

BFACT Constitution (as amended to 22 October 2006)

Constitution of Bridge Federation ACT Incorporated
Incorporated in 1997 under the Associations Incorporation Act 1991
(as amended) ACT 17 August 1997

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NAME

1. The name of the federation hereby constituted and registered in the ACT is the Bridge Federation ACT Incorporated, hereinafter referred to as the Federation.

COVERAGE

2. The Federation is the federation of its constituent members which at the date of the adoption of this constitution were the home club members of the ACT. Bridge Association, South Canberra Bridge Club, Canberra Workers Club Bridge Club, Cootamundra Bridge Club, Monaro Bridge Club and Goulburn Bridge Club.

DEFINITIONS

3. In this constitution unless there be something in the subject or context inconsistent therewith the following words and expressions shall have the following respective meanings:

- (a) "ACT" means the Australian Capital Territory;
- (b) "*Act*" means the *Associations Incorporation Act 1991* (updated as appropriate) of the ACT;
- (c) "Affiliated Club" means any organisation which is affiliated with the Federation;
- (d) "ABF" means Australian Bridge Federation Incorporated;
- (e) "Bridge" means the game of contract bridge;
- (f) "Council" means a Councillor of the Federation referred to in clauses 49-54;
- (g) "Councillor" means a Councillor of the Federation as referred to under Clause 49;
- (h) "Federation" means Bridge Federation ACT Incorporated;
- (i) "Home club member" means a natural person who is a fully financial member of a club affiliated with the Federation;
- (j) "Masterpoints" means points awarded under the masterpoints scheme as administered by the ABF;
- (k) "Registrar" means the Registrar as defined in the *Act*.

INTERPRETATION

4. In this Constitution, a reference to the ABF shall, if another body is for the time being the National Authority in relation to being the organisation recognised by the World Bridge Federation as the body representing Australian Bridge Players, be construed as a reference to that other body.

5. The Federation shall be bound by the *Act*.

OBJECTS

The objects of the Federation shall be:

- 6. To promote the game of Contract Bridge in the ACT and in other areas approved from time to time by the ABF;
- 7. To grant affiliation to any club or group that regularly promotes or encourages the playing of bridge in the ACT or in such other areas or at such other clubs or groups as may, with the concurrence of the ABF, seek affiliation and agree to abide by the rules of the Federation.
- 8. To promote the interests of bridge players who are members of affiliated clubs or groups;
- 9. To interpret the Laws of Bridge within the ACT and other areas approved by the ABF, subject always to appeal to the ABF;
- 10. To purchase, take on lease or hire, or otherwise acquire, premises and equipment, whether alone or jointly with any other body or bodies, for use in connection with the playing of contract bridge;
- 11. To organise official ACT Championships, interstate championships and associated events and to supervise the allocation of masterpoints at such championships and events;
- 12. To seek admission as a constituent member of the ABF representing the Bridge players of the ACT and to act as the representative of those players at an interstate or international level where appropriate;
- 13. To promote the masterpoints system as administered by the ABF;

14. To accredit teams, pairs or individuals to represent the ACT in interstate or international bridge competitions and gatherings;
15. To raise funds for the carrying out of the functions of the Federation.

INCOME AND PROPERTY OF THE FEDERATION

16. The income and property of the Federation, however derived, shall be applied solely towards the promotion of the objects and purposes of the Federation and no portion thereof shall be paid or transferred, directly or indirectly, by dividend or bonus to any member of the Federation.
17. The federation shall not directly or indirectly pay any Councillor for services provided by that Councillor in the performance of their ordinary duties as a Councillor. The Council may resolve in any particular case that the services requested of a Councillor are not services which should reasonably be demanded of a Councillor and upon such resolution being passed the Council may determine and pay a proper remuneration to the Councillor for performing those services. Notwithstanding the above, councillors undertaking work for the benefit of the Federation are entitled to be reimbursed for reasonable expenses subject to prior approval of these expenses by the Council or their nominee or the Management Committee.

AFFILIATION

18. Any club or group which regularly promotes or encourages the playing of Contract Bridge may apply for affiliation. Subject to clauses 6 to 15, the Council shall affiliate any such club or group within three months of application being made, providing that the club or group seeking affiliation:
 - (a) lodges a written constitution which is not inconsistent with the Federation's constitution, or where a group is not a properly constituted body, lodges the name of an organiser;
 - (b) nominates at least twelve financial home club registered members who, on registration of the club, will pay the fees;
 - (c) lodges a list of home club registered members; and
 - (d) undertakes to comply with the Constitution and By-Laws of the Federation.
19. The existing clubs at the inception of this Constitution are:
 - ACT. Bridge Association Incorporated
 - Canberra Workers Club Bridge Club
 - South Canberra Bridge Club
 - Cootamundra Bridge Club
 - Monaro Bridge Club Incorporated
 - Goulburn Bridge Club
20. The affiliation of a club or group may be terminated with 30 days notice in writing by the affiliated body.
21. The Council may terminate the affiliation of a club or group for failure to comply with the Constitution of the Federation subject to providing the club or group written notice including reasons within 30 days.

MEMBERSHIP

The members of the Federation shall be:

22. All financial members of bridge clubs or bridge groups affiliated to the Federation as outlined in Clause 18 provided that such members are registered with the Federation and fees, as appropriate, have been paid to the Federation;
23. All holders of honorary offices of the Federation appointed under Clause 98;

24. Any other such person granted temporary or visiting membership by the Council but only such rights and privileges as the Council may determine.

MEETINGS

Annual General Meeting

25. The Federation will be established on 2 September 1997 and thereafter the Annual General Meeting shall be held at the nearest practicable date after 1 September in the year concerned.

26. An audited statement of the Accounts of the Federation for the previous financial year, prepared in accordance with Clause 97, shall be forwarded to the Secretaries of affiliated clubs at least two weeks before the Annual General Meeting and it shall be the responsibility of the clubs to make copies available to their members appropriately.

Special General Meetings

27. The Council may call a Special General Meeting whenever the Council is of the opinion that it is in the interests of the Federation to do so and must call such a meeting at the request in writing of at least twenty members of the Federation.

Provisions Relating to all General Meetings

28. Notice of the holding of a General Meeting shall, at least four weeks before the date of the meeting, be forwarded to the Secretaries of affiliated clubs and it shall be the responsibility of the clubs to make copies available to their members appropriately. The agenda for the General Meeting shall be advised not later than two weeks before the date of the meeting.

29. The President shall preside at each General Meeting at which they are present and in their absence a member of the Federation appointed by the meeting shall preside.

30. The quorum at a General Meeting is 20 members of the Federation.

31. General Meetings of the Federation are open only to members of the Federation. The Chair of the meeting is to satisfy themselves that all persons present at such a meeting are eligible to be present.

32. At a General Meeting, a motion other than a procedural motion or a motion placed on the agenda by Council shall not be considered unless:

(a) notice in writing of the motion is received by the Secretary at least three weeks before the date of the meeting, and

(b) the notice is signed by a proposer and seconder who are members of the Federation and, in the case of a motion for the alteration of this constitution, is also signed by at least twenty other members.

33. The decision of the Council as to the date and time at which a notice under Clause 32 is received by the Secretary is final and conclusive.

ELECTIONS

34. Subject to the Clauses 49, 50 and 35 to 42, members of the Council other than the Immediate Past President of the Federation and the Public Officer shall be elected at the Annual General Meeting.

35. Nominations of candidates for election as office bearers of the Federation or as Ordinary Councillors shall be made in writing signed by two members of the Federation and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination). Nominations shall be delivered to the Secretary before the date of the Annual General Meeting.

36. At the Annual General Meeting, additional nominations for any election may be made, by two members of the Federation, with the consent of the nominee.

37. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
38. If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
39. A person is not eligible to stand for election to a position on Council unless they are a member of the Federation.
40. If there are no nominations for an office, the Council may appoint a member of the Federation to the office.
41. No person shall hold concurrently more than one of the following offices except for a period of not more than three months in any one financial year.
- President of the Federation,
 - Vice-President,
 - Secretary,
 - Treasurer,
 - Tournament Secretary,
 - Ordinary Councillors appointed by each club affiliated to the Federation in accordance with Clause 50.
42. The elected Council Members shall be elected for a period of one year and may offer themselves for re-election.

VOTING

43. Only members of the Federation present at the meeting are eligible to vote at an election or on a motion at a General Meeting.
44. Each person entitled to vote at an election or on a motion at a General Meeting has one vote:
- (a) all votes must be given personally or by proxy but no member may hold more than one proxy;
 - (b) each member shall be entitled to appoint another member as proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed;
 - (c) the notice appointing the proxy shall be in the form as set out by the *Associations Incorporation Regulations*.
45. At an election:
- (a) voting shall be by secret ballot;
 - (b) the Meeting shall appoint a returning officer and, if necessary, scrutineers to assist them who are not candidates at an election for which they are the returning officer or scrutineers;
 - (c) where a ballot is held the candidate with the highest number of votes shall be declared elected;
 - (d) in the event of an equality of votes for an office the returning officer shall:
 - (i) if two candidates only are contesting the office determine the result of the election by lot, or
 - (ii) if more than two candidates are contesting the office, the candidate or candidates with the least number of votes shall be declared as having lost the election, and a further vote shall be taken between the remaining candidates; if there is still an equality of votes the election shall be determined by lot.
46. On a motion at a general meeting:
- (a) voting shall be by show of hands unless a majority of the members present request a secret ballot, in which case it shall be by secret ballot;

(b) the person presiding does not have a deliberative vote but has a casting vote;

(c) a motion, other than a motion for the alteration of this Constitution or for the dissolution of the Federation, shall be deemed to be carried only if a majority of the votes cast are in favour of the motion; (Refer to Clause 106 on alterations to this constitution and Clause 110 in relation to dissolution of the Federation).

47. On a motion at a General Meeting to expel a member of the Federation voting shall be by secret ballot. (Refer Clause 69.)

48. On a motion at a General Meeting to dissolve this Federation:

(a) voting shall be by secret ballot;

(b) all members shall be entitled to vote either at the meeting or by post, postal votes must be received by the Public Officer at least twenty four hours in advance of the date/time notified for the meeting to consider the motion; and

(c) the motion shall be deemed to be carried only if at least two-thirds of votes cast are in favour of the motion. (Refer also to Clauses 109 to 111.)

COUNCIL

49. The management of the Federation shall be vested in a Council which shall consist of the following members:

- President of the Federation
- Vice President of the Federation
- Immediate Past President of the Federation (ex officio)
- Secretary
- Treasurer
- Tournament Secretary
- Ordinary Councillors appointed by each club affiliated to the Federation in accordance with clause 50
- Up to two Supplemental Councillors appointed by the Council in accordance with Clause 50A

50. Each affiliated club may, by notice in writing given to the Federation, appoint one of their members to the Council of the Federation and may, at any time, by such notice, revoke a nomination so made. Nomination of such members should normally be provided to the Annual General Meeting but clubs have 28 days from the date of the Annual General Meeting to nominate a member. In the event of a vacancy occurring in an Ordinary Councillor position, the club may nominate a replacement. In the event of a vacancy in an elected office, the Council may fill such positions through nomination.

50A Supplemental Councillors: BFACT Council may possibly augment up to a maximum of two Supplemental Councillors to BFACT Council from amongst BFACT registered players. One or both of these Supplemental Councillors may be appointed to BFACT Council for a defined period of time. The term of office of Supplemental Councillor automatically ceases at the BFACT Annual General Meeting. However, former Supplemental Councillors might possibly be re-appointed by BFACT Council at its first meeting after the Annual General Meeting. BFACT Council may vote at any time to terminate the appointment of any Supplemental Councillor. Supplemental Councillors have full voting rights on BFACT Council. Exception: Supplemental Councillors may not vote on any motion dealing with the appointment, extension or termination of any Supplemental Councillor, including not voting on their own appointment, extension or termination.

51. A nomination of a person to be Ordinary Councillor has effect immediately it is received and remains in effect until such notice of revocation is received by the Federation.

52. A revocation of such a nomination has effect at the expiration of seven days after it is given.

53. All decisions of the Council shall be made by simple majority vote. In the event of a tied vote the chair of the meeting shall have a casting vote.

54. The quorum at meetings of the Council shall be five.

FUNCTIONS, POWERS AND DUTIES OF COUNCIL

55. The functions of the Council are:

- (a) to promote the objects of the Federation;
- (b) to manage the affairs of the Federation;
- (c) to hold bridge competitions and tournaments in the ACT, or other areas;
- (d) to arbitrate in disputes referred by affiliated clubs, subject always to appeal to the ABF or such body that the ABF may delegate its powers to;
- (e) to organise, direct and supervise the holding of interstate bridge congresses in the ACT and other areas;
- (f) to accredit teams, pairs or individuals to represent the ACT in interstate or international competitions and gatherings, and in other competitions and gatherings held under the auspices of the ABF;
- (g) to regulate the holding of bridge competitions and tournaments;
- (h) to appoint delegates to represent the Federation at meetings of the ABF;
- (i) to act on behalf of affiliated bodies in all transactions with the ABF;
- (j) to consider representations from, or views expressed by, affiliated bodies or members in relation to any matter within the objects of the Federation or the functions of the Council;
- (k) to publicise the activities of the Federation;
- (l) to establish and maintain a register of members of the Federation;
- (m) to do any other thing that, in the opinion of the Council, is in the interests of Federation members.

56. The Council has the power to do anything necessary or convenient for the performance of its functions and, in particular, has power to:

- (a) engage employees;
- (b) through its Management Committee appoint other committees consisting of members of the Council (with or without other members of the Federation) to advise the Council; and
- (c) to make by-laws.

57. Subject to the direction of the Council, the affairs of the Council when not in session shall be managed by a Management Committee which shall comprise five of the following – the President, Vice-President, the Secretary, the Tournament Secretary and two other members of the Council. No more than two Ordinary Councillors may be members of the Management Committee. All other Committees shall be subject to the directions of the Management Committee and shall report to the Management Committee. The President shall chair the Management Committee.

58. The Council may, either generally or otherwise, by writing under the seal of the Federation, delegate any of its powers (except this power of delegation) to a committee appointed under Clause 56(b) or to any member or members or employee or employees of the Federation.

59. A delegation under Clause 58 is revocable by resolution of the Council and does not prevent the exercise of any power by the Council.

60. The exercise of any power of the Council is not invalid by reason of any vacancy in the membership of the Council or by reason of any person not having received due notice of the holding of a meeting of the Council at which a decision was taken.

61. The Council shall make available to any member of the Federation, upon their request, a copy of this Constitution and of any by-laws made by the Council and may make any reasonable charge for so doing.

DISCIPLINARY POWERS OF COUNCIL

62. In addition to the disciplinary powers of the Tournament Director as provided for in the Laws of Duplicate Contract Bridge, and the disciplinary powers included in the by-laws made under this Constitution, the Council may of its own volition or upon the receipt of a complaint in writing hold an enquiry concerning the conduct of a member. This may include a complaint from the Committee of an affiliated club or the ABF. Such an enquiry may be concerned with the conduct of the member in the clubrooms or in any place, as a bridge player.

63. The member concerned shall have the right to be heard by the Council before its decision is made. The member shall be given twenty-one days notice of the enquiry and of the details of the conduct to be the subject of the enquiry. No matter prejudicial to the member may be raised at the enquiry, unless the member has been given notice of the matter.

64. Council may at its discretion, and without giving any reason for its decision, suspend, caution, or otherwise deal with such members as it thinks fit, after the completion of a disciplinary enquiry. If the circumstances are extreme, Council may suspend a member pending an enquiry.

65. If the Council decides to suspend the member, the member may by notice in writing to the Secretary within seven days of the communication to him of the decision of the Council, require that the Council refer the decision without delay to a General Meeting. The decision of the Council to suspend shall prevail unless reversed by resolution of the majority of those present and entitled to vote at the meeting. If so reversed the decision shall be of no effect.

66. No member who formulated the complaint against the member, or other members who may have any particular interest or bias in the matter may be amongst those members who deal with or judge any disciplinary matter before the Council which shall conduct all disciplinary proceedings in accordance with the rules of natural justice.

DISCLOSURE OF INTEREST IN CONTRACTS, ETC

67. A member of Council who is interested in any contract or arrangement made or proposed to be made with the Federation shall disclose their interest at the first meeting of the Council at which the contract or arrangement is first taken into consideration, if their interest then exists, or, in any other case, at the first meeting of the Council after the acquisition of their interest.

68. If a member of Council becomes interested in a contract or arrangement after it is made or entered into they shall disclose their interest at the first meeting of the Council after they become so interested.

69. No member of Council shall vote as a member of the Council in respect of any contract or arrangement in which they have an interest and if they do so vote their vote shall not be counted.

VACANCIES ON COUNCIL

70. If a vacancy occurs in the office of an elected member of Council other than Ordinary Councillor, before the expiration of their term of office, the Council may appoint any member of the Federation to that office for the remainder of that term. Election of Ordinary Councillors refer to Clauses 50 to 52. In the event of a vacancy in an Ordinary Councillor position, the club may nominate a replacement. In the event of a vacancy in an elected office, the Council may fill such positions through nomination.

DUTIES OF CERTAIN OFFICE BEARERS

President of the Federation

71. The President shall:

(a) be the Federation's principal executive officer and principal representative of the Federation and preside at General Meetings in accordance with Clauses 25 to 33;

(b) provide initiative and guidance in the formulation of Federation policy;

(c) present a report to each Annual Meeting concerning the affairs of the Federation to be known as the President's Report.

Secretary

72. The Secretary shall:

- (a) receive and dispatch notices and correspondence to and from the Federation;
- (b) keep a register of the affiliated clubs and their members;
- (c) keep a register of the members of Council;
- (d) keep a register of Honorary Life Members and Ordinary Officers;
- (e) keep minutes of all proceedings of the Council;
- (f) give notice of meetings in accordance with Clauses 28 and 104;
- (g) prepare (subject to Council instructions) agendas for meetings of the Council;
- (h) forward as soon as practical, copies of the President's Report and documents referred to or pertaining to paragraphs (e), (f) and (g) to affiliated clubs;
- (i) keep files of all matters referred to in this Clause, which files shall only be destroyed if so resolved by the Council;
- (j) upon alteration of this Constitution or other change referred to in Clause 106 hereof promptly give sufficient particulars thereof to the Public Officer to enable them to carry out their duties under the Act;
- (k) maintain custody of the Seal of the Federation;
- (l) convey to the Public Officer a copy of all documents relevant to the performance of their office under the Act.

Treasurer

73. The Treasurer shall:

- (a) receive and pay monies on behalf of the Federation;
- (b) deposit in the Federation's accounts all moneys received by the Federation;
- (c) pay all sums that exceed fifty dollars by way of cheque drawn on a Federation account;
- (d) keep proper records of moneys received or disbursed by the Federation;
- (e) cause to be compiled proper accounts of the Federation including a balance sheet setting out the assets and liabilities of the Federation;
- (f) present financial statements of the Federation to Council at times prescribed by the Council;
- (g) prepare an Annual Statement of the income, expenses, assets and liabilities of the Federation for the previous financial year of the Federation and submit same to the Annual General Meeting for approval and adoption;
- (h) provide the Auditor with such documents and information as may be required by them for the auditing of the Federation's accounts;
- (i) upon the giving of a certificate by the Auditor of the Federation's accounts in accordance with clause 93 hereof promptly provide a copy of the certified accounts to the Public Officer to be filed with the Registrar as required by the Ordinance;
- (j) retain duplicate receipts, invoices, cheque butts, account statements and other vouchers in accordance with proper accounting practice.

(Refer also to Clauses 80 to 87.)

Tournament Secretary

74. The Tournament Secretary is responsible, subject to the directions of the Council, for the organisation and management of competitions and tournaments on behalf of the Federation and for the maintenance of all records associated therewith.

Public Officer

75. The Public Officer shall be appointed by the Council and may or may not be a member of the Council but must be:

- (a) a resident of the ACT;
- (b) over the age of 18 years; and
- (c) a member of the Federation.

The Public Officer does not have a vote on Council by virtue of holding the office of Public Officer. Should the position of Public Officer become vacant, the Council shall appoint a Public Officer within the time specified by the *Act*. The Public Officer shall perform all duties appertaining to a Public Officer as prescribed in the *Act*.

IMMEDIATE PAST PRESIDENT

76. If the President of the Federation for the preceding year does not fill any other office on the Council they shall be invited to be the Immediate Past President. If the President of the Federation in the preceding year is elected to any other office on Council, the office of Immediate Past President shall lapse.

ENTRY & PLAYING FEES

77. The Federation shall have the right to determine entry fees and playing fees for competitions under its direct control and for competitions where control has been delegated to the Federation by the ABF.

GIFTS AND DONATIONS

78. The Federation may accept gifts and donations made by any body or person provided they are for the purpose of furthering the objects of the Federation.

SUBSCRIPTIONS

79. Each affiliated club or group shall pay an affiliation fee, which shall be assessed as a capitation fee of the home club membership of the club or group. The fee for each year shall be fixed by the Annual General Meeting and shall apply to the year immediately following. The Council shall determine the date as at which the number of members of an affiliated body shall be determined for the purposes of this Clause. The list will be updated periodically or at the discretion of the Council.

ACCOUNTS OF RECEIPTS, EXPENDITURES, ETC.

80. True accounts shall be kept:

- (a) of all sums of money received and expended by the Federation and the matter in respect of which the receipt or expenditure takes place; and
- (b) of the property, credits and liabilities of the Federation and subject to any reasonable restrictions as to time and manner of inspecting them that may be imposed by the Council for the time being, those accounts shall be open to the inspection of the members of the Federation.

81. The Treasurer of the Federation shall faithfully keep all general records, accounting books, records and receipts and expenditure connected with the operations and business of the Federation in such form and manner as the Council may decide.

82. The accounts, books and records referred to in Clauses 80 and 81 shall be kept at the Federation's office or at such place as the Council may decide.

FINANCE

83. The Treasurer of the Federation shall, on behalf of the Federation, receive all moneys paid to the Federation.

84. The Council shall cause to be opened such accounts with financial institutions, as are required in the name of the Federation into which all moneys received shall be paid by the Treasurer or their agent as soon as practical after receipt thereof.

85. Except with the authority of the Council, no payment of a sum exceeding fifty dollars shall be made from the funds of the Federation otherwise than by cheque drawn upon the Federation's accounts, but the Council may provide the Treasurer with a sum to meet urgent expenditure, subject to the observance of such conditions thereof as the Council may impose.

86. No cheques shall be drawn on the Federation's accounts except for payment of expenditure that has been authorised by the Council.

87. All cheques, drafts, bills of exchange, promissory notes, and other negotiable instruments shall be signed by two of the President, Secretary and Treasurer. In exceptional circumstances, these officers may delegate these powers to other members of the Council.

AUDITOR

88. At Each Annual General Meeting of the Federation, an auditor who is not an officer of the Federation shall be elected as the auditor of the Federation.

89. The person so appointed shall hold office until the Annual General Meeting next after that at which they are appointed and is eligible for re-appointment.

90. If an appointment is not made at an Annual General Meeting, the Council shall appoint an auditor of the Federation for the current financial year of the Federation.

91. If a casual vacancy occurs in the office of auditor during the course of a financial year of the Federation, the Council may appoint a person as the auditor within the meaning of the Act and the person so appointed shall hold office until the next Annual General Meeting.

AUDIT OF ACCOUNTS

92. The financial year shall end on the 30th of June and the accounts of the Federation shall be examined by the auditor.

93. The auditor shall certify as to the correctness of the accounts of the Federation and shall report thereon to the members present at the Annual General Meeting.

94. In their report, and in certifying to the accounts, the auditor shall state:

(a) whether they have obtained all the necessary information;

(b) whether, in their opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Federation according to the information at their disposal and the explanations given to them and as shown by the books of the Federation; and

(c) whether the clauses 80 to 87 relating to the administration of the funds of the Federation have been served.

95. The Treasurer of the Federation shall cause to be delivered to the auditor a list of all the accounts, books, and records of the Federation.

96. The auditor:

(a) has a right of access to the accounts, books, records, vouchers, and documents of the Federation;

(b) may require from the servants of the Federation such information and explanations as may be necessary for the performance of their duties as auditor; and

(c) may, in relation to the accounts of the Federation, question any member of the Council or any servant of the Federation.

97. The Public Officer of the Federation shall cause to be delivered annually to the Registrar of Companies/Societies of the Australian Capital Territory an audited balance sheet of the Federation as prescribed by the Act. (Refer also to clause 75.)

HONORARY OFFICES

98. Where Council is of the opinion that a person has made an outstanding contribution to Contract Bridge in the ACT or in other areas, the Council may, with the consent of the person, propose to a General Meeting that the person be appointed, for the duration of their life or for such lesser period as is specified in the proposal, to Honorary Life Membership or Honorary Membership of the Federation. Such persons shall enjoy all privileges accorded to full members but shall not be required to pay annual fees in the period specified but shall pay normal entry and playing fees as prescribed unless specified.

99. Honorary Life Membership or Honorary Membership of the Association may be conferred on a person by a two-thirds vote at a General Meeting of the Federation. Motions recommending a person for Honorary Life Membership or Honorary Membership of the Association must receive the approval of the Council prior to the General Meeting.

100. If the General meeting agrees to the proposal, the person shall thereupon be deemed to be appointed to the office concerned for the period specified in the proposal. If the General Meeting agrees to the appointment of the person to the office concerned but resolves that the period of the appointment be a different period from the period proposed, the person shall be thereupon be deemed to be appointed to that office for the period specified in the resolution.

101. Apart from nominations by Council, a member of the Federation may also nominate a person for honorary membership independently by notification to the Council.

102. The holder of an honorary office is not, by reason only of holding that office, a member of Council.

103. A list of existing Honorary Life Members is to be held by the Secretary. (Refer Clause 72(d).)

COUNCIL MEETINGS

104. Council Meetings shall be held from time to time as determined by the Council. The interval between meetings shall be no longer than three months. The President may, and shall if requested in writing by five members of the Council, call a Council Meeting upon giving at least three days' notice to each member of the Council.

PROCEDURE

105. Except where the Constitution or the Act specifically provides to the contrary, meetings shall be conducted in accordance with the rules laid down by Joske, *The Law and Procedure at Meetings*, latest edition.

CHANGE OF CONSTITUTION

106. The constitution may be altered, amended or rescinded at any General Meeting by a two-thirds majority vote with at least twenty members present and voting, provided that the motion to do this is in the hands of the Secretary not later than twenty-eight days before the meeting. Notice of the motion must be forwarded to the Secretary of affiliated clubs not later than twenty-one days before the date of the meeting and it shall be their responsibility to make copies available to their members registered with the Federation appropriately.

107. The office of an office-bearer of the Federation or of an Ordinary Councillor shall become vacant if the officer or Ordinary Councillor:

- (a) dies;
- (b) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with their creditors;
- (c) becomes of unsound mind;
- (d) resigns their office by writing under their hand addressed to the Council;
- (e) fails, without leave granted by the Council, to attend three consecutive ordinary meetings of Council or, where they are member of the Management Committee, to attend three consecutive meetings of the Management Committee without leave granted by the Management Committee;
- (f) ceases to be a member of the Federation;
- (g) fails to pay all arrears of subscription or monies owing by them within fourteen days after they have received a notice in writing signed by the Secretary stating that they have ceased to be a financial member or that they are a delinquent debtor of the Federation; or
- (h) is removed from office by a resolution passed at a General Meeting.

TEMPORARY VACANCIES

108. If a member of the Council other than the Immediate Past President of the Federation is, or is expected to be, unable for any reason to perform the duties of their office for any period, the Council may grant them leave of absence for that period and appoint another member of the Federation (whether a member of the Council or not) to act in the office of the first-mentioned member of the Council until that member is again able to perform the duties of their office and the person so appointed has all the powers, and shall perform all the duties, of the holder of the office.

DISSOLUTION

109. The Federation shall convene a Special General Meeting if no fewer than twenty members give written notice of a motion to dissolve the Federation.

110. Voting at the Special General Meeting shall be in accordance with Clause 48.

DISPOSAL OF ASSETS

111. If upon winding up or dissolution of the Federation there remain after the satisfaction of all its debts and liabilities including money payable by way of remuneration to a Tournament Director or other hired servant authorised by Council, any property whatsoever, the same shall not be distributed among members of the Federation but shall be given or transferred so to another organisation or other organisations having objects similar to the Bridge Federation ACT as may be recommended by the Council and approved by a majority of at least two-thirds of the Federation at a meeting called to consider a motion to dissolve the Federation.

SEAL OF THE FEDERATION

112. The seal of the Federation shall be in the form of a rubber stamp, inscribed with the name of the Federation encircling the word "seal".

113. The seal of the Federation shall not be affixed to any instrument except by the authority of the Council and the affixing thereof shall be attested by the signature of two members of Council or such other persons as Council may appoint for that purpose, and that attestation is sufficient for all purposes that the seal was affixed by the authority of Council.

114. The seal shall remain in the custody of the Secretary.

INDEMNITY

115. Each Councillor, Member of any Committee, Public Officer or other officer for the time being of the Federation shall be indemnified out of the assets of the Federation against any liability incurred by them as such Councillor, member of such Committee or Public Officer or other officer in defending any proceedings whether civil or criminal in which judgement is given in their favour or in which they are acquitted.

7 AMENDMENT TO THE BFACT CONSTITUTION

Motion: That Clause 88 of the BFACT Constitution (as amended to 24 October 2004) be amended to

read: “At Each Annual General Meeting of the Federation, an auditor who is not an officer of the Federation shall be elected as the auditor of the Federation.”

This motion which had been sent to all affiliated clubs well before the AGM and drew no comment was proposed by Andrew Struik and seconded by Rebecca Plush. The motion was required to allow members of the Federation (ie a member of an affiliated club) to be the auditor provided they were not also an “officer” of the Federation (ie an office bearer or Councillor). The motion was carried.