

CONSTITUTION OF THE GUYANA CHESS FEDERATION

1. Name and Definitions

a. The name of the association is "Guyana Chess Federation".

b. In this the Constitution of the Guyana Chess Federation, and in all By-Laws and resolutions of the Federation unless inconsistent with the context, words importing the masculine shall include the feminine, the singular shall include the plural and vice-versa, and the following abbreviations and definitions shall apply:

i. "Regulations" shall mean Associations Regulations made under this Constitution;

ii. "Federation" and "GCF" shall mean "Guyana Chess Federation";

iii. "FIDE" shall mean "Federation Internationale Des Echecs";

iv. "writing" and "written" shall include electronic mail telegrams, telexes, facsimile copies and extracts of minutes.

v. "GCF Financial year" shall mean the 12-month period from 1 October in a given year to 30 September of the following year.

vi. "Region" means any of Guyana's ten Administrative Regions.

vii. "Board" or "Executive Board" means body duly elected for two years to represent the Guyana Chess Federation that is presided over by the President of the Guyana Chess Federation. (see article 5)

c. *For the purpose of incorporation:

i. the constitution of the Federation shall be the objects together with the By-laws of the incorporated association.

ii. the Board of the Federation shall comprise of all directors of the incorporated association;

iii. those persons who are eligible to vote at an Biennial National Conference of the Federation shall be the members of the incorporated association.

2. Statement of Purposes

a. The purposes of the Federation are:

i. to foster and control the game of chess throughout Guyana;

ii. to represent the chess players of Guyana in all chess matters;

iii. to conduct or authorize the conduct of Guyana chess championships and other chess competitions for individuals and teams representing affiliated Associations;

iv. to encourage excellence in the playing of chess, the promotion of chess and sportsmanship generally by the awarding of national titles and the presentation of awards;

v. to provide a forum for the discussion and resolution of questions relating to the playing and administration of chess in Guyana;

vi. to co-operate with other organizations whose purposes and interests are in accord with those of the Federation;

vii. to maintain a national rating system to enable comparison of the chess playing abilities of Guyanese chess players;

viii. to provide through the promotion of chess an activity whereby leisure time may be used in a manner conducive to peaceful coexistence and enhanced quality of life; and

ix. generally to do all such things as the Federation may deem appropriate to achieve the above purposes or any of them.

b. The Federation shall not be carried on for the purpose of trading or securing pecuniary profit to its members.

3. Affiliated Associations, Associated Bodies & Honorary Life Members

a. The Federation shall consist of Regional Associations, Associated Bodies/Clubs and Honorary Life Members.

b. Regional Associations shall be those Regional chess associations which are recognized by the Federation as most representative of the chess players in their Region and which have met all requirements of affiliation stated or implied in this Constitution and the By-Laws and resolutions of the Federation.

c. The Federation may grant the status of Associated Body to an organization which:

i. represents a region of Guyana or its territories that are not represented by a Regional Association;

ii. represents part of the region of a Regional Association, but only with the consent of such Regional Association; or

iii. represents special aspects of chess.

d. The Federation may grant status of Honorary Member:

i. the Federation may admit any person as an Honorary Life Member such honor being conferred for outstanding service to chess.

ii. a person shall become an Honorary Life Member of the Federation if a recommendation to that effect is made by a two-thirds majority at a Board meeting and a motion to accept that recommendation is passed at the next following National Conference by the majority required under Clause 10 (e)

(iii); annulment of life membership shall require the same procedure.

4. Affiliation Benefits, Disaffiliation and Disciplining of Members

a. Subject to the payment of appropriate fees and compliance with such eligibility, selection and other requirements as may apply in respect of a particular benefit, entitlement or right, the Federation shall endeavour to provide the following privileges for affiliated Regional Associations and persons nominated by them:

i. the right to be represented and to vote at National Conferences of the Federation and to vote on special motions as defined in this Constitution, provided that Regional Associations and or individual membership is more than 180 days prior to vote; and In order to cast a valid vote, one must be 18 years or older by the date of voting. For players under the age of 18, the right for one of their parent or guardian to vote on their behalf:

ii. the right to participate in activities conducted by or on behalf of the Federation or in activities conducted by others for which nomination, endorsement or approval of the Federation is a requirement, including:

- national championships,
- international competitions for individuals and teams,
- such other activities as the Federation may from time to time conduct, control, authorize or participate in;

iii. the right to conduct national and international activities on behalf of the Federation;

iv. the right to have results of competitions incorporated in Federation and FIDE ratings systems;

v. the right to be nominated for and receive titles and awards bestowed by the Federation or for which nomination, endorsement or approval by the Federation is a requirement;

vi. such other privileges as the Federation may from time to time agree to endeavour to provide for affiliated County Associations and persons nominated by them.

a. A Regional Association may be disaffiliated if it no longer fulfills Clause 3b.

b. An Associated Body may be disaffiliated if it no longer fulfills Clause 3c.

c. A Regional Association or Associated Body may be disaffiliated if it has not paid a lawful fee or levy within three months after the fee or levy was due and notified.

d. Where the Board is of the opinion that a member of the Federation has persistently refused or neglected to comply with the provisions of the constitution or has persistently and willfully acted in a manner prejudicial to the interests of the Federation, the Board may by resolution recommend to the Regional Association represented by that person that disciplinary action be taken. Whether or not such a recommendation is accepted and all related matters including the way (if any) in which the member may appeal and make representations shall be at the discretion of that Regional Association.

e. DISCIPLINARY PROCEEDINGS

i. If an allegation of mis-conduct is being made against a member / Regional Association, a written complaint thereof shall be sent to the Board within 14 days of the commission of the misconduct or the discovery thereof.

ii. If the Board considers the issue frivolous or out side of the jurisdiction, the complainant shall be so informed; if it has jurisdiction and considers the issue serious, it shall direct the Company secretary to investigate the complaint and make a report thereon within a specified time.

iii. The report should conclude EITHER by stating that the complaint is unfounded and so is dismissed OR by formulating a penalty against the member / Regional

Association.

- iv. A copy of the report shall be sent to the Complainant and the member / Regional Association; if the report contains a penalty against the member / Regional Association, the copy thereof shall be accompanied by a written notice of the time, date and place fixed for the hearing of the penalty, PROVIDED THAT there should be at least 30 days between the date of the service of the notice and the date of the hearing.
- v. The Board shall appoint a Disciplinary Committee of 3 members to hear the penalty; at the hearing the Complainant and the member / Regional Association may call witnesses and may be represented by Counsel or other person; after hearing the evidence, the Committee may dismiss the penalty or fine the member / Regional Association or suspend the membership / affiliation for such period it deems fit or cancel the membership / affiliation of the member / Regional Association.
- vi. The member / Regional Association may appeal from any fine, suspension or cancellation imposed by the Disciplinary Committee to the Appeals Committee of the Board.

f. APPEALS COMMITTEE

- i. There shall be an Appeals Committee of the Board. It shall be made up of the officer of the GCF, provided that an officer shall be disqualified from sitting as a member if he /she has a direct interest in the appeal being heard. The President of the GCF shall preside at all of its meetings and in his / her absence the meeting shall elect a Chairman; the quorum shall be 5.
- ii. The Appeals Committee of the Board may hear any appeal it deems fit to hear.
- iii. Every appeal to the Appeals Committee shall be in writing and shall state precisely the exact point or points being appealed against and the grounds of appeal;

iv. The appeal shall be lodged with the Secretary of the Board no later than 30 days after the date of the decision being appealed against.

v. The decision of the Appeals Committee shall be final, unless F.I.D.E. intervenes.

5. Board and Executive management

a. Subject to paragraph aa. the Board shall consist of delegates appointed by the Regional Associations together with an executive management comprising the President, a Vice President, four Directors, Company Secretary, Chief Financial Officer and five Committee Members. All members of the Board shall have one vote each. Executive members may be appointed every two years as regional Association delegates but shall only be entitled to one vote.

aa.

i. For the purposes of this paragraph the Immediate Past President is the person who, last before the current President, was elected President by a National Conference and who held office as President for at least 18 months of the term for which he was elected.

ii. The immediate Past President shall be a member of the Board for a period of 6 months commencing on the date on which he ceased to be President. The Board of Directors may choose to waive this requirement at their discretion by a simple majority vote

iii. The Immediate past President shall have no vote.

b. Each Regional Association may appoint twelve delegate and may dismiss him/her and replace him/her at any time. The appointment or dismissal of a delegate shall be of no effect until the President or Secretary of the Federation has received written advice of it from the regional Association concerned.

c. The Board functions in the following three ways:

i. as the recorder of the wishes of Regional Associations in special motions as defined in Clause 6a;

ii. as an agenda committee to prepare motions to deal with matters to be referred to National Conferences as defined in sub-clause 6b;

iii. as a management committee to manage the affairs of the Federation in accordance with its Constitution, By-Laws and resolutions.

d. Each member of the executive management shall, subject to this constitution, hold office until it is declared vacant or is filled by another person in consequence of elections at the next Biannual National Conference in an odd-numbered year.

e. For the purposes of this constitution, a vacancy in the office of a member of the executive management committee occurs if the person dies, resigns from office, is removed from office pursuant to sub-clause 6a.iii, becomes insolvent under administration within the meaning of the Corporation Law, suffers from mental incapacity, or is disqualified from office under sub-section 63a of the Act.

f. In the event of a vacancy in the membership of the executive management committee, the Board may appoint a person by resolution who need not be a member of the Federation to fill the vacancy and the person so appointed shall hold office, subject to this constitution, until it becomes vacant or is filled as described in clause 5d.

6. Classification of Motions

a. Special motions are motions to:

i. alter biannual affiliation fees or make special levies;

ii. deal with any matter which the Board wishes to be treated as special, except for matters listed in sub-clause 6b;

iii. declare vacant the position of any Executive member or other office-bearer of the Federation. Votes by Regional Associations on motions described in Clause 6a must be con-

veyed in writing to the President or Company secretary of the Federation and tabled at the next meeting of the Board.

b. Matters to be referred to a National Conference are motions to:

i. change the constitution;

ii. wind up the Federation;

iii. disaffiliate a Regional Association;

iv. grant or annul life membership;

v. deal with those matters which Clause 10 indicates are the purposes of a National Conference;

vi. deal with any other matter a Regional Association or the Board wishes dealt with at the Conference; and,

vii. deal with any matter which the Act or the Regulations require dealt with at a National Conference.

c. On motions referred to in Clause 6a, a Regional Association may cast up to as many votes as its representatives present.

d. Notwithstanding sub-clause 6b and clause 10, the Board may recommend to all affiliated Regional Associations that a specific alteration to the Constitution be ratified. If within 56 days each affiliated Regional Association informs the Federation of the names of those it would send as representatives to a special National Conference called to consider such alteration, and if each such Regional Association submits as many names of proposed representatives as it is permitted to nominate under sub-clause 10j and if all such representatives notify the Federation in writing that they approve of the proposed alteration, it shall be deemed to have been passed unanimously at a special National Conference held in Georgetown on the 56th day after the Board made its recommendation and such conference shall be deemed to have been attended by all the nominated representatives.

7. Board Meetings

a. That Board shall meet at least six times per year.

Meetings may be 'in person', 'phone calls' or 'message/chat based'. At least one meeting per year must be an 'in person' meeting. A meeting may be convened by the Company secretary or President or by any six delegates.

b. Board meetings shall be chaired by the President or in his absence the Vice President; in the absence of both, the delegates shall appoint a chairman. The Chairman shall not have a casting vote.

c. Unless otherwise indicated in this Constitution, a simple majority shall carry any motion the Board is empowered by this Constitution to vote on.

d. Any five individual members of the Board shall form a quorum. No business shall be transacted by the Board unless a quorum is present, and if, within one hour of the time appointed for the meeting, a quorum is not present the meeting shall stand adjourned, to be resumed within fourteen days at a date and time to be determined by the President. If at the adjourned meeting a quorum is not present within an hour of the time appointed for the meeting the President may dissolve or reconvene the meeting as he/she sees fit.

e. Minutes of each Board meeting shall be sent to at least every Regional Association and Associated Body. The minutes must include every substantive motion that is passed, every special motion that Regional Associations are to vote on and the date when their vote is required.

f. Before a meeting is closed, the date of the next meeting shall be agreed to or the matter referred to the Executive.

g. If the vote of a Regional Association on a special motion is available at a Board meeting it must be recorded in the minutes whether or not the deadline for voting has passed.

h. Notwithstanding anything written elsewhere in this Constitution or any decision of the Board, the date, time and place for the first Board meeting following the election (or re-election or appointment) of a person to the office of President of the Federation shall be determined by the newly-elected President.

i. In the absence of exceptional circumstances, oral or written notice of a meeting of the Board shall be given to each member of the Board at least 24 hours (or such other period as may be unanimously agreed upon by the members of the Board) before the time appointed for the holding of the meeting.

j. Notice of a meeting given under sub-clause 7i shall specify the general nature of the business to be transacted and no other business shall be considered unless a majority of members of the Board present agree to do so.

k. Despite paragraphs a. to j., inclusive, a motion may, at any time other than at a meeting referred to in paragraph a., be proposed and seconded and the matter may be debated and voted upon by electronic mail, subject to the directions of the President as to procedures for the debate and the time by which the votes are to be cast, as if it were a motion proposed in such a meeting.

8. Office-bearers

a. Office-bearers other than members of the Executive and the Auditor shall be appointed by the Board and may be dismissed by the Board at any time.

b. Office-bearers other than members of the Executive and the Auditor shall retire from the Board every two years on the 4th August but may be re-elected.

c. President

Function: The President is the chief executive officer of the GCF.

Duties:

- i. To chair Board meetings;
- ii. To submit an biannual report to Board and to the National Conference;
- iii. To act as spokesman for the GCF;
- iv. To ensure that the activities of the GCF are in accordance with the Constitution and By-Laws;
- v. To ensure that the office-bearers carry out their duties;
- vi. To make decisions on matters of urgency that arise between Board meetings, after consultation with as many Councilors as is reasonable in the circumstances;
- vii. To abide by and carry out instructions of the Federation.

d. Vice President

Function: The Vice President shall function as the President of the Federation whenever the President is absent and at other times as the President may require.

Duties:

- i. In the absence of the President, to carry out all such duties as are normally those of the President;
- ii. To assist the President in the performance of his duties in whatever way the President may reasonably require;
- iii. To carry out such other duties as the Federation may from time to time agree are the duties of Vice President.

e. Company Secretary

Function: The Secretary is responsible for the effective administration of the GCF.

Duties:

i. To arrange meetings and to prepare agendas, supporting papers and minutes;

ii. To ensure that adequate notice of Board meetings is given to all members of the Board;

iii. To be responsible for all correspondence other than correspondence specifically delegated to other office-bearers;

iv. To keep an up to date register of all life members and affiliates of the GCF;

v. To maintain liaison with Regional Associations and Associated Bodies;

vi. To co-ordinate the activities of the GCF, its Board and office-bearers;

vii. To ensure that a copy of the minutes of each National Conference are distributed to each Regional Association and that a copy is available on request to any person who was eligible to attend;

viii. To abide by and carry out instructions of the Federation Board.

f. Chief Financial Officer

Function: The Chief Financial Officer is responsible to Board for the finances of the GCF.

Duties:

- i. To submit a proposed budget for the forthcoming GCF Financial year to each Biennial National Conference;
- ii. To submit a financial report to each ordinary meeting of the Board;
- iii. To submit a financial report on the preceding GCF Financial year to the National Conference next following the start of each new GCF financial year;
- iv. To present an audited statement of assets and liabilities and an audited financial statement in respect of the previous GCF financial year together with the Auditor's report to each National Conference;
- v. To receive and bank all income of the GCF and to pay or reimburse all expenses of the GCF and its office-bearers, as approved by Board;
- vi. To keep a record of all receipts and expenditure and maintain proper books and records of the financial transactions of the Federation;
- vii. To abide by and carry out the instructions of the Federation.

g: Tournament Director:

Function: Responsible for organizing and the conduct of chess tournaments.

Duties:

- i. To prepare and submit to the GCF Board, a calendar of events for the present and following calendar years.
- ii. To co-ordinate all regional, local and international tournament related activities, FIDE rated or otherwise,

- and to ensure that said events are in keeping within the regulations and stipulated by the GCF constitution.
- iii. To name an arbiter to supervise tournament games and activities for the full duration of the events.
 - iv. To abide by and carry out instructions of the Federation Board.

Fundraising Director:

Function: Responsible for the development of the federation fundraising program.

Duties:

- i. Monitor progress of fundraising drive.
- ii. Develop strategies to encourage new and increase contributions.
- iii. Secure commitments of participation or donations from individuals or corporation donors.
- iv. Establish fundraising goals for specified time period.
- v. To abide by and carry out instructions of the Federation Board.

Chess Trainer Director:

Function: Responsible for the development and implementation chess curriculum.

Duties:

- I. Create criteria for the selection of chess teams for national and international tournaments.
- II. Monitor and work within chess team budget.
- III. Work in conjunction with the tournament director to plan and coordinate all activities team practices and competition
- IV. To abide by and carry out instructions of the Federation Board.

9. Communications

a. Votes on motions described in Clause 6a must be mailed, electronically mailed, faxed or delivered personally to the secretary unless, for the purposes of a particular motion, another office-bearer or address is agreed upon and notified to all Regional Associations.

b. If a Regional Association is not told when its vote or opinion on any matter is required, it has the right to assume that the votes will be counted on the 56th day after all Regional Associations were advised of the motion. The final count of votes must not be held earlier if any outstanding vote could affect the fate of the motion.

c. A motion under Clause 6a.ii must be sent to all Regional Associations for their vote, whether the Board approves it or not. The Board may propose amendments and may give advice.

10. Biennial and Special National Conferences of the Federation

a. Once every two years the Board shall appoint a person to convene a meeting or series of meetings to be known as the Annual National Conference of the Federation. The Biennial National Conference shall, subject to the Act, be convened on such date and at such place and time as the Board thinks fit and shall be specified as such in the notice convening it.

b. The purposes of the Biennial National Conference shall be:

i. to amend if necessary and confirm the unconfirmed minutes of any previous National Conference;

ii. to deal with any Motion on Notice of which notice has been given in accordance with Clause 10d;

iii. to make recommendations to the Federation on any matters of which such notice has not been given;

iv. in each alternate year, to elect members of the Board and Executive of the Federation;

v. to appoint an Auditor who shall not be the Public Officer or a member of the Federation, the Board or the Executive;

vi. to consider and if thought fit approve a proposed budget for the following GCF financial year;

vii. to consider and if thought fit adopt a statement of assets and liabilities and a financial statement in respect of the previous GCF financial year; and

viii. to consider any Board recommendations to grant honorary life membership.

c. In years when elections are due to be held at the next Biennial National Conference, nominations for President, Vice President, four Directors, Company secretary and Chief Finance Officer and five committee members shall be called for by the Board 14 days prior to the scheduled start of the Conference.

d. Written notice of a National Conference shall be sent to each Regional Association and to others as the Council deems appropriate so as to be received in the normal course of transmission not less than 30 days before the start of the Conference and shall include:

i. the date, time and place for the start of the Conference;

ii. the date on which it is expected the Conference will end;

iii. the exact wording of each Motion on Notice to be dealt with at the Conference;

iv. the names of all known candidates for election as President, Vice President, Directors, Secretary and Chief Finance Officer; and committee members

v. such other information as the convenor or Board may see fit to include on the notice.

da. Written notice of any proposed amendment of a motion of which notice is given under clause 10.d.iii. shall be sent to each Regional Association and to others as the Board deems appropriate so as to be received in the normal course of transmission not less than 35 days before the start of the Conference.

e. Notwithstanding anything elsewhere in this constitution, a National Conference shall have power to carry any motion or amendment as may be thought desirable in the interests of chess in Guyana provided that:

i. notice of it was given in accordance with Clause 10d;

ii. it is supported at the Conference by a majority of those who vote on it including one or more representatives from each of three or more Regional Associations;

iii. in the case of a motion to disaffiliate a Regional Association or to grant or annul life membership, such motion is supported at the Conference by:

- two-thirds or more of those who vote on it including one or more representatives from each of three or more Regional Associations, and,

- more than half of those present and eligible to vote;

iv. in the case of a motion to alter the constitution or the name of the Federation or to wind up the Federation or to do any other thing which the Act requires done by a special resolution, a motion to make such a special resolution shall be passed only if supported at a National Conference by:

- at least three-quarters of those who vote on it including one or more representatives from each of three or more regional Associations; and

- more than half of those present and eligible to vote.

f. A motion carried at a National Conference shall not be capable of rescission except:

i. by the same or a subsequent Conference; or

ii. if the Board agrees unanimously that a change in circumstances sufficient to justify rescission of a decision of the Conference has occurred, in which case the Board shall deal with the matter in a manner as consistent as is practicable with the spirit of the decision of the Conference and the matter shall be noted by the Secretary for consideration at the next Conference; or

iii. by special motion in accordance with Clause 6, provided that the rescission motion is supported by at least two thirds of the total number of votes cast, including at least one vote from each of three affiliated regional Associations.

g. Motions and amendments of which notice has not been given in accordance with Clause 10d or Clause 10.da shall not be dealt with at a National Conference unless:

i. they are of a purely procedural nature; or

ii. they are motions to amend and/or confirm minutes; or

iii. they are motions to receive and/or adopt reports; or

iv. they are motions to change proposed amounts of income and/or expenditure for items listed in the proposed budget or to adopt the proposed budget; or

v. they are expressed in the form of recommendations to the Council.

h. The right to attend and be heard at a National Conference shall be limited to:

i. representatives of Regional Associations as defined in Clause 3b who have been authorized in accordance with Clause 10i;

- ii. members of the Board;
- iii. Federation office-bearers as defined by the Board;
- iv. Honorary Life Members of the Federation;
- v. representatives of Associated Bodies as defined in Clause 3c; and
- vi. such persons as the President, the Executive, the Board or the Conference may care to invite.

i. A person shall be authorized to represent a Regional Association at a National Conference if written advice to that effect from a person the Federation recognizes as authorized to appoint representatives of the Regional Association concerned is received by the convenor of the Conference not less than seven days before the date on which the Conference is scheduled to start.

j. The number of persons a Regional Association may appoint to represent it at a National Conference shall be based on the total membership (that are in good financial standing without pending disciplinary matters) of the Association and shall be one representative per ten members.

k. In the event of a Regional Association having authorized more representatives than the number to which it is entitled without having indicated an order of preference, the convenor shall determine which of those representatives shall be accepted as the representatives of the Regional Association concerned.

l. Voting on any motion or amendment at a National Conference shall be conducted in accordance with the following:

i. the right to vote shall be limited to authorized representatives of Regional Associations as defined in Clause 4i and 10i;

ii. in the event of a Regional Association being represented by fewer than the maximum number of representatives to which it is entitled, one representative of that Association may cast one additional vote on each question;

iii. if a Regional Association is represented by fewer than the maximum number of representatives to which it is entitled and that Association has not notified the Federation of the name of the representative authorized by it to cast an additional vote in accordance with clause 10.1.ii, the convenor shall determine which of the representatives of that Association shall be entitled to cast such additional vote;

iv. voting by proxy, post or telephone shall not be permitted;

v. unless otherwise resolved by the Conference, voting shall be by show of hands (actual or electronically;

vi. in the case of an equality of voting the matter shall be resolved so as to preserve the status quo;

vii. a person's right to vote shall not change because he is the chairman.

m. At the start of each session of the Conference, the convenor shall conduct an election of chairman.

n. The quorum for the Conference shall be half of the total number of representatives all regional Associations may appoint, whether or not such a number has been appointed.

i. No item of business shall be transacted at a National Conference unless a quorum of members entitled under this constitution to vote is present during the time the conference is considering that item.

ii. If within 24 hours after the appointed time for the commencement of a National Conference a quorum is not present, the conference if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the following day at the same time and (unless another place is specified at the time of the adjournment by the convenor of the conference or communicated by written notice to members given before the day to which the conference is adjourned) at the same place.

iii. If at the adjourned conference a quorum is not present within one hour after the time appointed for the commencement of the conference the members present (being not less than seven including at least one representative appointed by each of four affiliated Regional Associations) shall constitute a quorum.

o. The election of President of the Federation shall be conducted in accordance with the following:

i. subject to Clause 10.o.iii, candidates shall be limited to persons who have advised the Federation in writing of their willingness to serve as President, such advice having been received by the Federation not less than thirty five days before the date on which the Annual National Conference at which elections are due is scheduled to start;

ii. if on the thirty fifth day before the date on which the conference is due to start there is but one candidate, that candidate shall be deemed to be the President-elect and no election of President shall be held at the Conference;

iii. if on the thirty fifth day before the date on which the Conference is due to start there are no candidates, or if the Board so decides because of uncertainty concerning the date for the start of the Conference, nominations shall be received up to the time the election is due to be held;

iv. if at the time the election is due to be held there are no candidates, the matter shall be referred to the Board and the Board shall have power to take whatever action it deems necessary to fill the vacancy until the next election is due to be held;

v. for the purposes of the election of the President, the Conference shall first elect a person who is not a candidate for President to act as Returning Officer;

vi. the Returning Officer shall be the sole authority as to the validity of votes and the counting of them;

vii. each candidate for President may appoint one scrutineer whose only function shall be to draw the attention of

the Returning Officer to any possible error in the counting of votes;

viii. voting to elect the President shall be by secret ballot, but the number of votes cast in respect of each candidate shall be reported to the Conference;

x. preferential voting shall be used;

xi. in the case of an equality of votes, the President shall be chosen by lot from among the tied candidates;

xii. a person who is elected as President, or is deemed elected in accordance with Clause 10. o. ii., shall take office at the conclusion of the National Conference at which the person was elected or in respect of which the person was deemed elected.

p. The election for the office of Vice President, four directors, Company secretary, committee members and Chief Finance Officer shall be conducted in accordance with the provisions governing the election of the President, including clause 10.o.iv., except that nominations for those offices shall be received up to the time the election to fill each office is due to be held. The candidates for president should submit the names of their office bearers ahead of the election, complete with documentation that indicates their consent to hold that position. Candidates must have a complete team as a qualification for contesting the election

q. The responsibilities of the convenor of a National Conference shall be:

i. to ensure that notice of the Conference, details of any Motions on Notice submitted in time for inclusion on the agenda for the Conference and the names of all known candidates for election as President, Vice President, Directors, Company Secretary and Chief Finance Officer are distributed to all Regional Associations and others in accordance with Clause 10c;

ii. to confirm the validity of the credentials of all persons purporting to represent Regional Associations by con-

tacting the President, and/or Secretary immediately prior to the start of the Conference;

iii. to conduct at the start of each session of the Conference an election of chairman;

iv. to ensure that a quorum is present throughout each session of the Conference;

v. to ensure that no vote is cast by a person who is ineligible to vote;

vi. to maintain the following records during the Conference and to forward them to the Secretary at the end of the Conference:

- a register of names of all persons Regional Associations have authorized to represent them at the Conference and all related letters of authority;

- a list of the names and addresses of all persons in attendance during each session of the Conference;

- minutes of the proceedings of the Conference;

- copies of all reports and other papers presented at or relevant to significant business transacted at the Conference;

vii. to carry out such other duties in connection with the Conference as the Board and the Conference may reasonably require.

r.

i. The Board may, whenever it thinks fit, convene a Special National Conference of the Federation.

ii. The Board shall, on the requisition in writing of not less than 50 per cent of the total number of members of the Federation, convene a Special National Conference of the Federation.

iii. A requisition for a Special National Conference

- shall state the purpose or purposes of the conference,
- shall be signed by the members making the requisition,
- shall be lodged with the President or Secretary, and
- may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

iv. If the Board fails to convene a Special National Conference within one month after the date on which a requisition for such a conference is lodged with the President or Secretary, any one or more of the requisitionists may convene a Special National Conference to be held not later than three months after that date.

v. A Special National Conference convened by a member or members referred to in sub-clause 10.r.iv shall be convened as nearly as is practicable to the same manner as the Annual National Conference is convened and any member who thereby incurs expense is not entitled to be reimbursed by the Federation for any reasonable expense so incurred.

vi. No business other than that specified in the notice convening a National Conference shall be transacted at the conference except, in the case of an Annual National Conference, business which may be transacted pursuant to clause 10b.

11. Finance

a. All moneys received by the Federation must be paid into an account in the name of the Federation at a bank and branch approved by the Board.

b. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two persons approved by the Board, one of whom must be the President, Deputy President, Secretary or Finance Director.

c. An audited financial statement must be presented to the Board as soon as possible after the end of each GCF financial year and must be sent out with the Board minutes.

- d. The Board may decide the bank where the funds of the Federation are to be held.
- e. The Common Seal of the Federation shall be kept in the custody of the President and Chief Financial Officer of the Federation.
- f. The Common Seal of the Federation shall not be affixed to any instrument except by the authority of the Board or a National Conference.
- g. The affixing of the Common Seal of the Federation shall be attested by the signatures of any two of the President, Secretary and Finance Director.
- h. In the absence or at the request of the President, the Deputy President may act in place of the President as a signatory for cheques or to attest the affixing of the Common Seal.
- i. The Federation may invest any funds in any investment from time to time sanctioned by law for the investment of trust funds.
- j. Where it is agreed that a levy be imposed on Regional Associations, each Regional Association shall pay at least seventy five (75%) percent of the total amount to be raised.
- k. A subscription or similar charge is payable by individual members of the Federation, in respect of their membership of the Federation.
- l. The funds of the Federation shall be derived from affiliation fees, levies, grants, donations, sponsorships, fees paid by participants in activities conducted by the Federation and, subject to any resolution passed by the Board and subject to article 114 of the Act, such other sources as the Board determines.
- m. Subject to this constitution and any resolution passed by the Federation at a National Conference, the funds of

the Federation shall be used in pursuance of the objects of the Federation in such manner as the Board determines.

n. Except for the financial books and records maintained by the Chief Finance Officer and subject to the Act, the Regulations, this Constitution and resolutions of Board, the Secretary shall keep in his custody or under his/her control all records, books, securities, and other documents relating to the Federation.

o. The records, books, securities and other documents of the Federation shall be open to inspection at a place to be determined from time to time by the Board free of charge to any member of the Federation at any reasonable hour.

p. An officer or member of the Federation shall not be taken, only because of being a member or officer, to be liable to contribute to the payment of any debts or other liabilities incurred by the Federation or to the costs, charges or expenses incurred in the course of winding up the Federation.

13. Dissolution/Winding Up of the Federation

In the event of the dissolution/winding up of the Federation, the surplus property of the Federation shall, subject to any trust affecting that property or any part of it, vest in an association which:

a. has objects substantially similar to those of the Federation;

b. is not carried on for the object of trading or securing pecuniary gain for its members;

c. has provision in its rules requiring its property to be distributed upon dissolution to another association which has objects substantially similar to those of the dissolved association and is not carried on for the object of trading or securing pecuniary gain for its members; and

d. is nominated for the purpose by a resolution of a National Conference of the Federation.

STANDING ORDERS - MEETING PROCEDURE

1. In these Standing Orders words importing the masculine shall include the feminine and "member" shall mean a person entitled to vote at the meeting.

2. These Standing Orders shall be applicable to all meetings of the Federation but may be relaxed from time to time during a meeting if no objection is raised by the chairman or any member.

3. Any person desiring to speak at a National Conference of the Federation shall precede his remarks by stating his name and the authority by which he is authorized to be present.

4. All remarks shall be addressed to the chairman.

5. All debate shall take place on a motion or amendment before the chair.

6. If the chairman indicates his/her intention to address the meeting, all persons shall resume their seats and remain silent.

7. The chairman may require a member to discontinue his/her remarks if they are irrelevant or substantially repetitious.

8. If required to do so by the chairman or the minute-taker, the proposer of any motion or amendment shall submit it in writing.

9. The chairman shall decline to accept any motion or amendment:

a. outside the scope of the notice of the meeting;

b. negative in character, the carrying of which would not alter the status quo; or

c. irrelevant, ambiguous, disrespectfully worded or ungrammatical.

10. A motion before the chair shall not be withdrawn if any member objects to its withdrawal.

11. No person other than the proposer of a motion or amendment shall speak to it until it has been established that another person is willing to second it.

12. A person seconding a motion or amendment without speaking to it may reserve his right to speak to it subsequently.

13. Subject to the seconder's option to speak immediately after the mover, the chairman shall call on speakers alternately for and against the motion or amendment.

14. No person shall speak more than once to any question, except that the mover of a motion (but not an amendment to a motion) shall have a right of reply which shall not introduce any new argument and which shall close the debate.

15. The mover of the original motion may not move an amendment but may speak to all amendments.

16. An amendment shall constitute a separate question from the original motion and from any other amendment.

17. Any substantive motion that is before the chair shall be disposed of before a further substantive motion is moved and any amendment that is before the chair shall be disposed of before a further amendment is moved.

18. A person wishing to ask a question of any speaker shall do so through the chairman at the discretion of the chairman.

19. Provided that no speaker is addressing the chairman, a member claiming to have been misrepresented or misunderstood shall be entitled to make a personal explanation but in the course of such explanation shall not debate the merits of any proposal.

20. Any member may raise a point of order at the time of an alleged irregularity; the point shall be open to discussion at the end of which the chairman shall give a ruling.

21. Any member disagreeing with a ruling of the chairman may move: "that the ruling be dissented from"; such motion shall be put forthwith without debate.

22. A member may at any time move a motion to limit the period for which the speaker may be further heard; such motion shall be put without amendment or debate.

23. A member may move that the debate (or meeting) be adjourned to a specific time and place; discussion shall be in order, but the mover shall have no right of reply and only amendments as to time and place shall be permitted.

24. In the case of disorder arising or the lapsing of the quorum, the chairman shall forthwith declare the meeting adjourned and, subject to any prevailing rule or resolution, shall fix the time and place for resumption.

25. Speakers may be interrupted by members only in the following circumstances:

a. on a call for a quorum;

b. on a point of order relating to a breach of rules, irrelevant, improper or repetitious remarks or exceeding the time limit;

c. to move the closure of the debate; or

d. to move a motion to limit the period for which the speaker may be further heard.

26. Standing Orders 1. to 25. or any of them may be suspended by the passing of a motion to that effect which shall be open to debate.

27. No person shall reflect on a resolution or rule of the Federation except when speaking to a motion (of which due notice was given) to rescind, amend or repeal such resolution or rule.

28. Notwithstanding anything hereinbefore contained, any decision made by a validly constituted meeting shall not be

void by reason only of a departure from these Standing Orders which was not detected until after the decision had been made.

29. Alterations to these Standing Orders may be made only by the same procedure required for the alteration of By-Laws of the Federation.

30. Any matter pertaining to the procedure to be followed during meetings of the Federation and not dealt with in these Standing Orders or the Constitution of the Federation shall (subject to Standing Order 21.) be governed by rulings of the chairman.