

OXFORD BRIDGE CLUB



OXFORD BRIDGE CLUB CIO

ARTICLES OF ASSOCIATION

Revision Record

Date	Changes
2013-12-15	New base text derived from Members' Club Constitution of May 2013
2015-05-29	Fully adapt the text to reflect the club's status as a charity particularly in sections 2, 6, 7, 8 and 11, including: Modification to the arrangements for non-members, members and joining Change the title on section 7 to Sessions and provide an explicit power to the Director of a session to exclude a player Change to the procedure for non-elected roles Removal of the post of Technology Officer Minor editorial and procedural changes in many places Route complaints via any Trustee

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Oxford Bridge Club CIO

Articles of Association

1 STATUS AND PURPOSE

This document deals with organisational aspects of the Oxford Bridge Club CIO (hereinafter referred to as OBC). In the case of any conflict between this document and the constitution, the constitution shall take precedence. The purpose of the document is to regulate the procedures of the OBC Trustees in the interests of efficiency and equity, and to reduce the likelihood of improper proceedings or omissions which could cause difficulties for the members and committees of the OBC.

2 MEMBERSHIP

2.1 There shall be the following categories of membership:

Full: Such members shall be entitled to attend all club duplicates, competitions, social events and other specified events, except where ineligible under the bylaws of a particular event.

Full Daytime: Such members shall have the same rights as Full Members, except that they shall not be entitled to attend club sessions held on designated evenings. Full Daytime Members may convert to Full Membership on payment of the incremental subscription.

In other places outside clause 2.1 where this constitution refers to 'Full' members the wording shall be interpreted so that it also includes 'Full Daytime' members.

Novice: Such members shall be entitled to attend seminars, social events and other specified events, rubber bridge sessions and bridge sessions designated under the bylaws.

Novice members shall not be entitled to participate in any other duplicate sessions, nor shall they be entitled to participate in OBC Tournaments unless so specified.

Life: Full members may apply to the Trustees for Full Life Membership. The granting of such Life Membership shall be at the discretion of the Trustees and shall be decided in accordance with Clause 5.

Honorary Life: It shall be within the power of the Trustees to grant Honorary Life Membership to an individual in recognition of services rendered to the OBC or to the bridge world in general. Such membership has the same entitlement as a Full Member.

Student: Full-time students shall be eligible for Student Membership of the OBC which has the same entitlement as a Full Member. Prospective student members must apply in accordance with Clauses 2.2 to 2.6.

Junior: Those under the age of eighteen shall be eligible for Junior Membership of the OBC which has the same entitlement as Full Members except that they shall not be eligible for election as a Trustee or an Officer, nor shall they be entitled to vote at General Meetings of the OBC but may attend as observers.

- Visiting: The Membership Secretary shall be empowered to accept a pro-rata subscription from short-term residents of Oxford and its neighbourhood. Such membership to be limited to a maximum of six months in any one membership year and have the same entitlement as a Full Member except that they shall not be eligible for election as a Trustee or an Officer, nor shall they be entitled to vote at General Meetings of the OBC but may attend as observers.
- Lapsed: Members who fail to pay their subscription after a written request to do so and who have not tendered their resignation in writing shall be deemed lapsed and shall lose all rights and privileges as members of the OBC. They may re-instate their membership at any time by paying all their outstanding subscriptions (or such parts as the Trustees deem appropriate). For the purposes of table money, they will be treated as non-members - See clause 6.9(a).
- Associate: Any person attending OBC to play in an OBA or EBU event or any person attending an education class shall be granted associate membership of OBC solely for the duration of those events.
- 2.2 Candidates for membership (other than associate membership) shall apply to the Membership Secretary on the appropriate form.
- 2.3 If the Membership Secretary accepts the application, they shall notify the applicant within 30 days and require payment of the subscription.
- 2.4 The Membership Secretary may refuse an application for membership if they considers it in the best interests of OBC to do so. In that case, the Membership Secretary shall give the applicant their reasons for doing so, within 30 days of the decision being taken, and give the applicant the opportunity to appeal against the refusal. The Trustees shall give fair consideration to any such appeal, and shall inform the applicant of their decision, but any decision to confirm refusal of the application for membership shall be final.
- 2.5 In considering applications for membership the Trustees shall have regard to the playing facilities available, and may from time to time decide that the OBC shall be closed to new applications for membership for such period as it may decide. In that event, the Trustees shall create and maintain a waiting list, and shall thereafter admit members to OBC in strict order of application.
- 2.6 Applicants for membership shall receive a copy of relevant documents related to playing bridge at the club and shall have the right to examine copies of the Constitution, Articles of Association and ByLaws filed at the club.
- 2.7 Any member may resign their membership by giving the Trustees written notice to that effect. Such notices should be given to the Membership Secretary.
- 2.8 A member whose membership comes to an end shall have no right to the return of any part of their subscription.
- 2.9 Former members who have been expelled from OBC may apply for readmission only with the consent of the Trustees.
- 2.10 The Membership Secretary shall maintain a list of the names and addresses of all members except associate members of the OBC and shall update it at least twice a year. The membership list shall be kept on the premises.

- 2.11 The Membership Secretary will be required to ensure that an electronic register of associate members of OBC is maintained on the OBC premises.
- 2.12 A supply of membership application forms will be kept in the OBC Register of Members. Completed application forms will be displayed on the notice board in the entrance hall.
- 2.13 When an application for membership is accepted, the applicant shall be asked to pay the appropriate membership fee. The new member will receive a welcoming letter, along with copies of or web-site links to OBC information leaflet, list of OBC members, a copy of OBC Rules and guidelines on etiquette. The welcoming letter will mention the new member's right to request a copy of the OBC constitution, Articles of Association and bylaws.

3 RESPONSIBILITIES OF MEMBERSHIP

- 3.1 It is the duty of each member of the OBC to exercise his or her powers as a member of the OBC in the way he or she decides in good faith would be most likely to further the purposes of the OBC. All members shall abide by the Rules and by the rules and bylaws of the EBU. Schedule A of these Articles shall apply as if clause 13.2 also referred to this clause.
- 3.2 All members shall abide by such standards of ethics, conduct, dress and behaviour as are appropriate to the playing of Bridge and participation in communal activity. The more experienced players are expected to encourage less experienced players and put them at their ease. Where any matter cannot be resolved at the table (e.g. by the Tournament Director for a duplicate event), it shall be referred to an ad hoc Appeals Panel or to the Law and Ethics Committee or to the Conduct Committee for resolution, as appropriate.
- 3.3 All members are expected to make some practical contribution on a voluntary basis to the running of the OBC.
- 3.4 All Members are expected to participate in any hosting system which the OBC may organise, unless they are granted dispensation because of extenuating circumstances, such as total dependence on other member(s) for transport, or long travelling time.
- 3.5 Every member shall immediately update their details on the Pianola database or may give to the Membership Secretary notice of any change of their postal address, email address or telephone number in writing or via any other mechanism that the Membership Secretary may reasonably request.

4 AWARD OF HONORARY LIFE MEMBERSHIP

- 4.1 Proposal: At any duly convened meeting of the OBC Trustees, any Trustee may propose a resolution conferring Honorary Life Membership on a member of OBC, such proposal requiring a seconder who is also a Trustee of OBC. Any member of OBC may propose the award of Honorary Life Membership to another member of OBC, by securing the support of two Trustees who will make a formal proposal at the next meeting of the Trustees.
- 4.2 Statement: The proposer of the resolution must provide a statement detailing the reasons for the proposed award of Honorary Life Membership.

- 4.3 Discussion: The Chairman of the meeting will allow a discussion of the reasons for and against the resolution, if necessary.
- 4.4 Ballot: The Chairman of the meeting shall call for a ballot of Trustees present.
- 4.5 Decision: Provided that the resolution is supported by not less than two thirds of those present and eligible to vote, and by a simple majority of all those entitled to be present and to vote, the resolution will be carried.
- 4.6 Consent: As soon as possible after the meeting, the Chairman or a nominated representative will approach the proposed recipient of the award to seek his/her consent to the award.
- 4.7 Minuting: The Minutes Secretary must minute the resolution and the ballot, and communicate the outcome to the Treasurer and Membership Secretary, if they are not present.
- 4.8 Publication: The Secretary shall cause an announcement of the award of Honorary Life Membership to be displayed on the OBC notice board as soon as practicable thereafter. The proposed member of OBC will thereafter be an Honorary Life Member. The Secretary shall publish a paragraph citing the reasons for the award on an OBC notice board and on the OBC web site.
- 4.9 Announcement: The Secretary shall cause an announcement of the award of Honorary Life Membership to be made at the next OBC club duplicate following the award of Honorary Life Membership.
- 4.10 Annual General Meeting: At the AGM following the award of Honorary Life Membership, the Chairman shall draw the attention of the meeting to the award.

5 APPLICATION FOR LIFE MEMBERSHIP

- 5.1 Application: Any existing Full Member of OBC may apply to the OBC Chairman for Full Life Membership in return for payment of the fee to OBC in accordance with Clause 5.2.
- 5.2 Life Membership Fee: The fee for Life Membership shall be 25 times the annual membership fee currently in force for Full Membership, as appropriate. The multiplying factor shall be reduced by one for each full year over the age of 60, with an absolute minimum multiplying factor of 10.
- 5.3 Proposal: At the first Trustees meeting after receipt of the application the Secretary shall draw attention to the application for Life Membership and the Chairman shall call for a ballot of those present and eligible to vote.
- 5.4 Grant of Life Membership: Provided that the resolution is supported by a simple majority of those present and eligible to vote, the applicant shall become a Life Member of OBC upon payment of the fee referred to in Clauses 5.1 and 5.2 above.
- 5.5 Minuting: The Minutes Secretary shall minute the resolution and communicate the outcome to the Treasurer and Membership Secretary.
- 5.6 Refunds: If a Life Member is awarded Honorary Life Membership, a partial refund of the Life Membership fee will be made. The portion not refunded will be calculated in relation to the number of years since the purchase of Life Membership. Under no other circumstances will any of the Life Membership fee be refunded to the

Life Member, including on subsequent dissolution of OBC or resignation or expulsion of the Life Member from OBC.

6 SUBSCRIPTIONS AND FEES

- 6.1 Subject to clauses 6.7, **Error! Reference source not found.** and 6.10, each member of the OBC shall pay an annual subscription, the basic amount of which for the time being shall be decided by the Trustees, but may be varied by a vote of members present at the Annual General Meeting of the OBC. Subscriptions shall be due for payment by the first day of April in each year in respect of the year to the following end of March. The Trustees shall have the power to set the annual subscription at a lower amount for those members who pay before a specified date.
- 6.2 Where a membership subscription is not paid by the due date, the Membership Secretary may give written notice to that member. This notice may either be handed to the member in person or sent to their address as recorded in the OBC Register. It shall require payment by the last day of April.
- 6.3 Any member whose subscription remains unpaid after the end of April shall be treated for the purposes of clause 6.8 and 6.9 as a non-member until the subscription has been paid in full.
- 6.4 A member whose subscription has not been paid by the date of the Annual General Meeting shall not be entitled to vote at the Annual General Meeting.
- 6.5 A member whose subscription has not been paid shall cease to be a member on the expiration of the period of six months from the date on which the subscription was due for payment in accordance with clause 9(4)(a)(iii) of the constitution.
- 6.6 The fee for Life Membership shall be calculated in accordance with paragraph 5.2.
- 6.7 There shall be no annual membership fee for Honorary Life Membership, or for Associate membership.
- 6.8 Every member and non-member of the OBC shall pay table money on each occasion when they play at the OBC, the basic amount of which for the time being shall be decided by the Trustees, but may be varied by a vote of members present at the AGM. The Trustees shall have the power to waive the table money for members discharging tasks such as directing, scoring and hosting.
- 6.9 In addition to the payment of table money, on each occasion a non-member plays at OBC, they shall be asked to consider making an additional but voluntary donation towards the running of OBC.
- 6.10 The Trustees may determine variations (including reduction to NIL) on the basic amounts of subscriptions and table money for different categories of members and non-members in different circumstances and may waive subscriptions or table money in the event of hardship or for any other good cause.
- 6.11 Anyone may apply to the Secretary to use the OBC premises for playing Bridge or carrying on bridge-related activities at any time that they are not otherwise being used. The Secretary will use their discretion to either give permission or refer the application to the Trustees. The Trustees shall set an appropriate fee for such use. The Secretary shall have discretion to reduce or waive the fee in special cases but shall report such reduction to the next meeting of the Trustees.

7 SESSIONS

- 7.1 The Trustees will arrange that bridge sessions are scheduled such that opportunities are available for all beneficiaries to play during the weekly cycle. The Trustees may introduce regulations to balance the numbers attending each session.
- 7.2 The director of a session is responsible for and has the authority to arrange all aspects of running of that session according to the rules and procedures of OBC. In particular, the director may exclude any player from a session if in their reasonable opinion that player would not satisfy the requirements of clause 13.1 (Conduct) of these regulations for that session.

8 TRUSTEES AND OFFICERS

- 8.1 There shall be the following elected honorary officers:

President Honorary head of the club.

- 8.2 There shall be the following elected officers:

Chairman Responsible for chairing meetings of the Trustees.

Secretary Responsible for the efficient administration and management of the OBC, including the following: Circulation of the agenda for each Trustee and General Meeting. Liaison with OBA, re county prospectus. Liaison with licensing authorities, re bar licence and changes to the Constitution.

Treasurer Responsible for the handling of all charges and monies being the income of the OBC and for paying of bills and accounts due. The Treasurer will maintain proper books of account and operate banking and other accounts as directed by the Trustees. The Treasurer will prepare an annual budget, annual accounts for audit and a financial report for presentation to the members at the AGM.

Chief Tournament Director Responsible for ensuring that all OBC duplicate events are correctly run and have an appropriately experienced member directing, publishing a rota of TDs and scorers online and at the clubhouse and that Clause 3.2 of these Articles is observed. Recommends members for training as directors and scorers. Chairs the Laws and Ethics Committee. Responsible for assisting and encouraging members of the OBC to keep up to date with any changes in the Laws and statements of permitted methods.

Tournament Secretary Chairs the Bridge Committee. Responsible for planning the calendar of events, publicising events online and at the clubhouse, arranging a rota for producing duplimated boards, monitoring the usage and upkeep of software and duplimated boards and liaising with relevant bodies over entries to county, national and simultaneous pairs events. Updating of honours boards.

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| Premises Officer | Chairs the Premises Committee. Responsible for maintenance and any development of the fabric of the building, for commissioning repairs, and for liaison with owners and tenants of the flats. |
| Conduct Officer | Chairs the Conduct Committee. Responsible for convening the Conduct Committee in response to formal complaints about conduct; and for indicating to the Trustees when a Disciplinary Committee should be convened. |
| Social Secretary | Chairs the Social Committee. Responsible to the Trustees for the efficient running of all social activities at the club. |
| Education Officer | Chairs the Education Committee. Responsible to the Trustees for the provision of Bridge education for club members. Liaison with bridge education providers and publicity for bridge lessons. |
| Membership Secretary | Chairs the Membership Committee. Responsible for keeping membership lists up to date, managing the procedure for application for membership, collecting subscriptions and joining fees. The Membership Secretary shall also be responsible, in accordance with Clause 2.10 for ensuring that a correct, up to date list of OBC members together with their addresses is kept on the OBC premises and is available for inspection on request by appropriate authorities. This list shall normally be kept in a register. |
| House Officer | Responsible for ensuring proper cleaning and maintenance of the OBC premises. Also responsible for ensuring that cleaning materials and toilet requirements are kept in stock. The House Officer is also responsible to the Trustees for the supervision of cleaners and, with the consent of the Trustees, such contractors as shall from time to time be required for internal works. |
| Captain | Convenes and chairs the selection working group. Responsible for ensuring that the OBC is adequately represented in the Wessex League and other relevant competitions. Normally drawn from one of the upper teams. |
- 8.3 Each of the Officers of the OBC specified in Clauses 8.1 and 8.2 shall be elected by a vote of the Full, Novice, Honorary Life, Life and Student Members at the AGM of the OBC.
- 8.4 The President shall be elected for a three year period and may stand for re-election.
- 8.5 All officers in clause 8.2 are elected annually at the Annual General Meeting. Officers should normally serve for no more than three consecutive years in one post, unless no other candidate is nominated. If an officer shall be elected for an additional year, the Trustees may appoint a deputy who shall be a member of the club and may act in place of the officer at any time that the Officer is unavailable.
- 8.6 The following officers shall be ex officio Trustees: Chairman, Secretary, Treasurer, Chief Tournament Director, Tournament Secretary, Premises Officer, Conduct Officer, Social Secretary, Education Officer and Membership Secretary.
- 8.7 No member of the OBC shall simultaneously hold the office of more than one Officer of the OBC, except in case of a vacancy arising during the year (see Clause 8.10)

- 8.8 There shall also be elected Trustees under the terms of the OBC CIO Constitution. Each elected Trustee is expected to take an active role by chairing or by sitting on one of the club committees or by taking an active interest in a particular aspect of running the club in such a way that they may be able to take on an officer role after a future election.
- 8.9 Other posts of responsibility at the club may be appointed by the Trustees at their sole discretion. Typically these appointments should be on an annual basis and volunteers for such posts should be solicited from the membership in the period immediately prior to the AGM.
- 8.10 In the event of a vacancy arising during the year in the post of any Officer, the Trustees may choose one of their number to fill such vacancy until the ensuing Annual General Meeting, or may co-opt a Member to fill the post.
- 8.11 In the event of any Officer who is not a Trustee failing to discharge their duties to the satisfaction of the Trustees, the Trustees may remove that person from the office by a two-thirds majority of those present and voting at a meeting of the Trustees. Any Officer so removed may appeal to a General Meeting of the OBC, where the Trustees' decision may be confirmed or overturned by a simple majority vote of those present and eligible to vote.
- 8.12 Where any elected or appointed officer who is a Trustee ceases to be a Trustee by virtue of clause 15 of the OBC constitution, other than clause 15(1)(c), they shall be deemed to have immediately resigned from that office.

9 TRUSTEES DOCUMENTATION.

- 9.1 Agenda: The Secretary will publish an agenda for meetings and circulate it to trustees at least seven days before each meeting, except in the case of extra meetings convened at short notice for reasons of urgency.
- 9.2 Supporting documents: Where possible, each agenda item will be supported by a document explaining the issue to be discussed, in order to enable officers and members to acquaint themselves with the issues before the meeting.
- 9.3 Minutes: The Trustees will arrange for minutes of each meeting to be recorded, in accordance with clause 24 of the OBC constitution, indicating decisions made and action points to be followed up by a named officer or committee member, with an agreed timeline. A draft will be circulated as soon as possible after the meeting, to allow an opportunity for initial correction of errors within a short period. The corrected version will be circulated with the agenda for the following meeting, and any final corrections will be made at that meeting, before the minutes are confirmed as a true record.
- 9.4 Communication: Agenda, minutes and supporting documents will be circulated by e-mail to all Trustees with access to e-mail. Printed copies will be provided for all those not on e-mail and for any other Trustees who request a printed copy.
- 9.5 Follow-up: At each meeting, the Chairman shall check whether all action points have been followed up and ensure that, where necessary, further action points are minuted.
- 9.6 Documentation: Following each meeting, the Secretary shall make any necessary additions, deletions or amendments to any relevant OBC documents such as OBC rules, regulations and competition bylaws.
- 9.7 Records: Paper copies of agenda, minutes, rules, regulations, bylaws and all other important OBC documents shall be retained on file for at least 10 years. A

secure electronic copy of all such documents shall be retained for at least 10 years in a form that can be accessed for reference by any Trustee.

- 9.8 Committee procedures: The above provisions will also apply to all committees; except that the duties attaching to the Secretary in respect of the Trustees shall, in the case of committees, fall upon the appropriate Officer as designated in the Terms of reference for the committee.
- 9.9 Terms of reference: The Secretary shall maintain records of the terms of reference of each committee as approved by the Trustees and provide these to members of such committees on request.
- 9.10 Committee Membership: At the first meeting of Trustees after the AGM each year, the chair-designate of each committee will propose members of the committee according to the procedures in the appropriate terms of reference. The Trustees will adjust and/or approve such committee participation. The Secretary will keep a record of the membership of each committee for review by the Trustees at any meeting.

10 FINANCIAL PROVISIONS

- 10.1 The Trustees shall arrange for accounts to be prepared in respect of the financial affairs of the OBC, including the OBC bar and service accounts, for each year ending on 31st March, in accordance with clause 25 of the OBC CIO constitution.
- 10.2 All accounts for each year shall be submitted for inspection by a suitably qualified independent examiner and presented to the annual General Meeting of the OBC for approval.
- 10.3 The inspected accounts shall be made available to every member at least 7 days prior to the Annual General Meeting. Each member shall be entitled to collect a copy.
- 10.4 The Trustees shall arrange for a budget to be prepared and approved by 31 May in respect of the new financial year.
- 10.5 No money or property of the OBC or any gain arising from any activity of the OBC shall be applied otherwise than for the benefit of the OBC as a whole, specific charitable or benevolent causes stated as a purpose for a specific event or for some charitable or benevolent purpose or purposes chosen by resolution of a General Meeting. This clause does not prohibit the raising of money by way of entrance fees and such like for activities run by the OBC on behalf of other organisations.
- 10.6 Except for services rendered at the request of the Trustees and approved by them on an annual basis, no member shall receive any profit or emoluments from the funds or transactions of the OBC.
- 10.7 The Trustees shall identify any buildings works, maintenance, repairs and inspections as will be required from time to time to ensure the premises are maintained in good order.
- 10.8 The Trustees shall ensure the maintenance of any freehold or leasehold in respect of the premises which constitute the Principal Office for the benefit of the OBC and any other persons who have an interest in the said premises. Where a person or persons other than OBC have an interest in the premises which constitute the Principal Office, the Trustees shall, where relevant, maintain a service account to deal with the maintenance of the building, and shall secure contributions from the OBC and those other persons in order to meet any necessary expenditure.

- 10.9 The Bar Officer shall maintain a bar account to deal with the income and expenditure of the OBC bar.
- 10.10 The Trustees shall arrange adequate insurance cover for the building, securing appropriate contributions from the lessees of the two flats. The Trustees shall also arrange adequate insurance cover for the contents of the OBC premises, public liability risks, public and employer's liability, and trustee and officer liability.

11 THE PROVISION OF INTOXICATING LIQUOR

- 11.1 The purchase and supply of intoxicating liquor shall be at the absolute discretion of the Trustees. They shall arrange the supply thereof to members at such prices as may be fixed by them subject to the following restrictions:
- There shall be no supplying of intoxicating liquor for consumption off the premises.
 - Intoxicating liquor shall not be supplied to any person under the age of 18.
 - No intoxicating liquor shall be supplied otherwise than to:
 - a) A member of OBC;
 - b) A person treated as a guest of OBC under paragraph 11.2 below;
- 11.2 A non-member attending OBC for the purposes of any bridge related event (playing, teaching or learning bridge) being run by OBC, or any OBC social event, shall be treated as a guest of OBC for the purposes only of the Club Premises Certificate provided under The Licensing Act 2003.
- 11.3 The times at which intoxicating liquor may be sold and/or consumed on OBC premises shall be as determined by the Trustees and in accordance with the licence held by the OBC, having due regard to such alterations to legal requirements that occur from time to time.
- 11.4 Within the times determined by the Trustees the Bar Officer shall arrange for the bar to be open at such times as appear convenient within the hours of 6.30pm and 11.00pm on weekdays and 7 pm and 10 pm on Sundays, subject to any restrictions imposed by the relevant licensing authority.
- 11.5 No member or beneficiary of OBC shall at any time be entitled to directly or indirectly derive any pecuniary benefit from the supply of intoxicating liquor by or on behalf of the OBC.
- 11.6 Finance: All financial requirements under section 10 apply to the bar finances.
- 11.7 Float: A float, normally £5 in coins, must be provided whenever the bar is open.
- 11.8 Stock: There shall be a full stocktaking at, or as near as possible at, 30 September and 31 March in each accounting year.

12 HEALTH AND SAFETY

- 12.1 All Officers and beneficiaries of OBC are required to observe and enforce any laws, regulations and standards of good practice, designed to protect the health and safety of OBC beneficiaries and members of the public.

- 12.2 The Trustees shall arrange for any laws, regulations and standards of good practice pertaining to fire risks to be observed, and for all fire safety checks to be conducted and recorded in a manner recommended by the appropriate authorities.
- 12.3 The Trustees shall arrange for any laws, regulations and standards of good practice pertaining to food safety to be fully observed.

13 CONDUCT

- 13.1 Each member of OBC and all beneficiaries shall be required in connection with the game of Contract Bridge, to conform to the standards of fair play, courtesy and personal deportment prescribed by the bylaws and regulations for the time being of the EBU, and to observe the Rules.
- 13.2 OBC shall have the powers and the procedures for the enforcement of the requirement in clause 13.1. They are set out in Schedule A of the Articles of Association, and shall stand as part of the Articles of Association and be subject to the same provisions of the Articles of Association for its amendment.

14 RULES

- 14.1 Any reference in these articles to Rules includes but is not limited to the Constitution, the provisions of these Articles of Association, and any rulings, instructions or other requirements made or issued by the Trustees.
- 14.2 Where a member brings the OBC into disrepute in any way, that will be treated as a failure to abide by the Rules as required by clause 13.1.

15 AMENDMENT OF ARTICLES

- 15.1 These articles may be amended by a simple majority of members present at a general meeting, including proxy votes.

SCHEDULE A: DISCIPLINARY PROCEDURES

A.1 Requirements of the Schedule

This Schedule is referred to under clause 13 of the Articles of Association of the Oxford Bridge Club CIO (hereafter referred to as the OBC) and prescribes the powers and procedures for enforcement. It will comply with and follow the EBU disciplinary procedures and any variations thereof that are made from time to time. OBC shall act through its Conduct and Disciplinary Committees for the enforcement of standards prescribed in clauses 3.1 and 3.2 of these Articles of Association. OBC shall have additional powers as set out in the clauses below.

A.2 Receipt of allegation

Any person making a complaint against one or more members of the OBC under the terms of clause 13 of these Articles of Association must do so in writing to a Trustee of OBC. On receipt of any written complaint the Trustee shall refer the complaint to the Conduct Committee and acknowledge to the complainant that the matter will be dealt with by the Conduct Committee. Normally no action will be taken in respect of a complaint relating to an alleged offence which occurred three months or more prior to a formal complaint in writing made to a Trustee.

A.3 Conduct Committee

The Trustees of OBC shall appoint its Conduct Committee through its powers to appoint committees under clause 18 of the CIO Constitution. The Conduct Committee shall be responsible for investigating complaints against the OBC's members and will determine whether a disciplinary offence should be referred to the OBC's Disciplinary Committee.

The Conduct Committee shall consist of no fewer than three members of the OBC and no more than five. A quorum for any meeting shall be three of its members. It shall act by simple majority vote and its appointed chairman, or whomsoever in their absence the Conduct Committee shall select to chair its meeting, shall have a second, or casting vote in the event that there is parity of voting.

A.4 Disciplinary Committee

The Trustees of the OBC shall appoint the Disciplinary Committee through its powers to appoint committees under clause 18 of the CIO Constitution. The Disciplinary Committee shall determine sanctions for offences admitted by the defendant, hear charges of offences and determine whether those charges are proved and if proved, to determine the sanction imposed.

The Disciplinary Committee shall consist of no fewer than three members of the OBC and no more than five. At least three of its members must be present when it makes a decision to uphold a complaint and impose sanctions on the offending member*. It shall act by simple majority vote and its appointed chairman, or whomsoever in their absence the Disciplinary Committee shall select to chair its meeting, shall have a second, or casting vote in the event that there is parity of voting.

A.5 Conflicts of Interest and Independence of the Conduct and Disciplinary Committees

Any member of either the Conduct or Disciplinary Committee who is in any way personally involved in the allegations within a complaint will be disqualified from participating in either Committee's handling of the complaint.

A member of the OBC cannot be a member of both the Conduct and Disciplinary Committees in respect of the same complaint or related complaints.

A.6 The Complaints Process

A 6.1 Notice of Meetings

Subject to the provisions of clause A.2 hereof where a written complaint is made, or a matter otherwise comes to the attention of the Conduct Committee, it shall first consider whether such complaint or matter falls within the scope of the Disciplinary Procedures and whether further action is warranted. If it does the Conduct Committee shall first write to the Defendant, seeking the Defendant's comments on the substance of the complaint or matter that has been raised. The Conduct Committee shall also be entitled to make such further investigations and enquiries as it in its absolute discretion considers appropriate. The Conduct Committee shall also be entitled to seek advice both from within the OBC and from the EBU Laws and Ethics Committee, and to obtain external legal advice.

A 6.2 Complaint not justified

If the Conduct Committee decides that the complaint is not justified, all parties shall be notified and the matter ended.

A 6.3 Complaint justified

If the Conduct Committee decides that the complaint is justified, it may, in its absolute discretion, offer a verbal caution to the offending member, which if accepted, ends the matter. Although the caution is verbal, the Conduct Committee shall be required to send a summary of the caution to the offender, for the sake of avoiding ambiguity, and also to the OBC Trustees. In the event that the offender does not comply with the caution, the matter shall be returned to the Conduct committee for further consideration.

If the caution is not accepted by the offending member, or the Conduct Committee does not feel a caution is appropriate, it shall refer the case to a hearing by the Disciplinary Committee. The Defendant shall be notified, in writing, within two weeks of this decision, of their right to make a written submission to the Disciplinary Committee and to attend the hearing. The Defendant shall have the right to be represented by legal counsel of their choice or may be accompanied by a person to speak on their behalf. The Disciplinary Committee shall give at least two weeks' notice of the hearing to the Defendant.

A 6.4 Disciplinary Committee's Sanctions

If after the hearing the complaint is upheld, the Disciplinary Committee may in its absolute discretion:

- (a) Give a written reprimand to the offending member(s), or
- (b) Suspend the offending member(s) from all or some of the competitions sponsored or licensed by OBC for such period as it shall determine.
- (c) Recommend that the Trustees pass a resolution under clause 9(4)(iv) of the constitution to remove the member from membership of OBC
- (d) Refer the case to the OBA and/or the EBU.

If the complaint is against a Trustee then in addition to any other sanctions applied, the Disciplinary Committee shall have the power to recommend that the Trustees call a General Meeting to put a resolution under clause 15(2) of the constitution to have that Trustee removed from office.

Any sanctions imposed by the Disciplinary Committee must be communicated to the offending member(s)* in writing within twenty one days of the hearing. Any sanction imposed by the Disciplinary Committee shall take effect as soon as time for appeal has

elapsed except that if the Defendant has filed Notice of Appeal within the time allowed (see below), the sanction shall not take effect until such appeal has been determined.

A 6.5 Appeal

Every Defendant found guilty of an offence by the Disciplinary Committee has the right to appeal to the County Disciplinary Committee. Appeals must be in writing and lodged with the Secretary of the EBU Laws and Ethics Committee within twenty one days of the written communication of the Disciplinary Committee's decision to the Defendant.

A 6.6 Referral to the EBU Laws & Ethics Committee

At any time the Disciplinary Committee may refer a complaint to the EBU Laws & Ethics Committee for its consideration. In doing so the Disciplinary Committee shall have fully discharged its responsibilities under this Schedule.

A 6.7 Confidentiality and reporting

In the event that the complaint is not found to be justified or the offending member accepts a verbal caution, the Conduct Committee shall maintain confidentiality both throughout the procedures and also thereafter. Notwithstanding that confidentiality, the Conduct Committee shall report the outcome of the procedure to the Trustees, who shall also be required to maintain confidentiality.

In the event that the offending member breaks the confidentiality of the procedures then the Conduct Committee may publish details of the complaint and the outcome of the procedures.

A 6.8 Members

For the purposes of this Schedule, any reference to a member includes a reference to a non-member, except that in such a case, clause 6.4(c) shall not apply.