



## **CONSTITUTION AND GENERAL RULES**

### **The Harwellian Club Ltd**

Westfield Harwell Oxfordshire OX11 0LG

Club Constitution and General Rules 2017

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## **1. Name and Objects**

- i. The name of the Club shall be The Harwellian Club Ltd
- ii. The Club shall be based at Harwell Recreation Ground, Westfield, Harwell, OX11 0LG.
- iii. The objects of the Club shall be to carry out the business of a bona –fide members club providing the means for social activity, mutual helpfulness, mental and moral improvement, recreation, and other advantages of club membership.

## **2. Office**

The Registered Office shall be at Harwell Recreation Ground, Westfield, Harwell, OX11 0LG.

## **3. Seal of the Club**

The Club shall have its name engraved in legible characters upon a seal ('the Seal') The Seal shall be in the custody of the Club Secretary or such other Officer as the Committee appoint, and shall be used only under the authority of a resolution of the Club Executive Committee ('the Committee'). The date thereof shall be mentioned on the instrument to which the Seal is attached, and shall be attested by the signatures of two Officers and by the Secretary.

## **4. Use of the Club's Name**

The registered name of the Club shall be kept painted or affixed on the outside of the Club premises, in a conspicuous position in letters easily legible, and shall with the Club's address be legible in legible characters on all business letters, notices, advertisements, and other publications of the Club, including the website, in all bills of exchange, promissory notes, endorsements, cheques, and orders for money or goods purporting to be signed by or on behalf of the Club, and on all bills, invoices, receipts, and letters of credit of the club. The limited liability of the Club shall be evident from the title used in the above.

## **5. Membership**

All applications for membership shall be made to the Club Secretary

Types of membership

- i. Individual membership. This may be granted by the Executive Committee and is open to any member of the public. Application is on an annual basis by completion of an application form either online or paper copy to the Club Secretary. Individual membership shall be reviewed annually and may be withdrawn by the Executive Committee if deemed necessary.

- ii. Family membership. This is intended for parents and any children under the age of 18 and may be granted by the Executive Committee and is open to any member of the public. Application is on an annual basis by completion of an application form either online or paper copy to the Club Secretary. Individual membership shall be reviewed annually and may be withdrawn by the Executive Committee if deemed necessary.
- iii. Honorary membership. This may be granted by the Executive Committee and is intended for employees of the Club only. Such membership shall be reviewed annually and may be withdrawn by the Executive Committee if deemed necessary.
- iv. Honorary Life Membership. This may be granted by the Executive Committee in recognition of an individual's exceptional service to the Club.
- v. Associate membership. This is intended for the members of associated sports and social clubs. It is the responsibility of the associated club to provide the Club Secretary with the names and addresses of such members together with the appropriate membership fees.
- vi. Junior Membership. This may be granted by the Executive Committee and is open to any member of the public aged between 14 and 18 years old who wish to use the Club's facilities. Application is on an annual basis by completion of an application form either online or paper copy to the Club Secretary. Individual membership shall be reviewed annually and may be withdrawn by the Executive Committee if deemed necessary.

Applicants must sign an application form for one share and provide a deposit of one pound which will be returned in the event of non-acceptance as a member.

The application form must contain the present name and address of the applicant, signed by a proposer and a seconder both of whom must have completed six months membership of the Club. This form shall be posted in the Club for at least two clear days prior to the proposed members name being considered by the Executive Committee.

The Executive Committee has the sole authority to admit applicants to membership or to reject them. The decision of the Executive Committee shall be final. The reasons for the decision shall not be conveyed to the applicant.

Upon admission to membership a new member shall:

- purchase one share valued at one pound;
- be provided with a copy of the Club's registered rules;
- pay the current joining fee and subscription; and
- receive a membership card

## **6. Shares**

Upon completion of the membership, the member is to be issued with a numbered share certificate by the Club Secretary.

Shares shall not be withdrawable or transferable and shall be of the value of one pound. No member shall hold more than one share and no interest or dividend shall be paid on it. Members shall forfeit their share holdings, on ceasing to be a member for whatever reason.

A share held by members prior to the registration of these rules shall remain as one valid share irrespective of price paid.

## **7. Voting**

All members (other than those members under suspension or members denied use of the Club pending a disciplinary hearing) over the age of 18 shall be entitled to attend General Meetings of the club and shall be entitled to vote, subject to the following restrictions:

- i. Honorary and Associate members are not entitled to vote; and
- ii. Family members are only entitled to one vote.

Voting shall be decided by a simple majority of those present except as otherwise provided in these rules. In the event of a tied vote, the motion shall be deemed to be lost.

## **8. Subscriptions**

All members shall pay an initial joining fee, together with a subscription to be set annually by the Executive Committee, and ratified by the members at the Annual General Meeting (AGM).

- i. **Payments Due.** The subscription for the current financial year becomes due as soon as an applicant is admitted (see Rule 5) and subsequently on the first day of January.
- ii. **Arrears.** Any member who has not paid his subscription within four weeks after it has become due shall be considered to be "in arrears". The Club Secretary shall post in the registered office a list of the names of members in arrears within five days of their becoming in arrears and no member in arrears shall be permitted to use the Club or to take part in its affairs and any Executive Committee member shall resign immediately.
- iii. **Lapsed Membership.** Any member whose subscription is unpaid within four weeks of becoming in arrears shall cease to be a member. The secretary shall post in the registered office a list of the names of persons who, for this reason, have ceased to be members.

## **9. Suspension and Expulsion**

Any member may be suspended for a specified period or expelled from the Club by the Executive Committee if two thirds of the members of the Executive Committee, present and voting at a meeting, are of the opinion that he/she has been guilty of

offensive behaviour or of breaking the rules. He/she shall be allowed to give a personal explanation to the Executive Committee before any final decision is reached. The decision of the Executive Committee shall be final. A person expelled from the club shall not be readmitted to the club without the agreement of the Executive Committee.

## **10. Register of Members**

### **10.1 Register**

The Club shall keep at its registered office a register in which the Secretary shall enter the following particulars.

- i. The names and addresses of all members
- ii. The number of the share certificate held by each member.
- iii. A statement of property in the club (whether in loans or otherwise held by members)
- iv. The date at which each person was entered into the register as a member, and the date at which any person ceased to be a member.
- v. The names and addresses of the Officers and Executive Committee with the offices held by them respectively and the dates on which they assumed office and resigned from or ceased to be a member of the Executive Committee.

### **10.2 Duplicate Register**

The Club shall also keep at its registered office a duplicate register of members in which the secretary shall enter all the particulars as in the original register of members.

### **10.3 Address Change**

Any member changing his address must notify the secretary of the change within 28 days thereafter.

### **10.4 Data Protection Act**

The information in the register is retained strictly for the purpose of running a member's club.

## **11. Guests**

Any member may be accompanied by their spouse or nominated partner and children under the age of eighteen years as guests when the Club is open, subject to any restriction under the Club bye-laws.

In addition to their family, a member may introduce up to two further guests each at any time. Guests who are eligible for membership may only be introduced once in any one calendar month.

All guests and the member introducing them shall sign their name in a book kept for that purpose.

Members shall be responsible for the good behaviour of guests introduced by them and must be present throughout the period their guests are in the Club.

Persons attending the following functions organised by the Executive Committee or organised by a member and approved by the Executive Committee may be admitted to the Club and may be provided with intoxicants in accordance with the Club Premises Certificate under the Licensing Act 2003 or its regulations (or subsequent legislation), provided that such supplies shall be limited by any conditions imposed on the Club's Premises Certificate by the local licensing authority or Magistrates Court in which the Club's premises is situated.

- i. Sporting Teams, their officials and supporters engaged in sporting fixtures in which a representative team from the Club is participating.
- ii. Occasions of a member's personal or family nature not organised for profit and which are customary celebrations, e.g. weddings, retirements, anniversaries, etc

## **12. Exclusions**

The following may not be admitted as guests:

- i. Former members who have ceased to be members.
- ii. Persons whose application for membership has been refused.
- iii. Members who are suspended.
- iv. Members who been ordered to withdraw and who have not subsequently met the Committee.
- v. Members who have been suspended or expelled.

## **13. Hours of Opening and Closing**

The Club shall be opened and closed at such hours as may from time to time fixed by the Committee within the schedule approved under the Club Premises Certificate issued by the Local Authority and notified to members by notice as posted in the Club.

## **14. General Meetings**

Annual General Meetings of the Club shall be convened by the Secretary at the instance of the Executive Committee each year in January to receive and pass the Accounts and Annual Report for the year ending the previous 30 September, to elect members of the Executive Committee pursuant to Rule 18 and to transact any other business.

At least fourteen days' notice of Annual General Meetings shall be given on the Club notice board stating the business to be transacted with a copy of the accounts for the



previous year. No business other than that specified in the notice convening Annual General Meetings shall be considered.

The Chair shall preside at Annual General Meetings. If he /she is not present within five minutes of the scheduled time for the Annual General Meeting the Vice Chair, if present, shall preside. If neither is present, the Annual General Meeting shall elect an elected Member of the Executive Committee to preside.

At Annual General Meetings 10 members shall be a quorum.

Resolutions of Annual General Meetings shall be passed by a majority of the votes cast. If votes are equal the Chair of the Annual General Meeting shall have a second or casting vote.

## **15. Special General Meetings**

Special General Meetings of the Club can be convened within 21 days by the Secretary:

- i. at the instance of the Executive Committee; or
- ii. when requested in writing by at least 25 members stating fully the objects of the Special General Meeting; or
- iii. on receipt of a proposal to alter the rules (Rule 34) supported by 25 members.

At least fourteen days' notice of Special General Meetings shall be given on the Club notice board stating the business to be transacted. No business other than that specified in the notice convening the Special General Meeting shall be considered.

The Chair, if present, shall preside at Special General Meetings. If he/she is not present within five minutes of the scheduled time for the Special General Meeting the Vice Chair, if present, shall preside. If neither is present the Special General Meeting shall elect an elected member of the Executive Committee to preside.

Resolutions of Special General Meetings shall be passed by a majority of votes cast. If votes are equal the Chair of the Special Meeting shall have a second or casting vote.

Resolutions passed at a Special General Meeting or Annual General Meeting may be referred to all Ordinary members in the form of a ballot paper prior to implementation, if considered necessary and only at the discretion of the Executive Committee.

## **16. Presiding Officer**

The President or the Chairman, or the Vice Chairman, or in the absence of all these Officers, a member elected by the meeting shall preside at all General Meetings.

## **17. Vacancies**

In the event of a vacancy arising from the elected officers, the Executive Committee shall have power to appoint an eligible member to fill the vacancy until the next ballot, the period not to extend beyond the next annual ballot.

## **18. Election of Committee**

The term of office of the elected members of the Executive Committee shall be two years. At each Annual General Meeting, one half of the elected members of the Executive Committee shall retire but shall be eligible for re-election. Those to retire shall be those longest in office since their last election, but as between persons who were elected on the same day those to retire (unless they otherwise agreed amongst themselves) shall be determined by lot at the Annual General Meeting.

Elections of members of the Executive Committee shall be conducted as follows:

- i. Nominations in writing for election shall be sent to the Secretary at least seven days before the Annual General Meeting, election of committee members can also be undertaken at the monthly executive committee meetings.
- ii. Nomination papers shall include the names of the Member nominated and his proposer and seconder and a statement of the nominee that he is willing to serve.

The Executive Committee may continue to act notwithstanding any vacancy. Vacancies shall be filled by an appointment of the Executive Committee. Appointed members wishing to continue in office shall stand for election at the Annual General Meeting following their appointment.

## **19. Executive Committee and Club Management**

The Club shall be under the control, management and direction of the Executive Committee.

The Executive Committee shall comprise of at least 9 club members, including the officers as elected at the previous AGM, viz:

- i. Chair
- ii. Vice Chair
- iii. Secretary
- iv. Treasurer
- v. 5 committee members

The Chairperson, if present, shall preside at meetings of the Executive Committee. If he/she is not present within five minutes of the scheduled time for the meeting, the Vice Chairperson, if present, shall preside. If neither are present, the Executive Committee shall appoint one of its members to act as Chairperson.

A sub-committee to manage the bar shall report on a monthly basis to the Executive Committee and shall have the authority to appoint a salaried Bar Manager and paid members of staff to run the bar and ensure the smooth running of the Club. The Bar Committee shall recommend opening hours for the Club to the Executive Committee.

The Executive Committee can establish other sub-committees as deemed necessary for the efficient conduct of the club's affairs.

## **20. Duties of Officers**

### **20.1 The President**

The President shall act as the Club's Ambassador. He will not normally participate in the day-to-day management of the Club.

### **20.2 The Chair**

The Chairperson shall, where possible, preside at all GM's, Committee meetings, and have overall responsibility for the conduct of Club affairs as directed by the Committee.

### **20.3 The Vice Chair**

The Vice Chairperson shall deputise for the Chairperson as necessary.

### **20.4 The Treasurer**

The Treasurer shall be responsible for the paying into the bank all monies received by the Club from all sources, without any deduction for any purpose whatever, to the credit of an account opened in the name of the Club at such Bank and in such a manner as the Executive Committee may direct, and further, shall keep such accounts and pay such debts of the Club as the Executive Committee shall direct, and must render to the Committee or the GM an account of any monies received and expended by the Treasurer. He/she will attend all GM's and Committee meetings as directed by the Executive Committee.

An appointed Treasurer shall have no voting rights in Ccommittee meetings.

### **21.5 The Club Secretary**

The Club Secretary shall keep upon the Club premises the registers of membership, and a subscription book (or books) in which shall be recorded the payment of membership subscriptions. Carry out the directions of the Committee and, subject to such directions, shall receive monies on account of the Club, and pay the same to the Treasurer, and keep such accounts as the Executive Committee may direct. Attend all GM's, and Committee meetings as directed by the Executive Committee, take minutes of the proceedings, ensure the preparation of accounts and annual returns, and submit the same to the auditor.

An appointed Club Secretary shall have no voting rights in the Committee.

## **21. Duties of Executive Committee**

The duties of the Executive Committee shall be to govern the social and sporting activities of the Club. The Executive Committee shall act according to the rules of the Club and shall be generally responsible to its members for framing, determining and carrying out the policy of the Club so as to provide the best possible facilities for a

service to all members in relation to the resources available. The Executive Committee shall usually meet every month and shall minute its proceedings.

In particular the Committee shall:

- i. Report annually to members at the Annual General Meeting.
- ii. Determine the aims of the Club.
- iii. Make regulations as necessary to ensure the satisfactory conduct of the Club in the best interests of its members. All regulations shall be displayed on the Club notice board within seven days of the relevant resolution of the Executive Committee and shall be ratified at the next Annual General Meeting, at which time they will form part of the Club's constitution.
- iv. The Committee have exclusive powers to appoint, dismiss, enter into a contract of employment with, and fix the remuneration of the Club Secretary and Treasurer, Steward and any other employee. The Steward and other employees may be Honorary members of the Club during their period of employment with the Club. The Club Secretary and Treasurer may be individual members of the Club.
- v. Adjudicate upon any dispute or difference between members which may affect the conduct or welfare of the club or about the interpretation of the rules or regulations. The decision of the Executive Committee shall be final and binding.
- vi. Act as a public relations/liaison body in receiving and dealing with complaints, compliments, suggestions etc.
- vii. Act as the sole body in granting, terminating or suspending membership.
- viii. Decide on membership subscriptions and be responsible for obtaining the approval of members as appropriate.
- ix. Receive and approve monthly reports from the Chair, Treasurer, Events Team and Bar Management committee.
- x. Approve or initiate all capital expenditure over £2000 at a meeting.
- xi. Determine the pricing policy of the Club.
- xii. Appoint sub-committees as required from its elected members.

## **22. Conduct of Committee Meetings**

- i. Frequency. The Executive Committee shall meet at least once per month for general business. The Chairman, or in his absence, the Vice Chairman or in his absence a Chairman elected by the members present shall take the chair at meetings of the Committee.
- ii. Voting. The quorum of the Executive Committee shall consist of at least 50% of the total membership of the Committee. Each member of the Executive Committee shall have one vote only. Except where otherwise provided in these rules, motions shall be decided by a simple majority of those present and voting. In the event of a tied vote, motions shall be deemed to be lost.

- iii. Rescinding a resolution. No resolution of the Committee shall be rescinded unless notice to rescind has been given at the previous meeting and all members of the Executive Committee informed accordingly.
- iv. Minutes of all meetings of the Executive Committee shall be taken by the Club Secretary (or in his/her absence a person appointed by the Executive Committee) The Club Secretary shall cause the minutes of the meetings to be retained for at least ten years.

## **23. Honoraria**

Honoraria may be paid to Officers or other members of the Executive Committee if specifically and individually authorised by the members at a General Meeting.

## **24. Employees of the Club**

The Steward and other employees cannot be individual members of the Club but may be appointed as Honorary members of the Club during their period of employment with the Club. As such they will have no voting rights. The Club Secretary and Treasurer may be individual members of the Club.

## **25. Removal from Office**

The Executive Committee or any member or members thereof, including the elected Officers, may be removed by the votes of two thirds of the members present and voting at a SGM called for that purpose. In the event of the removal or the resignation of the whole or the majority of the Executive Committee, the Club Secretary shall obtain nominations and appoint scrutineers and arrange for holding a ballot and the result shall be declared to a SGM to be called by the Club Secretary.

The time and notices required for special general meetings shall not apply in this case, but three days will be allowed for nominations, the ballot shall be held on the succeeding three days, and the SGM held within three days of the close of the ballot.

## **26. Misconduct of Members**

No gaming (other than those permitted by law), drunkenness, prohibited drugs, bad language or other misconduct shall be permitted on the Club's premises, including the grounds and appurtenance thereof of any premises belonging to the Club. Any Officer or member of the Executive Committee, or any member duly authorised by the Executive Committee shall have power to order the immediate withdrawal from the Club's premises (including the aforesaid grounds, appurtenances and premises) of any member contravening the provisions of this rule, and the member may be dealt with by the Executive Committee. Such a member shall have no right of re-entry to the Club premises, until requested to attend a meeting of the Executive Committee, except that the member may attend appropriate Club business meetings. (Such members shall be eligible for nomination, should the AGM fall within the period he is being denied access to the Club). If the next ordinary meeting of the Executive

Committee be within less than three days, the member may claim to appear before them at that meeting, and to have his case dealt with, waiving the length of notice required if applicable.

## **27. Disciplinary Powers of the Executive Committee**

The Executive Committee shall have power to reprimand, suspend (for not less than three months nor more than twelve months) or expel any member who shall infringe any rule, or whose conduct, whether within or without the Club premises shall, in their opinion, bring the name of the Club, into discredit and render the member unfit for membership of the Club.

No member shall be reprimanded, suspended or expelled without being given an opportunity to be heard by the Executive Committee and to advance a defence.

A majority of two-thirds of the Executive Committee then present and voting shall be required to determine whether:

- i. the member is guilty or not guilty of the charge of misconduct; or
- ii. to reprimand, suspend or expel the member from the Club.

Every member required to appear before the Executive Committee under this rule shall receive at least seven clear days written notice from the Club Secretary and the appearance shall normally be within twenty eight days of the alleged offence. (Notice shall be sent by first class post which shall be deemed to have been received two days following the dispatch of the notice, for the purpose of giving notice to the member.

The decision of the Executive Committee shall be notified by the Club Secretary in writing to the member with seven days of the Committee meeting.

A suspended member shall remain liable to pay his subscriptions, but shall not be permitted to use any of the facilities of the Club, or take any part in the affairs of the Club. The Club Secretary shall invalidate the Club Membership card and provide a replacement at the end of the specified period of suspension. Following a period of suspension, if the member's subscription is valid, then the member shall return to full privileges of being a financial member.

## **28. Disputes**

Disputes being the subject of disciplinary proceedings shall not be covered under this rule.

### **Between a member and an officer of the Club**

All disputes between a member and an officer of the Club shall, unless the Executive Committee elect to refer the matter directly to an SGM is settled by the Executive Committee. The decision of the Executive Committee shall be final.

### **Between a member and the Club**

All disputes between a member or person aggrieved who has ceased to be a member or any person claiming through such member or aggrieved person under the rules and the Club shall be referred to arbitration by the arbitrators appointed at the Club AGM. The decision of the arbitrators shall be final. Applications for arbitration must be supported by a deposit of five times the annual Club membership fee. The administration costs of arbitration shall be determined by the arbitrators.

## **29. Inspection of records**

A member may, at the discretion of the Executive Committee, on giving seven clear days prior notice of his reason in writing to the Club Secretary, inspect the minutes of any meeting of the Executive Committee.

Minutes of General Meetings will be available for inspection by a member by giving not less than seven days written notice to the Club Secretary. The minutes may not be considered a true record of proceeding until accepted at a subsequent General Meeting (e.g. the minutes of an AGM become a formal record on acceptance at the next AGM).

## **30. Surplus**

An AGM may resolve to apply the whole or any part of the surplus in any of the following ways:

- For providing for the redemption of any loan capital
- In promoting mutual activities and united actions between members, or for any other lawful purpose.

## **31. Application of Funds**

Except as interest on loans, no profits or funds of the Club shall be distributed among the members other than in pursuance of the provisions of Rule 30. (This would include, showing a trading deficit in the accounts, for more than two consecutive years).

## **32. Investments**

The Committee may invest the funds of the Club in or upon any security, being a security in which trustees are for the time being authorised by law to invest.

## **33. Loans and Loan Stock**

### **33.1 Loans**

The Committee may obtain advances of money for the purposes of the Club from members or others on bonds, or agreements, or promissory notes, or from members only on certificates in respect of indebtedness of loan stock as provided hereafter. The total amount so obtained shall not exceed £200,000. The Committee may take any such loan on such terms as the rate and manner of repayment as it thinks fit; but

terms as to the rate of interest agreed to be given on any such advance shall not exceed 5% per annum or 2% per annum above the Bank of England base lending rate, whichever is the higher (except monies borrowed by way of a bank loan or overdraft, or by way of a mortgage of the Clubs premises). Any bond of the Club may be made to a specific charge upon any property of the Club specified therein or in any schedule thereto, but a separate register shall be kept of all such bonds. All such bonds and other documents shall be made in such form, and shall be signed on account of the Club by such persons as the Committee may from time to time direct.

The Club shall not receive monies on deposit.

### **33.2 Loan Stock**

Any amount of loan stock for sums of £5, or multiples thereof, being within the total limit mentioned in the proceeding rule, may be issued by the Committee to members only subject to the conditions following.

- 33.2.1 It shall not confer a right to demand payment of the principal from the Club, unless the interest is not paid within one month of a demand made in writing.
- 33.2.2 It shall be evidenced by certificates of indebtedness under the hands of two members of the Committee and the Club Secretary, stating the amount of loan stock standing to the credit of the respective holders.
- 33.2.3 It shall bear interest at a rate not exceeding the rate described in Rule 33.1.
- 33.2.4 The Club Secretary shall keep a register of the holders of loan stock for the time being containing such particulars as the Committee may from time to time direct.

### **33.3 Transfer of Loan Stock**

A certificate of loan stock may be transferred by a form containing such particulars as the Committee may direct. A fee of £1 shall be paid by the transferor upon each transfer. A register of all transfers, containing such particulars as the Committee may direct, shall be kept, but no transfer shall be registered unless it is properly stamped, or if made by a member indebted to the Club, without special order of the Committee. Until the transfer of loan stock is registered so right shall be acquired against the Club by the transferee, nor shall any claim of the Club upon the transferor be affected.

### **33.4 Repayment of Loan Stock**

Subject to the payment of, or a sufficient provision for, all subsisting claims on the Club, the Committee may from time to time apply any monies which they cannot profitably invest, to pay off the loan stock holders in the order in which they are entered in the register, or in exceptional circumstances in such order as the Committee may decide. If a loan stock holder, who has received notice that the Committee is prepared to pay him off, leaves the sum to be thus repaid in the hands of the Club, he shall not be entitled to any interest thereon after the expiration of the time named in the notice of repayment.



### **34. Audit of Accounts**

The members shall vote annually, as allowed by section 84 of the Co-operative and Community Benefit Societies Act 2014, at the Annual general meeting, to have, when necessary in law or where the membership requires:

- an audit carried out by a qualified auditor;
- an audit carried out by two or more lay auditors;
- a report by a qualified auditor; or
- unaudited accounts, where the conditions for such exist.

If a full audit or a report is required, a person who is a qualified auditor under section 91 of the Co-operative and Community Benefit Societies Act 2014 shall be appointed, The qualified or lay auditors, if so appointed, shall not be officers or servants of the Club and nor shall they be partners of, or in the employment of, or employ, an officer or servant of the Club. Lay auditors shall be chosen by the Executive Committee from the general membership or others.

If the membership vote for unaudited accounts, The Club's income and expenditure shall be scrutinised by the Club Secretary and Committee members only and signed, as a true record, by the Club Secretary and two Committee members or any other number as may be required by legislation. An income and expenditures report will be prepared to present to the Club's members at each Annual General Meeting.

### **35. Nominations and Proceedings on Death or Bankruptcy**

Upon a claim being made by the personal representative of a deceased member or the trustee in bankruptcy of a bankrupt member to any property in the Club belonging to the deceased or bankrupt member, the committee shall transfer or pay such property to which the personal representative or trustee in bankruptcy who has become entitled as the personal representative or trustee in bankruptcy as he or she may direct.

A member may in accordance with the law nominate any person or persons to whom (subject to the provisions of the law as to amount and the persons to whom a valid nomination may be made) any of his property in the Club at the time of his death shall be transferred. On receiving satisfactory proof of death of a member who has made a nomination, the Committee shall, if and to the extent that the nomination is valid under the law, either transfer or pay in accordance with the law the full value of the property comprised in the nomination to the person entitled there under.

### **36. Statutory Applications to the Registrar**

The requisite number of members may, in accordance with the provisions of the Act apply to the FCA:

- i. for the appointment of an accountant or actuary to inspect the books of the Club and report thereon;

- ii. for the appointment of an inspector to examine into the affairs of the Club and report thereon;
- iii. for the calling of a SGM of the Club

### **37. Dissolution of the Club**

The Club may at any time be dissolved by the consent of three-fourths of the voting members, testified by their signatures to an Instrument of Dissolution in the form provided by the Act or under any regulations in that behalf or by winding up in a manner provided for by the Act. The proceeds of a sale of a property and accumulated assets to be conveyed to a like society with objects as determined in Rule 1 and may not be distributed to members.

### **38. Rules**

A copy of the rules and any regulations and by-laws shall be available at the office of the Secretary and a copy displayed in the Club.

No amendment of these rules is valid until registered by the Financial Conduct Authority (FCA). Notice of any proposed amendment must be posted prominently in the Club for at least 14 days prior to the meeting to which the amendment is to be submitted and any amendment shall require the assent of at least two-thirds of the members present and voting at such a meeting.

The Committee shall have the power to make such bye-laws as it may consider necessary for the good order and management of the Club, provided that no such bye-law conflicts with the registered rules. A copy of all such bye-laws shall be posted on the Club notice board. Club bye-laws are to be reviewed annually by the incoming Committee.

### **39. Intoxicating Liquor**

The supply of intoxicating liquor in the Club will be permitted beginning and ending with the licensing hours of the Club

Intoxicating liquor shall not be supplied to members or any other persons on the Club Premises other than by or on behalf of the Club.

The Executive Committee shall be responsible for the purchase of, and the supply to the Club of intoxicating liquor and shall secure due observance of all statutory or other provisions relating to the sale or supply of intoxicating liquor, the Club Registration Certificate granted in respect of the Club Premises and any other Certificate, Orders or Licences granted in respect of the Club.

No person shall be paid by the Club any commission, percentage or similar payment on or with reference to the purchase of intoxicating liquor by the Club nor shall any person directly or indirectly derive any pecuniary benefit from the supply of

intoxicating liquor by or on behalf of the Club to members or guests apart from any benefit accruing to the Club as a whole.

#### **40. Indemnity Clauses**

The Officers, Executive Committee and employees of the Club shall be entitled to be indemnified out of the assets of the Club against all expenses, costs claims and liabilities arising out of or in the course of the Officer's or employees duties or acts as officers or employees which the officers or employees or their predecessors may incur, except such (if any) as they may incur through their own wilful neglect or default.

#### **41. Interpretation**

In these rules:-

Words importing the singular or plural shall include the plural and singular respectively.

Words importing the masculine gender shall include the feminine

"The Act" shall mean the "Co-operative and Community Benefit Societies Act 2014" or any Act or Acts amending or in substitution for the same and for the time being in force.

"Records" shall mean books, documents or computer data.

"Local Newspaper" shall mean a newspaper circulating in or about the locality in which the Club's registered office is situated.

Reference to statutes and regulations shall include subsequent editions

Any reference to the Registrar or the FCA includes reference to the statutory successor of the relevant functions of any of them.