Constitution of a Charitable Incorporated Organisation in which the only voting members are its charity trustees (Foundation model)

Date of constitution (last amended): 6 July 2026

1. Name

The name of the Charitable Incorporated Organisation ("the CIO") is English

Bridge Education & Development (EBED)

2. National location of principal office

The principal office of the CIO is in England.

3. Object(s)

The objects of the CIO are:

(1) the advancement of amateur sport by promoting the game of duplicate bridge for the public benefit;

(2) the advancement of the education of young persons in full time education in the playing of duplicate bridge.

Nothing in this constitution shall authorise an application of the property of the CIO for the purposes which are not charitable in accordance with relevant legislation.

4. Powers

The CIO has power to do anything which is calculated to further its objects or is conductive or incidental to doing so. In support of Object 3(1) primarily in England, but also in other countries where it is in its mutual interest so to do, either in collaboration with other relevant bodies and/or individuals or on its own, the CIO has power in particular to:

(1) promote and develop bridge as a social and community activity with particular health benefits in maintaining effective brain function and providing opportunities to foster friendships and community spirit;

(2) train, encourage, and support bridge teachers and Tournament Directors;

(3) develop physical and on-line educational resources for bridge players and teachers;

(4) provide classes, workshops, seminars and similar activities to improve players' skills and enjoyment of the game;

(5) help and encourage teachers, associations, clubs and groups to do likewise;

(6) provide help and advice to associations and clubs on the promotion of duplicate bridge in their organisation;

In support of Object 3(2), similarly primarily in England, to:

(7) publicise the educational merits of duplicate bridge as an activity for the development of young people;

(8) promote the encouragement of young bridge players within the English Bridge Union, County Associations and Bridge Clubs;

(9) provide support for young bridge players to attend at appropriate duplicate bridge activities;

(10) collect and disseminate information as to how duplicate bridge is promoted for young people;

(11) provide and encourage young people to learn duplicate bridge within schools and universities;

and in support of all the Objects;

(12) borrow money and to charge the whole or any part of its property as security for the repayment of the money borrowed. The CIO must comply as appropriate with sections 124 and 125 of the Charities Act 2011, if it wishes to mortgage land;

(13) buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use;

(14) sell, lease or otherwise dispose of all or part of the property belonging to the CIO. In exercising this power, the CIO must comply as appropriate with sections 117 and 119-123 of the Charities Act 2011;

(15) employ and remunerate such staff as are necessary for carrying out the work of the CIO. The CIO may employ or remunerate a charity trustee only to the extent that it is permitted to do so by clause 6 (Benefits and repayments to charity trustees and connected persons) and provided it complies with the conditions of that clause;

(16) deposit or invest funds, engage a professional fund-manager, arrange for the investments or other property of the CIO to be held in the name of a nominee, in the same manner and subject to the same conditions as the trustees of a trust are permitted to do by the Trustee Act 2000.

5. Application of income and property

(1) The income and property of the CIO must be applied solely towards the promotion of the objects.

(a) A charity trustee is entitled to be reimbursed from the property of the CIO or may pay out of such property reasonable expenses properly incurred by him or her when acting on behalf of the CIO and/or acting on a project funded by the CIO.

(b) A charity trustee may benefit from trustee indemnity insurance cover purchased at the CIO's expenses in accordance with, and subject to the conditions in, section 189 of the Charities Act 2011.

(2) None of the income or property of the CIO may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any member of the CIO.

(3) Nothing in this clause shall prevent a charity trustee or connected person receiving any benefit or payment which is authorised by Clause 6.

6. Benefits and payments to charity trustees and connected persons

(1) **General provisions**

No charity trustee or connected person may:

(a) buy or receive any goods or services from the CIO on terms preferential to those applicable to members of the public, other than in respect of attending courses run by the CIO to learn about the activities of the CIO for which there will be no charge;

(b) sell goods, services, or any interest in land to the CIO;

(c) be employed by, or receive any remuneration from, the CIO;

(d) receive any other financial benefit from the CIO;

unless the payment or benefit is permitted by sub-clause (2) of this clause or authorised by the court or the Charity Commission ("the Commission"). In this clause, a "financial benefit" means a benefit, direct or indirect, which is either money or has a monetary value.

(2) **Scope and powers permitting trustees' or connected persons' benefits**

(a) A charity trustee or connected person may receive a benefit from the CIO as a beneficiary of the CIO provided that a majority of the trustees do not benefit in this way.

(b) A charity trustee or connected person may enter into a contract for the supply of services, or of goods that are supplied in connection with the provision of services, to the CIO where that is permitted in accordance with, and subject to the conditions in, sections 185 to 188 of the Charities Act 2011.

(c) Subject to sub-clause (3) of this clause, a charity trustee or connected person may provide the CIO with goods that are not supplied in connection with services provided to the CIO by the charity trustee or connected person.

(d) A charity trustee or connected person may receive interest on money lent to the CIO at a reasonable and proper rate which must be not more than the interest rate set by HMRC for beneficial loans (also known as the beneficial rate).

(e) A charity trustee or connected person may receive rent for premises let by the trustee or connected person to the CIO. The amount of the rent and the other terms of the lease must be reasonable and proper. The charity trustee concerned must withdraw from any meeting at which such a proposal or the rent or other terms of the lease are discussed.

(f) A charity trustee or connected person may take part in the normal trading and fundraising activities of the CIO on the same terms as members of the public.

(3) **Payment for supply of goods only – controls**

The CIO and its charity trustees may only rely upon the authority provided by sub-clause (2)(c) of this clause if each of the following conditions is satisfied:

(a) The amount or maximum amount of the payment for goods is set out in a written agreement between the CIO and the charity trustee or connected person supplying the goods ("the supplier").

(b) The amount or maximum amount of the payment for the goods does not exceed what is reasonable in the circumstances for the supply of the goods in question.

(c) The other charity trustees are satisfied that it is in the best interests of the CIO to contract with the supplier rather than with someone who is not a charity trustee or connected person. In reaching that decision the charity trustees must balance the advantage against the disadvantage of contracting with a charity trustee or connected person.

(d) The supplier is absent from the part of any meeting at which there is discussion of the proposal to enter into a contract or arrangement with him or her or it with regard to the supply of goods to the CIO.

(e) The supplier does not vote on any such matter, but may be counted when calculating whether a quorum of charity trustees is present at the meeting.

(f) The reason for their decision is recorded by the charity trustees in the minute book.

(g) A majority of the charity trustees then in office are not in receipt of remuneration or payments authorised by clause 6.

(4) In sub-clauses (2) and (3) of this clause:

(a) "the CIO" includes any company in which the CIO:

(i) holds more than 50% of the shares; or

(ii) controls more than 50% of the voting rights attached to the shares; or

(iii) has the right to appoint one or more directors to the board of the company;

(b) "connected person" includes any person within the definition set out in clause [29] (Interpretation);

7. Conflicts of interest and conflicts of loyalty

A charity trustee must:

(1) declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the CIO or in any transaction or arrangement entered into by the CIO which has not previously been declared; and

(2) if requested by the Chair, or if the Chair is conflicted, by any other Trustee, absent himself or herself from any discussions of the charity trustees in which it is possible that a conflict of interest will arise between his or her duty to act solely in the interests of the CIO and any personal interest (including but not limited to any financial interests).

Any charity trustee absenting himself or herself from any discussions in accordance with this clause must not vote (but may be counted as part of the quorum) in any decision of the charity trustees on the matter.

8. Liability of members to contribute to the assets of the CIO if it is wound up

If the CIO is wound up, the members of the CIO have no liability to contribute to its assets and no personal responsibility for settling its debts and liabilities.

9. Charity trustees

(1) **Functions and duties of charity trustees**

The charity trustees shall manage the affairs of the CIO and may for that purpose exercise all the powers of the CIO. It is the duty of each charity trustee:

(a) to exercise his or her powers and to perform his or her functions in his or her capacity as a trustee of the CIO in the way he or she decides in good faith would be most likely to further the purposes of the CIO; and

(b) to exercise, in the performance of those functions, such care and skill as is reasonable in

the circumstances having regard in particular to:

(i) any special knowledge or experience that he or she has or holds himself or herself out as having; and,

(ii) if he or she acts as a charity trustee of the CIO in the course of a business or profession, to any special knowledge or experience that it is reasonable to expect of a person in that kind of business or profession.

(2) **Eligibility for trusteeship**

(a) Every charity trustee must be a natural person.

(b) No individual may be appointed as a charity trustee of the CIO If he or she is:

- under the age of 18 years; or
- would automatically cease to hold office under the provisions of clause [11(1)(e)].

(c) No one is entitled to act as a charity trustee whether on appointment or on any re-appointment until he or she has expressed acknowledgement, in whatever way the charity trustees decide, his or her acceptance of the office of charity trustee.

(d) Every charity trustee must at all times abide by the EBED Code of Conduct including any future amendments which may be made.

(3) **Number of charity trustees**

(a) There must be at least three charity trustees. If the number falls below this minimum, the remaining trustee or trustees may act only to call a meeting of the charity trustees or appoint a new charity trustee.

(b) The maximum number of charity trustees is 9. The charity trustees may not appoint any charity trustee if, as a result, the number of charity trustees would exceed the maximum.

(4) Trustees appointed by the members

(a) Apart from the first charity trustees, every appointed trustee must be appointed for a term of three years by a resolution passed at a properly convened meeting of the charity trustees.

(b) In selecting individuals for appointment as appointed charity trustees, the charity trustees must have regard to the skills, knowledge and experience needed for the effective administration of the CIO.

(c) There shall be a maximum of 4 trustees appointed in this manner

(5) **Nominated Trustees**

(a) The English Bridge Union Ltd ("the appointed body") may appoint 5 charity trustees.

(b) Any appointment must be made at a meeting held according to the ordinary practice of the appointed body.

(c) Each appointment must be for a term of three years.

(d) The appointment will be effective from the later of:

(i) the date of the vacancy; and

(ii) the date on which the charity trustees of their secretary or clerk are informed of the appointment.

(e) The person appointed need not be a member of the appointing body.

(f) A trustee appointed by the appointing body has the same duty under clause 9(1) as the other charity trustees to act in the way he or she decides in good faith would be most likely to further the purposes of the CIO

(g) The English Bridge Union Ltd, shall from the trustees it has nominated (see 9 (5)), appoint a Chairman and Treasurer of the Charity

(h) The trustees may appoint from their number a Vice-Chairman who will act for the Chair when she/he is not available and undertakes assignments at the request of the Chair.

(i) A person shall not be appointed under sub-clauses (1) or (2) of this clause if they have previously ceased to hold office in the manner specified by sub-clause (1)(g) of clause 11.

10. Information for new charity trustees

The charity trustees will make available to each new charity trustee, on or before his or her first appointment:

(a) a copy of the current version of this constitution; and

(b) a copy of the CIO's latest Trustees Annual Report and statement of accounts.

11. Retirement and removal of charity trustees

(1) A charity trustee ceases to hold office if he or she:

(a) retires by notifying the CIO in writing (but only if enough charity trustees will remain in office when the notice of resignation takes effect to form a quorum for meetings):

(b) is absent without the permission of the charity trustees from all their meetings held within a period of six months and the trustees resolve that he or her office be vacated;

(c) dies;

(d) becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs; or

(e) is disqualified from acting as a charity trustee by virtue of sections 178-180 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision).

(f) Is a trustee nominated by the EBU, as described in clause 9 (5) and the EBU informs the charity that the nomination has been rescinded.

(g) is the subject of a motion of no confidence passed by a resolution of the members passed at a General Meeting by at least two-thirds of those present and voting and at least half of those eligible to attend and vote provided the meeting has invited his or her views and considered the matter in the light of such views.

(2) Any person retiring as a charity trustee is eligible for reappointment.

(3) Unless requested to stay on by a majority of the Trustees, a charity trustee who has served for three consecutive terms may not be reappointed for a fourth consecutive term but may be reappointed after an interval of at least three years.

12. Taking of decisions by charity trustees

Any decision may be taken either:

- at a meeting of the charity trustees; or
- by resolution in writing or electronic form agreed by all the charity trustees, which may comprise either a single document or several documents containing the text of the resolution in like form to each of which one or more charity trustees has signified their agreement.

13. Delegation by charity trustees

(1) The charity trustees may delegate any of their powers or functions to a committee or committees, and, if they do, they shall determine the terms and conditions on which the delegation is made. The charity trustees may at any time alter those terms and conditions or revoke the delegation.

(2) This power is in addition to the power of delegation in the General Regulations and any other power of delegation available to the charity trustees, but is subject to the following requirements:

(a) a committee may consist of two or more persons, but at least one member of each

committee must be a charity trustee.

(b) the acts and proceedings of any committee must be brought to the attention of the full set of charity trustees as soon as is reasonably practicable; and

(c) the charity trustees shall from time to time review the arrangements which they made for the delegation of their powers.

14. Meetings of charity trustees

(1) **Calling meetings**

(a) Any charity trustee may call a meeting of the charity trustees.

(b) Subject to that, the charity trustees shall decide how their meetings are to be called, and what notice is required.

(2) **Chairing of meetings**

The Chairman of the charity shall chair the meetings of trustees. Should the Chairman be unavailable then the charity trustees present may appoint one of their number to chair the meeting.

(3) **Procedures at meetings**

(a) No decision shall be taken at a meeting unless a quorum is present at the time of the decision. The quorum is two charity trustees, or such larger number as the charity trustees may decide from time to time. A charity trustee may be counted in the quorum present when any decision is made about a matter upon which he or she is not entitled to vote.

(b) Questions arising at a meeting shall be decided by a majority of those eligible to vote.

(c) In the case of an equality of votes, the person who chairs the meeting shall have a second or casting vote.

(4) **Participation in meetings by electronic means**

(a) A meeting may be held by suitable electronic means agreed by the charity trustees in which each participant may communicate with all other participants.

(b) Any charity trustee participating at a meeting by suitable electronic means agreed by the charity trustees in which a participant or participants may communicate with all other participants shall qualify as being present at the meeting.

(c) Meetings held by electronic means must comply with rules for meetings, including chairing and the taking of minutes.

15. Membership of the CIO

(1) The members of the CIO shall be its charity trustees for the time being. The only persons eligible to be members of the CIO are its charity trustees. Membership of the CIO cannot be transferred to anyone else.

(2) Any member and charity trustee who ceases to be a charity trustee automatically ceases to be a member of the CIO.

16. Informal or associate (non-voting) membership

(1) The charity trustees may create associate or other classes of non-voting membership, and may determine the rights and obligations of any such members (including payment of membership fees), and the conditions for admission to, and termination of membership of any such class of members.

(2) Other references in this constitution to "members" and "membership" do not apply to non-voting members, and non-voting members do not qualify as members for any purpose under the Charities Acts, general Regulations or Dissolution Regulations.

17. Decisions which must be made by members of the CIO

(1) Any decision to:

(a) amend the constitution of the CIO

(b) amalgamate the CIO with, or transfer its undertaking to, one or more other CIOs, in accordance with the Charities Act 2011; or

(c) wind up or dissolve the CIO (including transferring its business to any other

charity) must be made by a resolution of the members of the CIO.

(2) Decisions of the members may be made either:

(a) by resolution at a general meeting, or

(b) by resolution in writing, in accordance with sub-clause (4) of this clause.

(3) Any decision specified in sub-clause (1) of this clause must be made in accordance with the provision of clause [27] (amendment of constitution), clause [28] (Voluntary winding up or dissolution), or the provisions of the Charities Act 2011, the General regulations or the Dissolution Regulations as applicable. Those provisions require the resolution to be agreed by a 75% majority of those members voting at a general meeting or agreed by all members in writing.

(4) Except where a resolution in writing must be agreed by all the members, such a resolution may be agreed by a simple majority of all the members who are entitled to vote on it. Such a resolution shall

be effective provided that:

(a) a copy of the proposed resolution has been sent to all the members eligible to vote; and

(b) the required majority of members has signified its agreement to the resolution in a document or documents which are received at the principal office within the period of 28 days beginning with the circulation date. The document signifying a member's agreement must be authenticated by their signature, by a statement of their identity accompanying the document, or in such other manner as the CIO has specified.

The resolution in writing may comprise several copies to which one or more members has signified their agreement. Eligibility to vote on the resolution is limited to members who are members of the CIO on the date when the proposal is first circulated.

18. General meetings of members

(1) **Calling of general meetings of members**

The charity trustees may designate any of their meetings as a general meeting of the members of the CIO. The purpose of such a meeting is to discharge any business which must by law be discharged by a resolution of the members of the CIO as specified in clause [17] above

(2) **Notice of general meetings of members**

(a) the minimum period of notice required to hold a general meeting of the members of the CIO is 21 days.

(b) Except where a specified period of notice is strictly required by another clause in this constitution, by the Charities Act 2011 or by the General Regulations, a general meeting may be called by shorter notice if it is so agreed by a majority of the members of the CIO.

(c) Proof that an envelope containing a notice was properly addressed, prepaid and posted; or that an electronic form of notice was properly addressed and sent, shall be conclusive evidence that the notice was given. Notice shall be deemed to be given 48 hours after it was posted or sent.

(3) **Procedure at general meetings of members**

The provisions in clause 14 (2)-(4) governing the chairing of meetings, procedure at meetings and participation in meetings by electronic means apply to any general meeting of the members, with all references to trustees to be taken as references to members.

19. Saving provisions

(1) Subject to sub-clause (2) of this clause, all decisions of the charity trustees, or of a committee of charity trustees, shall be valid notwithstanding the participation in any vote of a charity trustee:

- who was disqualified from holding office;

- who had previously retired or who had been obliged by the constitution to vacate office;
- who was not entitled to vote on the matter, whether by reason of a conflict of interest or otherwise;

if, without the vote of that charity trustee and that charity trustee being counted in the quorum, the decision has been made by majority of the charity trustees at a quorate meeting.

(2) Sub-clause (1) of this clause does not permit a charity trustee to keep any benefit that may be conferred upon him or her by a resolution of the charity trustees or of a committee of charity trustees if, but for sub-clause (1), the resolution would have been void, or if the charity trustee has not complied with clause 7 (Conflicts of interest).

20. Execution of documents

(1) The CIO shall execute documents either by signature or by affixing its seal (if it has one).

(2) A document is validly executed by signature if it is signed by at least two of the charity trustees.

(3) If the CIO has a seal:

(a) It must comply with the provisions of the General Regulations; and

(b) The seal must only be used by the authority of the charity trustees or of a committee of charity trustees duly authorised by the charity trustees. The charity trustees may determine who shall sign any document to which the seal is affixed and unless otherwise so determined it shall be signed by two charity trustees.

21. Use of electronic communication

(1) General

The CIO will comply with the requirements of the Communications Provisions in the General Regulations and in particular:

(a) the requirement to provide within 21 days to any member on request a hard copy of any document or information sent to the member otherwise than in hard copy form;

(b) any requirements to provide information to the Commission in a particular form or manner.

(2) To the CIO

Any member or charity trustees of the CIO may communicate electronically with the CIO to an address specified by the CIO for the purpose, so long as the communication is authenticated in a manner which is satisfactory to the CIO.

(3) By the CIO

(a) Any member or charity trustee of the CIO, by providing the CIO with his or her email address or similar, is taken to have agreed to receive communications from the CIO in electronic form at that address, unless the member has indicated to the CIO his or her unwillingness to receive such communication in that form.

(b) The charity trustees may, subject to compliance with any legal requirements, by means of publication on the website :

(i) provide the members with the notice referred to in clause 18 (2);

(ii) give notice of their meetings in accordance with clause 14(1); and

(iii) submit any proposal to the members or charity trustees for decision in accordance with the CIO's powers under clause 18.

(c) The Charity trustees must –

(i) take reasonable steps to ensure that members and charity trustees are promptly notified of the publication of any such notice or proposal, and

(ii) send any such notice or proposal in hard copy form to any member or charity trustee who has not consented to receive communications in electronic form.

22. Keeping of Registers

The CIO must comply with its obligations under the General Regulations in relation to the keeping of, and provision of access to, a (combined) register of its members and charity trustees.

23. Minutes

The charity trustees must keep minutes of all:

(1) appointments of officers made by the charity trustees;

(2) proceedings at general meetings of the CIO;

(3) meetings of the charity trustees and committees of charity trustees including:

- the names of the trustees present at the meeting;
- the decisions made at the meetings; and
- where appropriate the reasons for the decisions;

(4) decisions made by the charity trustees otherwise than in meetings.

24. Accounting records, accounts, annual reports and returns, register maintenance

(1) The charity trustees must comply with the requirements of the Charities Act 2011 with regard to the keeping of accounting records, to the preparation and scrutiny of statements of account, and to the preparation of annual reports and returns. The statements of account, reports and returns must be sent to the Charity Commission, regardless of the income of the CIO, within 10 months of the financial year end.

(2) The charity trustees must comply with their obligation to inform the Commission within 28 days of any change in the particulars of the CIO entered on the Central Register of Charities.

25. Rules

The charity trustees may from time to time make such reasonable and proper rules or byelaws as they may deem necessary or expedient for the proper conduct and management of the CIO, but such rules or bye laws must not be inconsistent with any provision of this constitution. Copies of any such rules or bye laws currently in force must be made available to any member of the CIO on request.

26. Disputes

If a dispute arises between members of the CIO about the validity or propriety of anything done by the members under this constitution, and the dispute cannot be resolved by agreement, the parties to the dispute must first try in good faith to settle the dispute by mediation before resorting to litigation.

27. Amendment of constitution

As provided by sections 224-227 of the Charities Act 2011:

(1) This constitution can only be amended:

(a) by resolution agreed in writing by all members of the CIO; or

(b) by a resolution passed by a 75% majority of those voting at a general meeting of the members of the CIO called in accordance with clause 18 (General meetings of members).

(2) Any alteration of clause 3 (Objects), or clause [28] (Voluntary winding up or dissolution), or of any provision where the alteration would provide authorisation for any benefit to be obtained by charity trustees or members of the CIO or persons connected with them, requires the prior written consent of the Charity Commission.

(3) No amendment that is inconsistent with the provisions of the Charities Act 2011 or the General Regulations shall be valid.

(4) A copy of every resolution amending the constitution, together with a copy of the CIO's constitution as amended must be sent to the Commission by the end of the period of 15 days beginning with the date of passing of the resolution, and the amendment does not take effect until it has been recorded

in the Register of Charities.

28. Voluntary winding up or dissolution

(1) As provided by the Dissolution Regulations, the CIO may be dissolved by resolution to its members. Any decision by the members to wind up or dissolve the CIO can only be made:

(a) At a general meeting of the members of the CIO called in accordance with clause 18 (General meetings of members), of which not less than 21 days' notice has been given to those eligible to attend and vote:

(i) By a resolution passed by a 75% majority of those voting, or

(ii) By a resolution passed by decision taken without a vote and without any expression of dissent in response to the question put to the general meeting; or

(b) By a resolution agreed to writing by all members of the CIO.

(2) Subject to the payment of all the CIO's debts:

(a) Any resolution for the winding up of the CIO, or for the dissolution without winding up, may contain a provision directing how any remaining assets of the CIO shall be applied.

(b) If the resolution does not contain such a provision, the charity trustees must decide how any remaining assets of the CIO shall be applied.

(c) In either case the remaining assets must be applied for charitable purposes similar to those of the CIO.

(3) The CIO must observe the requirements of the Dissolution Regulations in applying to the Commission for the CIO to be removed from the Register of Charities, and in particular:

(a) the charity trustees must send with their application to the Commission:

(i) a copy of the resolution passed by the members of the CIO;
(ii) a declaration by the charity trustees that any debts and other liabilities of the CIO have been settled or otherwise provided for in full; and
(iii) a statement by the charity trustees setting out the way in which any property of the CIO has been or is to be applied prior to its dissolution in accordance with this constitution;

(b) The charity trustees must ensure that a copy of the application is sent within seven days to every member and employee of the CIO, and to any charity trustee of the CIO who was not privy to the application.

(4) If the CIO is to be wound up or dissolved in any other circumstances, the provisions of the Dissolution Regulations must be followed.

29. Interpretation

In this constitution:

"**connected person**" means:

(a) A child, parent, grandchild, grandparent, brother or sister of the charity trustee;

(b) The spouse or civil partner of the charity trustee or of any person falling within sub-clause (a) above;

(c) A person carrying on business in partnership with the charity trustee or with any person falling within sub-clause (a) or (b) above;

(d) An institution which is controlled –

(i) By the charity trustee or any connected person falling within sub-clause (a), (b), or (c) above; or

(ii) By two or more persons falling within sub-clause (d)(i), when taken together

(e) A body corporate in which –

(i) The charity trustee or any connected person falling within sub-clauses (a) to (c) has a substantial interest; or

(ii) Two or more persons falling within sub-clause (e)(i) who, when taken together, have a substantial interest

Section 118 of the Charities Act 2011 applies for the purposes of interpreting the terms used in this constitution.

"**General Regulations**" means the Charitable Incorporated Organisations (General) Regulations 2012.

"**Dissolution Regulations**" means the Charitable Incorporated Organisations (Insolvency and Dissolution) Regulations 2012.

The "**Communications Provisions"** means the Communications Provisions in [Part 10, Chapter 4] of the General Regulations.

"**charity trustee**" means a charity trustee of the CIO.

"**EBU**" means the English Bridge Union Ltd. which is the National Body for duplicate bridge in England

"**poll**" means a counted vote or ballot, usually (but not necessarily) in writing.

Chair
On behalf of the Trustees – 6 July 2026