



17 May 2019

To Club Secretaries
& Regional Committees

New Zealand Bridge Incorporated Constitution Review

This note is to announce the release of the draft NZ Bridge Constitution. The appointed subcommittee, with a mix of board, senior management, legal and bridge knowledge have produced what we believe will be a document that will allow our game to develop and grow while maintaining suitable checks and balances. There have been many changes since the interim changes made last year. The draft document is now ready for you to read and consider. Feedback is sought and changes can still be made ahead of the final voting at the AGM in September this year.

Key changes are:

- The document is considerably shorter than the existing Constitution.
- Operational matters have been removed (and will ultimately become part of the Bridge Manual). These include: mandating regional committees and their activities; requirement for a national conference; roles of Chief Director, Recorders, Treasurer, Honorary Solicitor; and annual returns. The board will review these as required without necessarily changing anything. This improves flexibility and the range of options available.
- The role, composition and election processes for the NZ Bridge board have been clarified, with better checks and balances in the system to ensure the process is democratic and the Board remains accountable to the members.
- Changes arising in the new Incorporated Societies Bill have been included.
- Changes required by Inland Revenue to maintain charitable status have been included.

You are asked to provide feedback in writing to the Secretary before the National Conference on 8 June 2019. At the conference there will be time allocated to debate any issues and work through the document. It is important that your delegates are informed so they can contribute to discussions.

Feedback is sought on the following specifically, but general feedback and questions are also being asked for.

- The objects of NZ Bridge (Clause 3).
- The Board electing its Chair from among elected Board members (Clause 7).
- General matters related to the Board composition and tenure (Clauses 6, 8, 9, 10, 11).
- Any other matters you believe should be reviewed.

Thank you in anticipation for taking the time to review this draft document. Your feedback is appreciated.

Thank you on behalf of the Constitution Subcommittee: Russell Wilson, Alan Dormer, Tony Thomson & John Skipper.

John Skipper

NZ Bridge Board Member



CONSTITUTION

NEW ZEALAND BRIDGE INCORPORATED

1. Name

1.1. The name of the Society is “New Zealand Bridge Incorporated” (“NZ Bridge”).

2. Registered Office

2.1. The registered office of NZ Bridge shall be at 544 Ruahine Street Palmerston North or such other place as the Board shall from time to time decide.

3. Objects

The objects of NZ Bridge are:

3.1. To foster, promote and conserve, without intention of pecuniary gain, all forms of the game of bridge in New Zealand,

3.2. To be the single body, operating in a democratic manner, to manage, control, administer and be responsible for the regulation of bridge in New Zealand,

3.3. To institute, control, conduct, license or approve tournaments or matches, and to adopt, formulate, interpret and enforce rules for the conduct of such tournaments or matches and to aid by advice or other means organisations and clubs conducting local or sectional tournaments or matches,

3.4. To arrange matches or contests in New Zealand or overseas between teams representing New Zealand and those representing other countries or states,

3.5. To promote and encourage fair play and active ethics,

3.6. To make bridge accessible to all, without discrimination, and

3.7. To promote bridge as a game for life for all New Zealanders.

4. Powers

NZ Bridge shall have full and unlimited powers as if it were a natural person to do all things necessary, desirable or convenient for the achievement and/or promotion of its objects, including, without limitation, power to:

4.1. purchase any property,

4.2. employ any person,

4.3. spend, invest or otherwise apply funds in a prudential manner,

4.4. borrow money and provide security for money borrowed,

4.5. determine, raise and receive money by subscriptions, donations, fees, levies, charges, grants, loans, mortgages, sponsorships, government funding or

otherwise,

- 4.6. establish, maintain, review and update rules, regulations, sanctions, policies and procedures for the management and operation of bridge in New Zealand, including disciplinary rules applying to any persons under its jurisdiction,
- 4.7. determine who are its members and to manage the processes of admission and termination of members, and
- 4.8. To select and field New Zealand and other representative bridge teams, squads or partnerships for participation in World Bridge Federation or other international or elite events, and to appoint coaches, non-playing captains and chefs de mission to any such events.

5. **Membership**

- 5.1. Membership of NZ Bridge is open to any club whose objects are consistent with those in 3.
- 5.2. Any eligible club may apply for membership, by written notice to the secretary. The Board shall have full discretion to grant membership to any such club.
- 5.3. It is a condition of membership that the affiliated club and its members are bound by the Constitution and by all rules, regulations, sanctions, policies, and procedures of NZ Bridge.
- 5.4. NZ Bridge by resolution at any general meeting may bestow honorary life membership on any individual who has given meritorious service to bridge in New Zealand over an extended period.
- 5.5. The Secretary shall keep, maintain and publish a register of:
 - (a) Affiliated clubs, and
 - (b) Honorary Life Members,and such register shall, unless and until the Board determines otherwise, be conclusive proof of such memberships.
- 5.6. The membership of any affiliated club may be terminated by resolution of the Board if the affiliated club or its members have committed a breach of any provision of the Constitution or any rules, regulations, sanctions, policies, or procedures of NZ Bridge, provided that the Board shall not terminate membership until it has given the affiliated club at least 28 days' written notice of its intention to consider termination. Such notice shall give the affiliated club the opportunity to remedy any breach and the opportunity to make written representations to the Board prior to its consideration of termination.

6. **The Board**

- 6.1. Management of NZ Bridge shall be vested in a Board comprising 7 board members, each of whom shall be elected from time to time in the manner

provided under 9.

- 6.2. No employee of, or independent contractor to, NZ Bridge shall simultaneously hold office as a board member. Any board member who is to be appointed as an employee of, or independent contractor to, NZ Bridge shall resign as a board member before such appointment takes place.
- 6.3. The Board may exercise all powers and do or cause to be done all acts and things which may be exercised or done by NZ Bridge under this Constitution.

7. Chairperson

- 7.1. NZ Bridge is to be led by a Chairperson appointed by the Board. The Chairperson shall carry out the functions specified in this Constitution and shall speak for and represent NZ Bridge.
- 7.2. The existing Chairperson of NZ Bridge as at the date immediately prior to the adoption of this Constitution shall remain the Chairperson under this constitution for a term until the 31st March 2021.
- 7.3. Whenever the position of Chairperson becomes, or is to become, vacant the Board shall, either in anticipation of the vacancy, or as soon as reasonably practical thereafter, appoint a board member to be the Chairperson.
- 7.4. If, for exceptional reasons, the Board determines that it is unable to appoint any board member as Chairperson, then the board may appoint a Chairperson who is not a board member. In such case the appointed Chairperson becomes an additional board member ex officio. Such person shall hold office only until the 31st March following appointment and shall only be eligible for reappointment as Chairperson thereafter, if by then such person is a duly elected board member.
- 7.5. A person appointed as Chairperson shall be and remain a board member for so long as the person remains Chairperson including any reappointment as Chairperson.

8. Term of Office

- 8.1. Subject to 7.2, 7.4 and 10, a Chairperson, once appointed, shall hold office as both Chairperson and board member for a term of 3 years from the 1st day of April immediately following appointment as Chairperson. A Chairperson shall be eligible for reappointment as either Chairperson or board member unless, as at the effective date of reappointment, the Chairperson has, or will have, held office continuously as a board member for a period of 9 years or more.
- 8.2. Subject to 10, board members, other than the Chairperson, shall hold office until they are required to retire by rotation. As at 31 March in each year two board members shall be required to retire by rotation. Those who shall be required to retire shall be those who have been in office the longest since elected or re-elected. If two or more board members are tied as to length of office, then those who are tied may agree which of them is to retire by rotation. Failing such agreement, the other board members shall decide, by majority with the Chairperson to have a deliberative and, if necessary, a casting vote. In all cases the Board shall determine which members are due to retire by rotation prior to the call for nominations under 9.2.

- 8.3. The Chairperson is not subject to retirement by rotation under 8.2. If a Chairperson remains, or would otherwise remain, a board member upon expiry of his term as Chairperson then such person shall be subject to retirement by rotation in the same manner as any other board member.
- 8.4. Board members who retire by rotation are eligible for re-election unless, as at the 1st April in the year of election they will have held office continuously as a board member for a period of 9 years or more.

9. Board Nomination & Voting Process

- 9.1. Elections for board members shall be held each year with the elected board members to take office as at 1 April. The election shall be to fill the two vacancies arising from retirement of board members by rotation and shall also fill any casual vacancies.
- 9.2. In each year the Board shall call for nominations for the position of board member. The call for nominations shall be sent to all affiliated clubs and can be made at any time after the 1st of November in the year preceding the date of the election. The call for nominations shall specify the date by which nominations close and such date shall not be later than the 14th February prior to the date of the election and shall not be earlier than the date one calendar month after the date of the call for nominations.
- 9.3. All nominations for board members shall be:
- (a) In writing from an affiliated club,
 - (b) On a form prescribed by the Board,
 - (c) Accompanied by the nominee's curriculum vitae, and
 - (d) Certified by the nominee, expressing a willingness to accept the position if elected.
- 9.4. All nominations must be sent to the Secretary by email no later than 5.00 pm on the date specified for the close of nominations. Nominations are accepted either, when confirmed by email to the sender, or when they appear on the NZ Bridge website. NZ Bridge will not accept liability for nominations not received in time.
- 9.5. If the number of nominations is equal to or fewer than the positions available, then each nominee shall be deemed to have been elected. The Secretary shall declare the result within 7 days of the close of nominations and each nominee shall succeed to office on the 1st day of April following.
- 9.6. If the number of nominations is fewer than the positions available, then nominations shall be extended to a suitable date as specified in writing to all affiliated clubs by the Secretary. If there remain insufficient nominations, then on or after the 1st of April the resulting vacancy may be filled using the procedure in 11.1.
- 9.7. Voting for the election of any candidate shall be conducted by the Secretary by weighted ballot of affiliated clubs. Each affiliated club shall have one vote for

every 50 home club members of the club, rounded up. For this purpose, the number of home club members is the same as the number used to calculate the levies due under 14.2 as at the 1st January immediately preceding the election.

- 9.8. Ballot papers shall be sent as soon as practicable by the Secretary to the secretaries of all affiliated clubs. The form of the ballot papers, the closing date for the return of ballots and such rules regarding the valid completion and return of ballots, all as considered appropriate, shall be determined by the Board and specified in the ballot papers. The Board shall also appoint scrutineers. The closing date for return of ballots is to be prior to the 23rd March in the relevant year but at least one calendar month after the ballot papers are sent out. Any board members seeking re-election shall abstain from voting and participating in the decisions of the Board under this 9.8.
- 9.9. Each affiliated club wishing to vote shall complete and return its ballot in the manner determined under 9.8.
- 9.10. Ballots shall be opened and counted by the Secretary in the presence of one or more independent scrutineers designated for that purpose by resolution of the Board.
- 9.11. The decision of the Secretary as to the validity and intent of each ballot received, shall be final. A record of the total votes for each candidate in the election shall be prepared by the Secretary and upon such record being completed and signed by the Secretary and all scrutineers present on that occasion the individual ballots shall be forthwith destroyed.
- 9.12. In the event of an equality of votes, the successful candidate shall, within 5 days after the closing date for ballots, be determined by lot. The lot shall be conducted by the Secretary, either in the presence of the Chairperson, or in the presence of a board member who shall not be one of the candidates having an equality of votes as aforesaid.
- 9.13. The results of each ballot shall be declared by the Secretary, within 7 days after the closing date for ballots, by notice in writing to each candidate and to each affiliated club. Those candidates so elected shall succeed to such office from the 1st day of April in such year.

10. **Termination of Office**

- 10.1. Board members, including the Chairperson, shall cease to hold office and such office shall become vacant upon:
 - (a) Resignation in writing, from the date such resignation is received by the Secretary,
 - (b) The passing of a resolution at any general meeting of NZ Bridge expressing no confidence in the board member or Chairperson,
 - (c) Suffering from mental incapacity as certified by a qualified medical practitioner,
 - (d) Conviction of a serious criminal offence, or upon being sentenced to a term of imprisonment, home detention, community detention or

community work for any offence whatsoever,

- (e) Becoming bankrupt,
- (f) Being absent without leave from three consecutive meetings of the Board,
- (g) It being discovered that the Chairperson and/or board member is directly or indirectly materially interested, in any contract or proposed contract with NZ Bridge, having failed to disclose the interest in writing to the Board or Secretary prior to such contract being entered or being resolved upon by the Board,
- (h) Being prohibited from being a director of a company under the Companies Act 1993,
- (i) Becoming an employee of, or an independent contractor to, NZ Bridge, or
- (j) Death.

11. Filling of Board Vacancy

- 11.1. Should any board member position become vacant otherwise than as a result of retirement by rotation, such position may be filled by appointment of a replacement by a majority resolution of all remaining board members and such replacement board member shall continue in office until the 31st March following the date of appointment.
- 11.2. Any vacancy filled by appointment pursuant to 11.1 shall be deemed not to be in contravention of 6.1, but no such appointment shall be made in contravention of 6.2.

12 Delegations

- 12.1 The Board shall appoint a Secretary to carry out the secretary's functions under the constitution. The Secretary so appointed may be employed by the Board to carry out any other duties and functions as the Board may in its absolute discretion think fit.
- 12.2 The Board shall employ or dismiss such other paid staff, contractors or volunteers as it sees fit, under specified terms and conditions.
- 12.3 The Board may from time to time appoint such standing committees, ad hoc committees, subcommittees, individuals or contractors as it considers appropriate under such terms and conditions as it considers appropriate.
- 12.4 Any person or committee member appointed under 12.3 is not required to be a member of an affiliated club.
- 12.5 The Board shall keep and maintain a register recording the scope, delegation and directions given to any person or committee appointed under 12.3.

13 General Meetings

- 13.1 An AGM shall be held every calendar year.
- 13.2 The Secretary shall give not fewer than 30 days' notice in writing of the AGM to board members, affiliated clubs, honorary life members and any other interested parties the Secretary considers appropriate. The notice is to include: the date, time and place of the AGM and the business proposed to be brought before the AGM. The non-receipt or late receipt of such notice by any party shall not invalidate the proceedings of the AGM.
- 13.3 An officer of each affiliated club shall give to the Secretary prior to the commencement of the AGM notice in writing of the appointment of one authorised delegate for that club and one alternate authorised delegate in the case of absence.
- 13.4 Any member of an affiliated club may attend the AGM but only delegates authorised for that purpose by an affiliated club under 13.3 or persons permitted at the discretion of the chairperson to do so shall be entitled to speak.
- 13.5 The AGM shall be chaired by the Chairperson or, in the Chairperson's absence, by a board member nominated by the Chairperson for that purpose, or otherwise agreed by those members of the Board present.
- 13.6 No quorum is required to be present or sustained at a duly constituted AGM, but the minute record shall show all those affiliated clubs which had a validly authorised delegate or alternate delegate present on that occasion.
- 13.7 The business of the AGM shall include:
- (a) To receive the annual report,
 - (b) To receive and, if appropriate, adopt the audited financial statements for the previous financial year,
 - (c) To appoint an auditor,
 - (d) To consider any remit for the election of any honorary life member or any constitutional amendments,
 - (e) To consider any remit proposed by any affiliated club and supported by not less than two other affiliated clubs, of which at least 40 days' notice in writing has been given by the club to the Secretary,
 - (f) To consider any remit proposed by the Board, and
 - (g) To consider any general business raised on behalf of any affiliated club of which at least 7 days' notice in writing has been given by the club to the Secretary.
- 13.8 Voting shall initially be by show of hands but if a poll is demanded by any authorised delegate of an affiliated club then voting shall be by formal ballot cast by such authorised delegates on behalf of their club. The weighted voting entitlement of each affiliated club of any vote shall be as per 9.7.

- 13.9 Any person (including the Chairperson) may be appointed in accordance with 13.3 to be the authorised (or alternative) delegate of an affiliated club and may hold more than one such appointment simultaneously. Authorised delegates shall be entitled to cast separate votes in accordance with the weighted voting entitlement of each such affiliated club and in so doing shall be obliged to have regard to any written direction which may have been given by the affiliated club.
- 13.10 The Board may at any time call a Special General Meeting of NZ Bridge by resolution specifying the remits or other business to be considered at such meeting.
- 13.11 The Board must call a Special General Meeting of NZ Bridge to be held within 40 days after the date of receiving a written request for such meeting from at least 20% of affiliated clubs. The written request must:
- (a) Be signed on behalf of each affiliated club joining in the request by its chairperson, or president, or secretary or other office bearer, and
 - (b) Specify the remits or other business to be considered at such meeting.
- 13.12 Whenever a Special General Meeting of NZ Bridge is called 30 days' notice in writing of the date time and place of such meeting and of the business to be transacted shall be given by the Secretary to members of the Board, affiliated clubs and honorary life members and the provisions of 13.2 to 13.9 shall apply as if such meeting be an AGM provided however that such meeting shall consider only such business as is set out in the notice of meeting.

14 NZ Bridge Annual subscription Levy

- 14.1 Each affiliated club shall be liable to pay NZ Bridge subscription levies. Such levy shall be calculated per person designating the affiliated club as their home club, as appearing on the masterpoint database maintained by NZ Bridge. The amount of the levy shall be such sum (plus GST) per home club member as shall be fixed by the Board from time to time.
- 14.2 The levy shall be due and payable by each affiliated club quarterly in advance by instalments due on the 1st days of April, July, October and January ("the due dates") in each financial year with each such instalment calculated by reference to the home club members recorded on the masterpoint database maintained by NZ Bridge as at the end of the immediately preceding quarter.
- 14.3 If all or part of the levy remains unpaid 60 days after the due date for payment the affiliated club shall forthwith be suspended from participation in any activities of NZ Bridge, and shall not be entitled to exercise any vote or make any nomination, and no member of such affiliated club designating that club as their home club shall be entitled to play or compete in any tournament, match or event conducted by NZ Bridge or its members, nor be eligible for the award of any masterpoints during such suspension, pending payment by the affiliated club of that portion of the subscription levy.

15 Financial Year

- 15.1 The financial year of NZ Bridge shall end on the 31st day of March in each year.

16 Auditor

- 16.1 An auditor (which may be a firm) shall be appointed at each AGM, and such auditor shall audit the accounts for that financial year.
- 16.2 No person shall be disqualified from acting as auditor by virtue of being a member of an affiliated club.

17 Bank Accounts

- 17.1 All money received by or on behalf of NZ Bridge must be paid into a bank account approved by the Board for that purpose.

18 Reimbursement and Personal Benefit

- 18.1 Subject to compliance with any policies or procedures determined from time to time by the Board, the Chairperson, board members, any official designated under the Constitution, or any employee of NZ Bridge shall be entitled to be reimbursed by NZ Bridge for costs and expenses lawfully or properly incurred by them in the fulfilment of their obligations to NZ Bridge.
- 18.2 No part of the funds of NZ Bridge is to be used or be available to be used for the private pecuniary profit of any member, member of an affiliated club or any person associated with NZ Bridge or associated with any such member.
- 18.3 No member of the organisation or any other person associated with a member, shall participate in or materially influence any decision made by the organisation, in respect of the payment to or on behalf of that member or associated person of any income, benefit, or advantage whatsoever. Any such income shall be reasonable and relative to that which would be paid in an arm's length transaction (being open market value).

19 Board Meetings

- 19.1 Board meetings are to be convened:
- (a) As the Chairperson directs by notice in writing to the Secretary.
 - (b) If a request for a meeting is made by any 3 or more board members by notice in writing to the Secretary.
 - (c) Not later than 7 days before the day fixed for a Board meeting the Secretary shall give notice in writing of the day, time and place of the meeting to each board member together with a copy of the agenda for the meeting. In urgent, special or extra-ordinary circumstances, the Chairperson may, as considered appropriate, direct that the notice requirement be reduced or waived altogether.
- 19.2 At all Board meetings the chair shall be taken by the Chairperson but if the Chairperson is not present, able or willing to take the chair, then those board members present and entitled to vote shall elect a Chairperson for such

meeting.

- 19.3 In the event of an equality of votes on a matter before the Board, no casting vote shall be exercisable, and the vote shall be deemed to be lost. This rule does not apply to decisions made under 8.2.
- 19.4 Any person may be invited to be present at, or to speak at, a Board meeting, with the leave of the meeting.
- 19.5 Subject to the Constitution, the Board may conduct its meeting as it considers appropriate and may permit a member or members to take part by telephone, video-conference or any other means of communication.
- 19.6 For all Board meetings:
- (a) The holding of the meeting and the business transacted are to be recorded as minutes.
 - (b) The minutes are to be placed on the agenda of the next normally constituted meeting of the Board for confirmation.
 - (c) Four voting members present in person or participating in the meeting, shall constitute a quorum of the Board.

20 Indemnity

- 20.1 The Chairperson, board members, any officials designated under the Constitution and/or any employee of NZ Bridge shall be indemnified by NZ Bridge in respect of any claim by any third party and the reasonable costs and expenses of any claim which may be made against them by any third party arising from any action, statement, decision or omission done or made by them in good faith while lawfully engaged in the business of NZ Bridge and/or the Board, or the Conduct, Discipline and Disputes Committee, and acting within the Constitution.
- 20.2 The entitlement to any indemnity pursuant to the provisions of 20.1 shall not extend to or be available with respect to a claim made by NZ Bridge against any board member, official or employee of NZ Bridge nor to any claim made by any board member against any other board member.

21 Winding Up

- 21.1 In the event the necessary resolutions are passed by the members of NZ Bridge to put NZ Bridge into liquidation in accordance with the Act or if an order is made by the High Court appointing a liquidator under the Act, the proceeds from the winding up the organisation shall be distributed to the World Bridge Federation for the purpose of ensuring the continuation of the objects of NZ Bridge within New Zealand and no proceeds whatsoever shall be paid to or distributed among the members of NZ Bridge.

22 Notices

- 22.1 Any notice in writing to be given to any person or affiliated club pursuant to the Constitution may be given by personal delivery, or ordinary post, or e-mail, or

facsimile to that person's or Affiliated club's last known address or facsimile number. If such notice is given by post it shall be deemed to have been received in the ordinary course of post. If such notice is given by e-mail or fax it shall be deemed to be received at the time of transmission.

23 Alteration to Rules

- 23.1 The Constitution may be amended, added to or repealed by resolution duly passed by a two-thirds majority, by weighted vote in accordance with 9.7, at a general meeting of NZ Bridge. Notice of the proposed alteration must be included in the notice of meeting given under 13.2.
- 23.2 No addition to or alteration of the objects, personal benefit clause or the winding up clause shall be made which affects the tax-exempt status.
- 23.3 The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

24 Non-Payment of Monies Owing

- 24.1 Any player who has become liable to make a payment to NZ Bridge, whether by way of entry fee to any tournament or other event, deposit, charge for participation in any examination, for the purchase of any goods or materials, or pursuant to any order made by the Conduct, Discipline and Disputes Committee and/or any appeal Tribunal, or arising in any other manner whatsoever, and has not made such payment within 30 days after the date such payment is due shall forthwith be deemed to be suspended from any activities under the jurisdiction of NZ Bridge and shall not be entitled to play or compete in any tournament, match or event conducted under the jurisdiction of NZ Bridge nor be eligible for the award of any masterpoints during such suspension, and shall not be entitled to make any nomination nor act as a board member or a member of any committee constituted by the Board, pending the settlement in full of such liability to the satisfaction of the Board.

25 Conduct, Discipline and Disputes

- 25.1 The Board shall appoint and continuously maintain a standing committee to be known as the Conduct, Discipline and Disputes Committee having appropriate delegations for the purpose which shall have the power to enquire into, investigate, determine and impose penalties in regard to any complaint, or behaviour issue, arising within the jurisdiction of NZ Bridge.
- 25.2 The Board shall promulgate and maintain a Code of Conduct which shall set out the rules, procedures and disciplinary powers of the Conduct, Discipline and Disputes Committee. The Code of Conduct shall be published on the website and in the bridge manual and shall bind all persons over whom NZ Bridge has jurisdiction. The Code of Conduct shall provide for any person disciplined or sanctioned under it to have a right of appeal to an appropriate Tribunal or Appellate Authority. The Code of conduct shall require the Conduct, Discipline and Disputes Committee and any appeal Tribunal or Authority to at all time follow the rules of natural justice.
- 25.3 For the purposes of 24, 25.1 and 25.2 NZ Bridge has jurisdiction at all times

and places and for all purposes over any person;

25.3.1 who is a member of an affiliated club,

25.3.2 who plays, directs, coaches, scores or officiates at any bridge event run by NZ Bridge or any affiliated club, and

25.3.3 who plays, directs, coaches, scores or officiates as a representative of NZ Bridge or any affiliated club.

26 No Review or Proceeding to be Originated

26.1 No person shall initiate any proceeding, or application for review, nor shall any further appeal lie, to any court or other judicial forum, against any decision of the Board, the Conduct, Discipline and Disputes Committee or any of their members, any Appeal Tribunal or of any official of NZ Bridge, with respect to or arising from any allegation, complaint or matter the subject of enquiry into and/or decision or determination in accordance with the provisions of 25.

27 Interpretation

In this Constitution, unless the context otherwise requires:-

27.1 References to numbers refer to the appropriate clause number of this Constitution,

27.2 "Act" means the Incorporated Societies Act 1908 or any Act in substitution thereof,

27.3 "AGM" means an Annual General Meeting of NZ Bridge,

27.4 "Affiliated Club" means any club which is a member of NZ Bridge, as determined by 5,

27.5 "Bridge" means the game of contract bridge as prescribed under the international laws promulgated by the World Bridge Federation and includes all forms of contract bridge including tournament, teams, duplicate and rubber games, and any modifications thereof and "game" shall have a similar meaning,

27.6 "Board" means the Board of NZ Bridge having control of bridge under 6 and "Board Member" means an elected, appointed or ex officio member of the Board,

27.7 "Club" means any club, society or group, whether incorporated or not,

27.8 "Code of Conduct" means the Code of Conduct as promulgated by the Board from time to time under 25.2,

27.9 "Constitution" means these rules of NZ Bridge,

27.10 "Home Club" in reference to any person means the affiliated club to which the person belongs, or if a person belongs to more than one affiliated club, the principal club to which the person belongs, as nominated by the person,

27.11 "Manual" or "NZ Bridge Manual" means the most recent edition of the manual as published from time to time by NZ Bridge and available on the NZ Bridge website detailing the required standards, rules, policies, procedures and

regulations relating to the conduct of bridge organisation, administration and operations in New Zealand,

- 27.12 “Notice in Writing” includes advice by e-mail to an affiliated club, player or to a candidate’s last advised e-mail address.
- 27.13 “Remit” includes any resolution proposed for determination or discussion at any general meeting of NZ Bridge but does not include any other resolution which the chair is prepared to accept for consideration, determination or discussion as general business on any such occasion.
- 27.14 “Secretary” means the secretary appointed under 12.
- 27.15 “Serious criminal offence” means an offence which is a category 3 or category 4 offence under the Criminal Procedure Act 2011,
- 27.16 “Website” means the website maintained by NZ Bridge at <http://www.nzbridge.co.nz/>.

DRAFT May 2019