



MODEL CLUB CONSTITUTION

VERSION 3 – JUNE 2002

General note

Where numbers are included in [square brackets], please refer to the notes at the end of the document.

The changes to the document since the previous version (Version 2, August 1999) are minimal, but the notes have been expanded, in particular to include reference to some matters which, whilst not relevant to the majority of bridge clubs, may concern some.

Comments and suggestions are welcome. If you have any, or require advice, please feel free to contact Nick Doe at the EBU's Aylesbury offices (01296-317208; nick@ebu.co.uk).

An electronic version of this document (in Microsoft Word format) is available by email on request.

CONSTITUTION OF THE [1] BRIDGE CLUB

1. NAME

The Club shall be called [1].

2. OBJECTS

The object of the Club shall be to provide facilities for its members for playing Duplicate Contract Bridge [2].

3. HEADQUARTERS

The headquarters of the Club shall be situated at [3].

4. AFFILIATIONS

The Club will be affiliated to the [4] County Contract Bridge Association and to the English Bridge Union.

5. MEMBERSHIP

5.1. Membership shall be open to [5].

- 5.2. Any person wishing to become a member of the Club shall apply for membership by completing and forwarding to the Secretary such form as may be prescribed from time to time by the Committee.
- 5.3. All applications for membership of the Club must be proposed and seconded by existing members of the Club unless the Committee decides otherwise.
- 5.4. All membership application forms received by the Secretary shall be displayed in a prominent place at the headquarters of the Club [6] for a minimum period of two weeks.
- 5.5. Any member wishing to object to an application for membership should notify the Secretary in writing.
- 5.6. After the expiry of the period of two weeks mentioned above, the Committee shall as soon as convenient consider the application for membership, taking into account [7] any objections notified to the Secretary, and shall promptly notify the applicant of the acceptance or otherwise of the application.
- 5.7. In declining an application the Committee may give a reason but shall not be obliged to do so.
- 5.8. In considering applications for membership the Committee shall have regard to the playing facilities available, and may from time to time decide that the Club shall be closed to new applications for membership for such period as it may decide.
- 5.9. A member shall cease to be a member of the club immediately if expelled from the club under the provisions of clause 15, or if his resignation in writing is delivered to the Secretary.
- 5.10. A member whose subscription has not been paid shall cease to be a member on the expiration of the period of six months [8] from the date on which the subscription was due for payment.
- 5.11. A former member of the Club who wishes to rejoin as a member may do so without the necessity for a further formal application for membership, unless the Committee decides otherwise [9].

6. OFFICERS

- 6.1. The Officers of the Club shall be the Chairman, Vice-Chairman, Secretary and Treasurer [10].
- 6.2. No member of the Club shall simultaneously hold the office of more than one Officer of the Club.
- 6.3. Each of the Officers of the Club shall be elected at the Annual General Meeting of the Club, and shall retire annually at the ensuing Annual General Meeting, but shall be eligible for re-election [11].
- 6.4. In the event of a vacancy arising during the year in the office of any Officer of the Club, the Committee shall choose one of their number to fill such vacancy until the ensuing Annual General Meeting.

7. COMMITTEE

- 7.1. The Committee of the Club shall consist of the Officers of the Club, together with four [12] other members of the Club, who shall be elected at the Annual General Meeting of the Club, and shall retire annually at the ensuing Annual General Meeting, but shall be eligible for re-election.
- 7.2. The Committee may from time to time co-opt further members of the Club to serve on the Committee until the ensuing Annual General Meeting, whether to fill a vacancy arising, or as an additional members, except that the total number of members of the Committee (including Officers) shall at no time exceed ten. Co-opted members shall be entitled to participate fully in the proceedings of the Committee [13].

7.3. A quorum at meetings of the Committee shall be three [14] members of the Committee, including at least one of the Officers.

7.4. The Committee may from time to time appoint sub-committees to undertake on its behalf such aspects of the administration of the Club as it shall think fit, and members of such sub-committees may include members of the Club who are not members of the Committee.

7.5. Proceedings of the Committee and of any sub-committees shall be regulated in such manner as the Committee may from time to time decide [15].

7.6. The Committee shall make a report to each Annual General Meeting of the Club concerning the affairs of the Club since the previous Annual General Meeting.

8. MANAGEMENT

8.1. The affairs of the Club shall be managed by the Committee, and the Committee shall have power to determine any issue arising in connection with the affairs of the Club which is not specifically provided for in this Constitution.

8.2. The Committee may from time to time formulate and publish such rules as it thinks expedient for the efficient and harmonious running of the Club (but in the case of any conflict between such rules and this Constitution, the Constitution shall prevail).

8.3 Any issue of policy determined by the Committee or any rules published by the Committee may be varied by a resolution of members at a General Meeting of the Club, provided that such resolution is not in conflict with this Constitution and is not retrospective in application.

8.4 In the event of such variation being made, the policy or rules (as the case may be) shall not be further varied by the Committee in a manner inconsistent with the resolution.

9. GENERAL MEETINGS

9.1. An Annual General Meeting of the Club shall be held in each year no later than four months after the end of the financial year.

9.2. A Special General Meeting of the Club shall be convened by the Committee if a request for such a meeting signed by at least ten members of the Club is delivered to the Secretary, stating the reason for the meeting, and such meeting shall take place within one month of the receipt of such request.

9.3. A Special General Meeting of the Club may be convened by the Committee on its own initiative at any time.

9.4. All General Meetings of the Club shall be held at the headquarters of the Club unless circumstances arise which render this impracticable.

9.5 The Chairman, if present, shall chair all General Meetings of the Club, and in his absence the Vice-Chairman or some other member of the Committee shall chair the meeting.

9.6. Notice of all General Meetings of the Club shall be given to all members of the Club no later than two weeks [16] prior to the date fixed for the meeting.

9.7. Any member may propose a motion to be discussed at a General Meeting provided that written notice of the proposed motion is delivered to the Secretary no later than one week prior to the date fixed for the meeting.

9.8 The chairman of the meeting may permit discussion of other business at a General Meeting if he thinks fit.

9.9. A quorum at General Meetings of the Club shall be ten members present in person [17].

9.10. If fifteen minutes after the time fixed for a General Meeting of the Club no quorum shall be present, the meeting shall be adjourned to a new date (of which the like notice shall be given to members as was required to be given for the meeting which has been adjourned), and in the case

of a General Meeting which has been adjourned due to the lack of a quorum (but not of a meeting adjourned for any other reason) such number of members as are actually present at the adjourned meeting shall constitute a quorum.

9.11. Voting at General Meetings of the Club shall be by show of hands, and in the event of parity of voting the chairman of the meeting shall have a second or casting vote [17].

10. NOTICES

10.1. Notices of any Special General Meeting of the Club, and of an Annual General Meeting at which in the opinion of the Committee any business of a non-routine nature is likely to be discussed, shall be given to members by post to the last address of each member notified to the Secretary.

10.2. Notices of any Annual General Meeting at which in the opinion of the Committee no business of a non-routine nature is likely to be discussed, may be given to members either by post to the last address of each member notified to the Secretary, or by displaying a notice in a prominent position at the headquarters of the Club [18].

10.3. Notices of any other matters to be brought to the attention of members shall be made by displaying a notice in a prominent position at the headquarters of the Club [19].

11. NOMINATIONS

11.1. Nominations for the posts of Officers or Committee members shall be in writing, and shall be signed by a proposer and a seconder, both of whom shall be members of the Club, and also by the person nominated.

11.2. Nominations must reach the Secretary no later than one week prior to the date fixed for the Annual General Meeting.

12. SUBSCRIPTIONS and FEES

12.1. Each member of the Club shall pay an annual subscription, the basic amount of which for the time being shall be decided at the Annual General Meeting of the Club. Subscriptions shall be due for payment by [20] in each year in respect of the year to the following [21]. Unless the Committee decides otherwise, any member whose subscription remains unpaid after the due date shall pay table money at the rate applicable to visitors until his subscription has been paid in full.

12.2. Each member of the Club, and each guest and visitor, shall pay table money on each occasion when he plays at the Club, the basic amounts of which for the time being shall be decided at the Annual General Meeting of the Club.

12.3. Each successful applicant for membership of the Club may be required to pay a joining fee, the amount (if any) of which for the time being shall be decided at the Annual General Meeting of the Club.

12.4. The Committee may determine variations on the basic amounts of subscriptions and table money for members, guests and visitors in different circumstances, and may waive subscriptions or table money in the event of hardship or for any other good cause [22].

12.5. The Annual General Meeting may authorise the Committee to increase the basic amounts of subscriptions and table money prior to the ensuing Annual General Meeting.

12.6. The Committee may determine from time to time the amount of fees to be charged for use of the premises or equipment of the Club, or for any other purpose for which it is of the opinion that fees ought to be charged.

13. ACCOUNTS

13.1. The Committee shall arrange for accounts to be prepared in respect of the financial affairs of the Club for each year ending on [23].

13.2. The accounts for each year shall be presented to the Annual General Meeting of the Club for approval.

14. GUESTS and VISITORS

14.1. Any member may invite a guest [24] to play at the club at any time, but in the event of the playing facilities being inadequate to accommodate all those who wish to play, priority shall be given to members.

14.2. Visitors [25] may be permitted to play at the Club at any time, but in the event of the playing facilities being inadequate to accommodate all those who wish to play, priority shall be given to members and the guests of members.

14.3. The Committee may from time to time place a limit on the number of occasions on which a non-member (whether a guest or a visitor) may play at the club without being required to apply for membership.

14.4. If such a limit is for the time being in force, a non-member who has applied for membership shall (subject to available playing facilities) be permitted to play at the Club until his application for membership has been considered by the Committee, even if the limit imposed by the Committee is thereby exceeded.

15. CONDUCT [26]

15.1. In the event of a complaint being made to the Committee about the conduct of a member of the Club the Committee [27] may (and if a written complaint is received signed by at least three members of the Club, it shall [28]) investigate the complaint.

15.2. On investigating such a complaint the Committee shall give the member about whose conduct the complaint has been made an opportunity to be heard.

15.3. If on investigating such a complaint the Committee is of the opinion that the member has behaved in an unacceptable manner or in such a manner as to cause injury to the interests of the Club, then the Committee may reprimand the member, suspend the member from the privileges of membership for such period as it may think fit, or expel the member from the Club.

15.4. The Committee shall forthwith notify the member of any decision made on the investigation of a complaint about his conduct, and may if it thinks fit publicise the decision by displaying a notice at the headquarters of the Club.

15.5. An appeal shall lie to a General Meeting of the Club against any decision to reprimand, suspend or expel a member of the Club following the investigation of a complaint about his conduct.

15.6. Notice of such an appeal must be in writing, and delivered to the Secretary within two weeks of the notification to the member of the decision of the Committee.

15.7. In the event of an appeal being made against it, the decision of the Committee shall not be put into effect until the appeal has been determined.

15.8. On the appeal being heard by a General Meeting of the Club, the General Meeting shall have power to overrule the conclusion of the Committee, or to uphold it, in which event the sanction imposed by the Committee may be confirmed or varied (to any sanction which the Committee was empowered to impose, or to none).

15.9. Nothing in this Constitution shall preclude the Committee from referring a matter of conduct to the Conduct Committee [29] of the [30] County Contract Bridge Association, or to the Laws & Ethics Committee of the English Bridge Union if it considers it appropriate to do so.

16. ALTERATIONS TO THE CONSTITUTION

16.1. No alterations shall be made to this constitution except at a General Meeting of the Club [31].

16.2. In order for a resolution to alter this constitution to have effect at least two-thirds of the votes cast on the resolution must be in favour.

17. WINDING-UP

17.1. In order for a resolution that the Club shall be wound up to have effect at least two-thirds of the votes cast on the resolution must be in favour, and in addition the number of votes cast in favour of the resolution must exceed one-half of the number of members of the Club entitled to attend and vote at the General Meeting at which the resolution is put.

17.2. If a resolution that the Club shall be wound up is effectively passed, the Committee shall be responsible for winding up the affairs of the Club, and unless the winding up has been initiated with a view to amalgamating the Club with some other club (in which case any surplus assets and funds may be transferred to such other club), any surplus assets and funds shall be transferred to such of the organisations mentioned in clause 17.3 as may be specified in the resolution initiating the winding up, and if no such organisation is so specified, to such of those organisations as the Committee may think fit.

17.3 The organisations referred to in clause 17.2 are
The English Bridge Union
The [32] County Contract Bridge Association; and
any Registered or recognised charitable body

NOTES

1. Insert name of Club.
2. The model is designed for clubs who wish to be affiliated to the EBU. Such clubs will naturally tend to focus on duplicate bridge, but may also provide facilities for rubber/Chicago. For such clubs, insert “and other” after the word “duplicate”.

For the purposes of *Bridge for All* and other clubs associated with teaching and/or catering particularly for beginners, it may be appropriate to expand the statement of objects to include something along the following lines:-

“facilities for less experienced players to learn and to play Contact Bridge in a friendly and supportive atmosphere”
3. In the case of peripatetic clubs, or those who meet at more than one venue, this clause may need to be adapted, references to the headquarters later in the Constitution being defined to include:-

“such venue or venues as the Committee shall from time to time arrange within the XYZ area / within 10 miles of ABC as playing accommodation for the Club”.

or appropriate wording of a similar nature.
4. Insert name of County Association
5. Insert one of the following according to the circumstances of the club:-
 - (a) all bridge players
 - (b) all bridge players and those wishing to learn the game
 - (c) all members in good standing of the English Bridge Union
6. If the Club has no fixed HQ, then unless a suitable definition has been included (see Note 3) then amend to:-

“all premises at which the Club regularly meets”

If the club has a fixed HQ but also meets elsewhere, both forms of words should be included.
7. The general principle is that a members’ club is entitled to regulate its own membership. Provided that it complies with the law of the land (e.g. in regard to discrimination on the grounds of race, sex etc.), it does not have to have what might generally be regarded as a good reason for accepting or rejecting applications for membership. It must, however, comply with its own rules. It is therefore desirable for most clubs to have defined procedures for applications for membership, such as are contained in this model.

If the object of a club is to cater for a particular sort of player, so that applications for membership from players outside that category may not be accepted, it is sensible to make this clear. For instance, for *Bridge for All* and other beginners’ clubs it should be made clear that the Committee has the power to reject applicants if they are thought too experienced (see Note 2 - such a power could usefully be cross-referenced to clause 2 if expanded as suggested).
8. Some clubs have a much shorter period, but it seems sensible to allow a reasonable period, particularly for members who may not visit the club that frequently. Note that the default provision is that visitors’ table money is payable as soon as the subscription is overdue, but formal cessation of membership follows later.
9. You might wish to provide that a member who has been expelled from the club, or has resigned from the club or allowed his membership to lapse whilst suspended from the privileges of membership, should always have to reapply formally, but no doubt the Committee would exercise its discretion to require a formal reapplication in such a case.
10. Clubs may wish to designate other posts (e.g. Chief Tournament Director, Competition Secretary etc.). It is normally preferable that the holders of such posts are not formally designated as Officers of the Club.
11. Clubs may wish to provide that a member should not serve as Chairman for more than a specified number of consecutive years. It would not be normal to put a limit on the length of service of the other Officers.

12. The size of the Committee will depend on a number of factors, including the size and type of club and the scale of its activities. The intention is to provide a number that will allow the jobs to be divided up sensibly without having a Committee that is large enough to prove unwieldy.
13. The model deliberately does not set out to specify how the proceedings of the Committee should be regulated, preferring to let the Committee lay down such matters for itself (see paragraph 7.5). The position of co-opted members can cause difficulty, as a result of which some organisations (including the EBU itself) make co-opted members non-voting. This does prevent a Committee flooding itself with its own cronies, but the model endeavours to avoid this problem by putting a maximum limit on overall Committee numbers and prescribing annual elections for the whole Committee.
14. The quorum should be small enough to avoid the likelihood of meetings having to be rearranged because of the lack of a quorum, and to allow for the possibility of decisions by a small number of Committee members in an emergency (it should be a matter for the Committee's own rules (under paragraph 7.5) as to when it is regarded as acceptable for a Committee decision to be made at such an emergency meeting when a number of Committee members may not have the opportunity to attend). Generally a quorum should usually be between one-third and one-half of the total Committee membership (including officers).
15. It should probably go without saying that Committee members should in general withdraw from participation in decisions where they may have, or seem to have, a conflict of interest. This is particularly important where matters of conduct are being considered.
16. The specified timetable occasionally gives rise to comment. The timetable in the model means that the formal notice of the meeting effectively acts as a reminder to members of when the meeting is, giving them the chance to react by making nominations and proposing resolutions. The obvious consequence is that the actual agenda is not finalised until after the notice of AGM has been given. An alternative approach would be to require nominations and resolutions to be delivered to the Secretary by a date further in advance of the meeting than the formal notice that is required to be given. This means that the formal notice can incorporate the final agenda. The disadvantage, of course, is that members, not having had the notice, may miss the deadlines. Provided that you decide how you want the process to operate, you can freely make changes to the deadlines specified.
17. This quorum may seem low. Obviously, if the club has a large membership, this figure should be increased. You could use a proportion of the membership of the club, rather than a specified number (or a combination, e.g. x% of the total membership of the club, or ten members, whichever is the greater). General meetings should normally have a lower quorum in percentage terms than is required for meetings of the Committee.

Many clubs suffer from a poor attendance at AGMs. Clubs wishing to ensure that their members are involved in the decisions reserved to general meetings might wish to consider one or more of the following options:-

- (a) provision for postal voting in advance of general meetings
- (b) provision for proxy voting at general meetings
- (c) provision for a general meeting to refer a matter to a postal ballot of members
- (d) provision for the Committee to refer a matter to a postal ballot of members in lieu of a decision at a general meeting

Detailed provisions are beyond the scope of this model, but advice on possible wording is available on request.

- 18,19. See Note 6.
20. Insert due date for payment, often one or two months into the new subscription year.
21. Insert date to which the subscription year runs. Some clubs may prefer to have rolling subscriptions (i.e. a member's subscription entitles him to membership until the anniversary of his first joining), although this requires more detailed record-keeping. It also requires amendments to the provisions as to payment in this clause and as to lapse of membership in clause 5.10.
22. For example, clubs may charge a proportion of the annual subscription to members joining part way through the year, and many will have reduced subscriptions and/or table money for juniors. Most clubs waive table money for officiating tournament directors. Many offer free sessions as prizes, and/or run special competitions with entry fees or table money which is different from that normally charged.

23. Insert date of financial year end.
24. If the Club decides that members should be EBU members, then it will have to decide whether guests should also be required to be.
25. See Note 24. The same applies to visitors.
26. The club may wish not to prescribe such matters in the Constitution, but merely to include a statement along the lines of:-

“the Committee shall be responsible for regulating matters of conduct and shall put in place rules for dealing with any complaints which may arise”.

The problem with this is that if the Committee does not do this until a case arises, the rules may have to be put in place in a hurry, and the result may be over-coloured by perceptions of the particular case which has arisen.
27. See Note 15.
28. It is perfectly feasible to require the Committee to investigate all complaints (or at least all written complaints). In practice it is likely to be unwise for a Committee to decline to investigate a complaint. However, the right of the Committee to decline to investigate a complaint unless it is made in writing and signed by three members may serve to avoid the Committee being troubled by relatively minor matters.
29. Some Counties call the appropriate committee their Laws & Ethics Committee, and there may be other variants. Please check with the County concerned.
30. Insert name of Association (as in clause 4).
31. If a club decides to make alternative provisions for the method by which members participate in the decision-making process (see note 17), a consequential amendment to this paragraph will be required.
32. Insert name of Association (as in clause 4).