

ROTHERHAM MOORGATE LAWN TENNIS CLUB

RULES

(UNINCORPORATED PRIVATE MEMBERS' CLUB)

**Adopted by Special Resolution at Annual General Meeting on 23.2.04 and amended at an
Extraordinary General Meeting on 28.3.11 ***

1. Name

The Club, established in 1897, is called Rotherham Moorgate Lawn Tennis Club ("the Club").

2. Definitions

- 2.1 "the Chairman" means the person elected from time to time to be the chairman of the Club in accordance with Rule 9;
- "the CLTA" means Yorkshire County Lawn Tennis Association;
- "Disciplinary Code" means the disciplinary code of the LTA in force from time to time;
- "the Honorary Secretary" means the person elected from time to time to be the honorary secretary of the Club in accordance with Rule 9;
- "the Honorary Treasurer" means the person elected from time to time to be the honorary treasurer of the Club in accordance with Rule 9;
- "the LTA" means LTA CLG and its subsidiaries or such successor entity or entities as become(s) the governing body of the game of lawn tennis from time to time;;
- "the General Committee" means the committee appointed under Rule 9 to manage the Club;
- "the Members" means the members of the Club admitted from time to time to membership of the Club in accordance with Rule 5;
- "the Honorary President" means the person nominated annually by the General Committee and agreeing to be the honorary president of the Club
- "Rules" means the rules of the LTA as in force from time to time;
- "the Trustees" means the persons appointed from time to time to be the trustees of the Club in accordance with Rule 10.6.
- "the Vice Presidents" means those persons invited from time to time by the General Committee to be honorary life members of the Club
- 2.2 Words denoting the singular number include the plural number and vice versa; words denoting the masculine gender include the feminine gender.

3. Objects

3.1 The objects of the Club are:

- (a) to provide tennis, social and other activities for its Members and generally to encourage and facilitate the playing of tennis;
- (b) to provide and maintain Club premises at Moorgate Avenue, Rotherham, South Yorkshire;
- (c) to promote, improve, develop and support the interests of tennis;
- (d) to affiliate to the CLTA (and by doing so affiliate to the LTA) and to comply with and uphold the Rules and Regulations of the CLTA and the LTA as amended from time to time and the rules and regulations of any body to which the LTA is affiliated;
- (e) to acquire, establish, own, operate and turn to account in any way the tennis court facilities of the Club together with buildings and easements, fixtures and fittings and accessories as shall be thought advisable;
- (f) to make rules, regulations, bye-laws and standing orders concerning the operation of the Club including without limitation regulations concerning disciplinary procedures that may be taken against the Members;
- (g) to discipline the Members where permitted by its Rules/Regulations and to refer its Members to be disciplined by the LTA or the CLTA (as appropriate) where so required by the Rules and Regulations of the LTA or the CLTA (as the case may be);
- (h) to do all such other things as the General Committee thinks fit to further the interests of the Club or to be incidental or conducive to the attainment of all or any of the objects stated in this Rule 3.

4. Application of Surplus Funds

The Club is a non-profit-making organisation. All surpluses will be used to maintain or improve the Club's facilities and in furtherance of the Club's objects. No surplus will be distributed other than to another non-profit-making body or to the Members on winding-up or dissolution of the Club.

5. Membership

5.1 Eligibility for membership

5.1.1 Persons of either sex are eligible for full membership of the Club provided they are at least 18 years old. No person shall be denied membership of the Club on the grounds of race, ethnic origin, creed, colour, sex, occupation, religion or political persuasion.

5.1.2 Persons below the age of 18 may be elected as Junior Members without the right to hold office or vote at general meetings.

5.2 Admission of Members

Any person who wishes to become a Member must submit an application in such form as the General Committee shall decide. Every candidate for membership shall be considered by the Membership Secretary acting on behalf of the General Committee which shall, in its absolute discretion, decide whether to admit that candidate as a Member. The General Committee may from time to time and at its absolute discretion, impose a limit on total membership numbers.

5.3 Classes of Members

There shall be the following classes of members for the Club:

Full Senior Member (including Over 60 yrs Members, Student Members (18-21 yrs in full time education), Life Members, Trustees and Vice Presidents)

Other Membership Classes:

- Social Member
- Family Member
- Junior Member (under 18 yrs)
- Mini Member (under 12 yrs)

or such Other Membership Classes as the General Committee may determine appropriate from time to time subject to approval by the members at a general meeting.

Only Full Senior Members shall be entitled to receive notice of, attend and vote at general meetings. The other Members shall be entitled to receive notice of, attend and speak at general meetings but shall not be entitled to vote at general meetings or to be members of the General Committee.

5.4 Subscriptions

5.4.1 The entrance fee, if any, and annual subscription for each type of Member shall be determined from time to time by the General Committee.

5.4.2 The Members shall pay the entrance fee (if any) and the annual subscription fees set by the General Committee.

5.4.3 No candidate who has been accepted as a Member shall be entitled to the privileges of membership until he has paid the entrance fee (if any) and his first annual subscription.

5.4.4 Any Member whose entrance fee or subscription is not paid by such date as the General Committee shall decide each year shall cease to be a member of the Club.

5.5 Conditions of Membership

5.5.1 Each member agrees as a condition of membership

- (a) to be bound by and subject to these rules (as in force from time to time)
- (b) to be bound by and subject to the Rules and the Disciplinary Code.

5.5.2 Rule 2(1) confers a benefit on the LTA and, subject to the remaining provisions of this rule, is intended to be enforceable by the LTA by virtue of the Contracts (Rights of Third Parties) Act 1999. For the avoidance of doubt the members do not intend that any term of these rules, apart from rule 2(1) should be enforceable, by virtue of the Contracts (Rights of Third Parties) Act by any person who is not a party to this agreement.

5.5.3 The General Committee may terminate the membership of any person or impose any other sanction they determine to be appropriate in connection with the breach of any condition of membership set out in this rule.

6. Resignation

A Member may withdraw from membership of the Club on 7 days' written notice to the Club, addressed to the Honorary Secretary. Membership shall not be transferable in any event and shall cease immediately on death or dissolution or on the failure of the Member to comply or to continue to comply with any condition of membership set out in these Rules.

7. Expulsion

- 7.1 The General Committee shall have power to expel a Member when, in its opinion, it would not be in the interests of the Club for him to remain a Member.
- 7.2 A Member shall not be expelled unless he is given 14 days' written notice of the meeting of the General Committee at which his expulsion shall be considered and written details of the complaint made against him.
- 7.3 The Member shall be given an opportunity to make written representations and/or to appear before the General Committee and at any such meeting to answer complaints made against him and to cross-examine any witnesses and must not be expelled unless at least two-thirds of the General Committee then present vote in favour of his expulsion.
- 7.4 The General Committee may exclude the Member from the Club's premises until the meeting considering his expulsion has been held. For the avoidance of doubt, the member shall be entitled to attend that meeting for the purpose of making his representations.

8. Effect of Resignation or Expulsion

Any person ceasing to be a Member forfeits all right to and claim upon the Club, its property and its funds and he has no right to the return of any part of his subscription.

The General Committee may refund an appropriate part of a resigning Member's subscription if it considers it appropriate taking account of all the circumstances.

9. The General Committee

- 9.1 The Club shall be managed by a General Committee consisting of:
- (a) the Chairman;
 - (b) the Honorary Secretary;
 - (c) the Honorary Treasurer;
 - (d) the Mens Captain
 - (e) the Ladies Captain
 - (f) the Membership Secretary
 - (g) the Junior Organiser
 - (h) the Social Secretary
 - (i) no more than four other Members elected annually at the annual general meeting
- 9.2 The Honorary Secretary shall send to the Members each year a nomination form for the election of members of the General Committee in the place of those retiring. Those persons proposed to be nominated as members of the General Committee to fill any vacancies that have arisen must be nominated by any two Full Members on the form prescribed by the General Committee and must be submitted to the Honorary Secretary by such date as the General Committee shall prescribe each year and must be signed by the Members making the nomination. No Member may nominate more than one candidate for any one vacancy.
- 9.3 If there is only one candidate nominated to fill any particular vacancy, that candidate shall be declared elected unopposed for that particular vacancy at the next annual general meeting. If there is more than one candidate for any particular vacancy there shall be an election at the annual general meeting for that position. In the event of a tie, the candidate to be elected shall (unless the candidates otherwise agree) be determined by lot.
- 9.4 The General Committee shall be elected at the annual general meeting in each year, and subject to termination of office by resignation, removal or otherwise, the members remain in office until they or their successors are re-elected or elected (as the case may be) at the annual general meeting following their re-election or election (as the case may be).
- 9.5 In addition to the members elected or appointed in accordance with this Rule 9, the General Committee may co-opt up to two further Full Members who shall serve until the next annual general meeting. Co-opted members shall be entitled to vote at the meetings of the General Committee.

- 9.6 The General Committee may appoint any Full Member to fill any casual vacancy on the General Committee until the next annual general meeting when that person shall retire but shall be eligible for re-election.
- 9.7 Retiring members of the General Committee may be re-elected.
- 9.8 A member of the General Committee may be required to vacate office if:
- (a) he becomes bankrupt or makes any arrangement or composition with his creditors generally; or
 - (b) he is, or may be, suffering from mental disorder; or
 - (c) he resigns his office by notice to the Club; or
 - (d) he shall without sufficient reason for more than three consecutive meetings of the General Committee have been absent without permission of the General Committee and the General Committee resolves that his office be vacated; or
 - (e) he is suspended from holding office or from taking part in any activity relating to the administration or General of the Club by a decision of the CLTA or the LTA; or
 - (f) he is requested to resign by not less than two-thirds of the other General Committee members acting together.

10. Proceedings of the General Committee

- 10.1 General Committee meetings shall be held as often as the General Committee thinks fit provided that there shall not be less than four meetings each year. The quorum for such meetings shall be four. The Chairman and the Honorary Secretary shall have discretion to call emergency meetings of the General Committee if they consider it to be in the interests of the Club. The Honorary Secretary shall give all the members of the General Committee not less than seven days' notice of a meeting.
- 10.2 The Chairman shall be the chairman of the General Committee. Unless he is unwilling to do so, the Chairman shall preside at every meeting of the General Committee at which he is present but if there is no person holding that office, or if the Chairman is unwilling to preside or is not present within five minutes after the time appointed for the meeting, the Honorary Treasurer shall preside. If there is no Honorary Treasurer or if he is unwilling to preside, or if he is not present within five minutes after the time appointed for the meeting, the members of the General Committee present may appoint one of their number to be chairman of the meeting.
- 10.3 Decisions of the General Committee shall be made by a simple majority of those present and in the event of an equality of votes the Chairman (or the acting chairman of that meeting) shall have a casting or additional vote.
- 10.4 The General Committee may from time to time appoint from among its number such sub-committees as it considers necessary and may delegate to them such of the powers and duties of the General Committee as the General Committee may determine. All sub-committees shall periodically report their proceedings to the General Committee and shall conduct their business in accordance with the directions of the General Committee.
- 10.5 The General Committee shall be responsible for the management of the Club and shall have the sole right of appointing and determining the terms and conditions of service of employees of the Club. The General Committee shall have power to enter into contracts for the purposes of the Club on behalf of all the Members.
- 10.6.1 The Trustees of the Club shall be appointed from time to time as necessary by the Club in general meeting from among the Members who are willing to be so appointed. A Trustee shall hold office during his life, or until he shall resign by notice in writing given to the General Committee or until a resolution removing him from office shall be passed at a general meeting by a majority comprising two-thirds of the Members present and voting.
- 10.6.2 All property of the Club including land and investments, shall be held by the Trustees for the time being, in their own names so far as necessary and practicable, for the use and benefit of the Club. On the death, resignation or removal from office of a Trustee the General Committee shall take steps to procure the appointment by the Club in general meeting of a new Trustee in his place; and shall as soon as possible thereafter take lawful and practicable steps to procure the vesting of all Club property into names of the Trustees as constituted after the said appointment. The Trustees shall in all respects act, in regard to any property of the Club held by them, in accordance with the directions of the General Committee and shall, subject to the approval of a resolution carried by a majority of the Members present and voting at a general meeting of the Club, have power to sell, lease, mortgage or pledge any Club property for the purpose of raising or borrowing money for the benefit of the Club in compliance with the General Committee's directions but no purchaser, lessee or mortgagee shall be concerned to enquire whether any such direction has been given.
- 10.7 The number of Trustees shall not be more than four or less than two.
- 10.8 The members of the General Committee shall be entitled to an indemnity out of the assets of the Club for all expenses and other liabilities properly incurred by them in the management of the affairs of the Club.

11. Annual General Meeting

- 11.1 The annual general meeting of the Club shall be held at such time as the General Committee shall decide each year to transact the following business:

- (a) to receive the Secretary's report of the activities of the Club during the previous year;
- (b) to receive and consider the accounts of the Club for the previous year and the Honorary Treasurer's report as to the financial position of the Club;
- (c) to remove and elect the auditor or confirm that he remain in office;
- (d) to elect the Officers and other members of the General Committee;
- (e) to decide on any resolution which may be duly submitted in accordance with Rule 11.2 below;
- (f) to deal with any special matters which the General Committee desires to bring before the membership.

11.2 Notice of any resolution proposed to be moved at the annual general meeting shall be given in writing to the Honorary Secretary not less than 28 days before the meeting.

11.3 No period greater than fifteen months shall elapse between one annual general meeting and the next.

12. Extraordinary general meetings

An extraordinary general meeting may be called at any time by the General Committee and shall be called within 21 days of receipt by the Honorary Secretary of a requisition in writing signed by not less than ten Members stating the purposes for which the meeting is required and the resolution/s proposed.

13. Procedures at the annual and extraordinary general meetings

13.1 The Honorary Secretary shall send to each Member at his last known address, or by email where an email address has been provided by the member, written notice of the date of the general meeting together with the resolutions to be proposed at least 21 days before the meeting.

13.2 The quorum for the annual and extraordinary general meetings shall be ten Members or one-tenth of the full senior membership of the Club (whichever is the greater number).

13.3 The Chairman shall preside at all meetings of the Club but if he is not present within 15 minutes after the time appointed for the meeting or has signified his inability to be present at the meeting, the Members present and entitled to vote may choose one of the other members of the General Committee present to preside and if no other member of the General Committee is present or willing to preside the Members present and entitled to vote may choose one of their number to be chairman of the meeting.

13.4 Each Full Member present shall have one vote and resolutions shall be passed by a simple majority of those Members present and voting. In the event of an equality of votes the chairman of the meeting shall have a casting or additional vote.

13.5 The Honorary Secretary, or in his absence a member of the General Committee, shall take minutes at annual and extraordinary general meetings.

14. Guests

14.1 Any Member may introduce guests to the Club, provided that no one whose application for membership has been declined or who has been expelled from the Club may be introduced as a guest.

14.2 The Member introducing a guest must, before playing, enter the name and address of the guest together with his own name in a book which should be kept on the Club's premises, is responsible for payment of the relevant Visitor's Fee and is responsible for the guest whilst he is on the Club premises.

14.3 No one may be admitted as a guest on more than three occasions in any calendar year.

15. Alteration of the rules

15.1 These rules may be altered by resolution at an annual or extraordinary general meeting provided that the resolution shall not be passed unless carried by a majority of at least two-thirds of the Members present and voting at the general meeting, the notice of which contains particulars of the proposed alteration or addition.

15.2 Regulations and Standing Orders

The General Committee shall have power to make, repeal and amend such regulations and standing orders as it may from time to time consider necessary for the wellbeing of the Club. Such regulations and standing orders and any repeals or amendments to them shall have effect until set aside by the General Committee.

16 Finance

16.1 All moneys payable to the Club shall be received by the person authorised by the General Committee to receive such moneys and shall be deposited in a bank account in the name of the Club. No sum shall be drawn from that account except by cheque signed by any one of the four authorised signatories for sums up to £300, and by any two of the four authorised signatories for sums exceeding £300 The authorised signatories shall be the Chairman,

Membership Secretary Honorary Secretary and Honorary Treasurer for the time being.. Any moneys not required for immediate use may be invested as the General Committee in its discretion thinks fit.

- 16.2 Subject to Rule 19.3, the income and property of the Club shall be applied only in furtherance of the objects of the Club and no part thereof shall be paid by way of bonus, dividend or profit to any Member.
- 16.3 The General Committee shall have power to authorise the payment of remuneration and expenses to any officer, member of the General Committee, Member or employee of the Club and to any other person or persons for services rendered to the Club.
- 16.4 The financial transactions of the Club shall be recorded in such manner as the General Committee thinks fit by the Honorary Treasurer.
- 16.5 Full accounts of the financial affairs of the Club shall be prepared each year. These accounts shall be duly audited by the auditors. The accounts must be made available to every Member at the annual general meeting.

17. Borrowing

- 17.1 The General Committee may borrow monies on behalf of the Club for the purposes of the Club from time to time at its own discretion
- 17.2 When so borrowing the General Committee shall have power to raise in any way any sum or sums of money and to raise the repayment of any sum or sums of money in such manner on such terms and conditions as it thinks fit provided that in the event that the repayment of any sum or sums is to be secured (in particular by mortgage of or charge upon, or by the issue of debentures charged upon all or any part of the property of the Club) the grant of such security must be subject to approval by the Club at a general meeting.
- 17.3 The General Committee shall have no power to pledge the personal liability of any Member for repayment of any sums so borrowed.
- 17.4 The Trustees shall, at the discretion of the General Committee, make such dispositions of the Club's property or any part thereof, and enter into and execute such agreements and instruments in relation thereto, as the General Committee may deem proper for giving security for such moneys and the interest payable thereon.

18. Property

- 18.1 The property of the Club, other than cash at the bank, shall be vested in the Trustees. They shall deal with the property as directed by resolution of the General Committee and entry in the minute book shall be conclusive evidence of such a resolution.
- 18.2 The Trustees shall be indemnified by the Club and the General Committee shall pay all costs, losses and expenses which any such Trustee may incur or for which he may become liable by reason of any contract entered into or act or thing done by him in good faith as such Trustee in accordance with the instructions of the General Committee or of a general meeting of the Club or otherwise in the discharge of his or their duties. The General Committee may give to any Trustee, who has incurred or may be about to incur any liability, at the request of or for the benefit of the Club such security by way of indemnity as may seem expedient.

19. Dissolution

- 19.1 A resolution to dissolve the Club shall be proposed only at an extraordinary general meeting and shall be passed only if carried by a majority of at least three-quarters of the Members present and voting.
- 19.2 The General Committee shall be responsible for the winding-up of the assets and liabilities of the Club.
- 19.3 *“After settling all liabilities of the Club, the General Committee shall dispose of the net assets remaining to one or more of the following:*
- (i) to another Club with similar sports purposes which is a registered charity and/or*
 - (ii) to another Club with similar sports purposes which is a registered CASC and/or*
 - (iii) to the LTA for use by them for related community sport.*

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