Meeting. If he/she declines, a replacement shall be elected by Council or Council may call for an election at an Extraordinary General Meeting.

13.6 If any Union Office Bearer other than the President resigns or is unable to continue in office, a replacement shall be elected by Council to take office until the next Annual General Meeting.

14 COUNCIL BUSINESS

14.1 Council Meetings. There shall be at least three Council Meetings each year, one such meeting being immediately after the Annual General Meeting.

14.2 Quorum. Six voting attendees shall form a quorum.

14.3 Chairman. The President, if present, shall be the chairman and if not present the Council elects a chairman from among the attendees. Council members, subject to the approval of Council, may invite other person(s) to be present and participate but not vote at any Council meeting provided prior notice is given to the Secretary.

14.4 Voting All matters should be decided by vote. The Secretary and Treasurer and Honorary Life President do not have a vote. All other members of Council have one vote, apart from the Vice-Presidents of the East and West Districts who each have two votes. The chairman has a casting as well as a deliberative vote. There shall be no proxy voting. No Council member may exercise more than two votes.

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14.5 Retraction of Decisions. A decision that has been made by a vote at a Council Meeting shall not be brought before Council again unless

- a) a period of six months has elapsed, or
- (b) a subsequent Annual General Meeting has been held, or
- (c) a Council Meeting agrees to review the decision by the express wish of at least two-thirds of members of Council who are present and entitled to vote.

15 COUNCIL DUTIES AND POWERS

15.1 Policy. Further to Section 3. Council shall have the powers defined below.

15.2 Regulations. Council shall make and define regulations for the conduct of Duplicate Bridge in Scotland.

15.3 Finances. Council shall be responsible for the finances of the Union.

15.4 Discipline. Council shall have disciplinary powers to deal with any Member or Affiliated Club that infringes this Constitution, disregards the decisions of Council, or breaks the rules of bridge, or brings bridge into disrepute. These powers include expulsion or suspension from the Union. Subject to the provisions of Section 10.7, any such Member or Affiliated Club may appeal against the decision of Council at a General Meeting in order to have their case re-examined. The decision of the General Meeting shall be final. Disciplinary procedures will be produced and maintained by the Laws and Ethics Committee.

15.5 Disputes. Council shall decide questions of dispute, including any interpretation of this Constitution where such arise or are submitted by a Member.

15.6 Competitions. Council shall conduct competitions under such conditions as it deems fit.

15.7 Other Bodies. Council may cause the Union to join or affiliate (or to disjoin or disaffiliate) with other similar bodies as it deems fit. It may appoint delegates to other bodies.

15.8 Grants. Council may, at its discretion, make grants or loans, monetary or otherwise, to any District or Affiliated Club.

16 COUNCIL DELEGATION OF POWERS

16.1 Officials. Council shall appoint Union Officials to carry out its policy in areas where it sees fit.

Such Union Officials need not be members of Council but shall have executive powers in the day-to-day running of the business of the Union.

16.2 Executive Committee. At the Council Meeting immediately following the Annual General Meeting, Council shall appoint an Executive Committee consisting of the President and up to six other members of Council to oversee the actions of the Union Officers. The Secretary and Treasurer shall be ex officio members of the Executive Committee.

16.3 Committees

(a) Council shall establish each year following an AGM the undernoted committees

- . Finance
- . International

- . Laws and Ethics

- . Member Services

- . Tournament

- . other committees as it sees fit.

b) Membership of a committee shall be confined to Union members, one of whom Council shall appoint as Chairman. Initial composition of a committee must be approved by Council. Any subsequent changes must be approved by the President and notified at the next Council meeting.

(c) The President and Secretary are ex officio members of all Committees with no vote.

(d) Each member of a committee has one vote, the chairman having a deliberative and a casting vote. There shall be no proxy voting.

(e) Each Committee shall have terms of reference decided by Council. A Committee may make executive decisions without reference to Council but must follow policy decided by Council. A Committee may recommend policy changes to Council and may be consulted by Union Officers on matters where they have expertise.

17 MINUTES

The Secretary shall keep a Minute Book containing a record of all meetings of Council and the Executive Committee.

18 COUNCIL EXPENSES

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Members of Council and co-opted members of Committees are entitled to reasonable out-of-pocket expenses when they are engaged on Council Business.

19 CONSTITUTION

19.1 A copy of this Constitution shall be published on the web-site of the Scottish Bridge Union and copies shall be available from the Secretary on request.

19.2 No alterations shall be made to the Constitution without the consent of at least two-thirds of those Members who vote on them at the General Meeting at which the alterations are proposed.

19.3 Notice of any amendment or alteration, together with the names of proposing and seconding members, shall be submitted in writing to the Union Secretary at least twenty-eight days prior to the date of the General Meeting. Within seven days thereafter, a copy of the notice shall be sent by the Union Secretary to each affiliated club, whose responsibility it shall be to bring the notice to the attention of its members. Direct Members shall be notified by the Union Secretary. A notice calling the meeting shall be sent to affiliated clubs at the same time. It shall be open to Council to make proposals and to place amendments to the Constitution before an Annual General Meeting, subject to the provisions of notice and majority contained within this clause.

20 DISTRICTS

20.1 Government of the District shall be vested in the District Committee, subject to directives from a District General Meeting.

20.2 Each District shall have its own Constitution.

Appendix 1 ... PROXY VOTING

1. Proxy voting at General Meetings of the Scottish Bridge Union will be conducted per the rules laid down in this document.
2. Council will appoint a Proxy Voting Officer.
3. When requested to do so, the Proxy Voting Officer shall provide members of the Union who wish to appoint a proxy to act on their behalf at a General Meeting with an application form (see annex); such forms shall also be available from the Union's Website.
4. To comprise a valid application, such application forms must be completed to contain all the requested information and the signatures of the member applying to appoint a proxy and the individual proposed as proxy. The Chairman of the Meeting may be proposed as a proxy, in which case no counter-signature is required.
5. Save in exceptional circumstances, proxies may not seek to transfer their votes to be used by any other individual.
6. Completed application forms must be received by the Proxy Voting Officer no later than one week before the date of the General Meeting.
7. The Proxy Voting Officer shall check the validity of application forms, checking that all persons applying to appoint a proxy are entitled to vote at the General Meeting and that no member has sought to specify more than one proxy. Members who seek to appoint more than one proxy shall be deprived of their votes at the relevant General Meeting.
8. The Proxy Voting Officer shall write to all proxies to confirm the number of valid proxy votes that they have, providing an explanation if this number is less than the number of applications. The Proxy Voting Officer shall also inform the Chairman of the Meeting of the number of individuals who have selected the Chairman as their proxy, together with any instructions such individuals have specified.
9. The Proxy Voting Officer shall prepare lists of all individuals who have designated proxies and display these prominently in the room in which the General Meeting is held. It shall be announced at the meeting that individuals whose names are on the list are not entitled to vote at the meeting.
10. At the Meeting, proxies shall identify themselves to the Proxy Voting Officer, presenting that official's letter of confirmation. The Proxy Voting Officer shall establish how they are casting their votes if voting is by show of hands or assign them the appropriate number of ballot papers if voting is by ballot.
11. The Chairman of the Meeting shall adjudicate on any unforeseen circumstance or contentious matter arising about the implementation of proxy voting. No appeal against the Chairman's ruling shall be allowed at the Meeting.

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Annex (A): Application to Appoint a Proxy

Date of General Meeting:

Name of individual applying to appoint a proxy:

Home club: _____ Master Point Number or Membership No: _____

Address:

Telephone:

E-mail:

I hereby request that either (i) the chairman of the General Meeting or (ii) a SBU member

named here _____ [complete as appropriate]

be registered to act as a proxy on my behalf at the above meeting.

Signed _____ Date _____

Include here any instructions that you wish to make to your proxy.

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Name of individual proposed as proxy:

Home club:

Master Point Number or Membership No:

Address:

*Telephone:

*E-mail:

I agree to act as a proxy for the applicant at the above meeting.

Signed _____ Date _____

Completed application forms shall be sent to the Proxy Voting Officer,

Alan Kennedy, Sanday, Panmure, Carnoustie, DD7 6LW. Applications shall be valid only

(a) if they are received by the Proxy Voting Officer at least seven days prior to the Meeting and,

(b) if all the requested information is provided. [Fields marked * are optional.]

Approved proxies will receive a letter of confirmation from the Proxy Voting Officer, which they must bring to the meeting to validate their right to cast proxy votes.

Scanned copies of the proxy form may be sent by eMail to: proxyofficer@sbu.org.uk