

Co-operative and Community Benefit Societies Act 2014

Register No. 9877 R

CLUB RULES

Of the

**ESTON AND NORMANBY
SOCIAL CLUB AND INSTITUTE LIMITED**

All previous Club Rules Rescinded

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Introduction

1. Name and Objects

The society (hereinafter called the "Club") shall be named the ESTON AND NORMANBY SOCIAL CLUB AND INSTITUTE LIMITED.

Its objects shall be to:

- (a) Carry on the business of a Club by providing for the use of its Members, the means of social activity, mutual helpfulness, mental and moral improvement, recreation and other advantages of a Club.

2. Registered Office

Its registered office shall be at 30 HIGH STREET, ESTON, MIDDLESBROUGH, CLEVELAND TS6 0QU.

Notice of any change in the situation of the registered office shall be sent by the Secretary within 14 days thereafter to the Financial Conduct Authority in manner and form provided by the Act.

3. 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 be mentioned on all business letters, notices, advertisements and other official publications of the Club. It will further be noted, on all cheques and orders for money or goods, purporting to be signed by or on behalf of the Club, and in all bills, invoices, receipts and letters of credit of the Club.

4. Powers

The Club shall have full power to do all things necessary or expedient for the accomplishment of all objects specified in its Club Rules, including the power to purchase, hold, sell, mortgage, rent, lease or sub-lease lands of any tenure, and to erect, lease, sub-lease, pull down, repair, alter or otherwise deal with any building thereon.

5. Shares

Shares shall not be withdrawable or transferable and shall be of the **value of £4** per share.

No Member shall hold more than one share, and no interest or dividend shall be paid upon it. A Member shall forfeit his share on ceasing from whatever cause to be a Member.

Club Rules

6. Club Rules

Supply

- (a) The Secretary shall be supplied by the Managing Committee with a copy of the Club Rules, and every Member on election shall be given the opportunity to view a set of Club Rules, these can be provided either electronically or as a hardcopy

Amendment

- (b) No amendment of these Club Rules is valid until voted upon by the Members at an Annual General Meeting or Special General Meeting called for that purpose. Notice of any proposed amendment shall be posted in the Club for at least 14 clear days previous to the meeting to which the amendment is to be submitted. Any amendment shall require the votes of at least two-thirds of the Members present at such meeting. No amendment of the Club Rules is valid until registered in accordance with the Co-operative and Community Benefit Societies Act 2014. Notification of any change in the name of the Club or in the Club Rules must be given to the relevant Licensing Authority within 28 days after the change is made.

By-Laws

- (c) The Managing Committee shall have power to make such By-Laws as it may consider necessary for the good order and management of the Club, provided that no such By-Laws shall conflict with any of the Club Rules. A copy of all such By-Laws shall be posted conspicuously on the Club notice-board.

Application for Membership

7. Admission of Members

Any two Members of not less than **twelve** months standing may propose and second a candidate for Membership provided they are able from personal knowledge to vouch for his respectability and fitness to be a Member and both shall sign a nomination form to this effect. The candidate shall deposit the full amount payable for one share. Such sum deposited shall be returned in the event of non-acceptance as a Member. The candidate shall sign such (if any) declaration of his concurrence with, and adherence to, the purposes of the Club as shall be required by the Managing Committee. The election shall be by the Secretary and the candidate shall be required to appear in person.

No candidate shall be elected under 18 years. Every Member on election shall be given the opportunity to view a set of Club Rules, these can be provided either electronically or as a hardcopy.

Any new Member shall have the same rights and privileges and be subject to the same Club Rules and By-Laws as ordinary Members and receive a share of assets on dissolution.

8. Subscriptions and joining fee

Every Member shall pay to the funds of the Club a subscription which shall become due as soon as he is elected to Membership. The subscription must be paid before the Member is entitled to any of the privileges of the Club. The rate of subscription and a joining fee shall be such sum as from time to time be determined by the Managing Committee being not less than £1 and not exceeding £10 each per year payable on the first day of January in each year.

Any Member who has not paid his subscription by 1st February, shall be considered in arrears, however any Member still has the opportunity after this date to contact the Club via either the Secretary giving reasons why the requisite date for payment was missed. Each Member case will then be considered by the Managing Committee, and at their discretion may deem that the Member in arrears makes an immediate payment of outstanding subscription owed in order to renew their Membership.

9. Register of Members

The Club shall keep at its registered office a Register of Members in which the Secretary shall enter the following particulars:

- (a) The names and addresses of the Members;
- (b) The date at which each person was entered in the Register as a Member, and the date at which any person ceased to be a Member;
- (c) The names and addresses of the Officers of the Club, with the offices held by them respectively and the dates on which they assumed office.

Any Member changing his address must notify the Secretary of such change within 14 days thereafter. Correspondence sent to a Member's last known address as entered in the Register of Members shall be deemed to have been received.

10. Cessation of Membership

Members shall cease to be Members:

- (a) By non-payment of subscription. Any person whose Membership has ceased from this cause shall not again be elected to Membership unless he pays such fee or fine as the Managing Committee may in its discretion determine;

- (b) By expulsion;
- (c) By resignation by notice of not less than three months given to the Secretary in writing unless the Managing Committee waives the requirement for the same;
- (d) By death.

11. Misconduct of Members / Guests

- (a) The Secretary or Chairman or in the absence of both such Officers, any Officer present upon the Club premises shall have power to order the withdrawal from the Club premises of any Member / Guest who shall infringe any Club Rule or By-Law or whose conduct whether within the Club or elsewhere shall in his opinion render a Member / Guest unfit for further entry to the Club. A Member / Guest who is subject to proceedings in a court of law and who is excluded from the Club by an Officer under the above provision, may not use the Club premises, until the courts have disposed of the matter and until such time as the Managing Committee may decide to permit entry conditionally or otherwise. Where the Member / Guest continues to be excluded for a time, after the courts have disposed of the matter, greater than 12 months, the provisions so modified to meet the circumstances, in Rules 11 (b) and (c) shall apply.
- (b) The Secretary or Chairman or Officer who orders the withdrawal of a Member / Guest for misconduct as per Rule 11 (a), that a Member / Guest not being the subject of proceedings in any court of law shall, at the next meeting of the Managing Committee or as soon as practicable thereafter lay a complaint upon which the Managing Committee must decide whether or not to formally charge the Member / Guest. If the Managing Committee by a majority of Members present at the meeting and entitled to vote so decide that on the face of the complaint there is a case to answer, the Secretary will write to the Member / Guest setting out the charge or charges and summon him to appear before the Managing Committee giving not less than three clear days-notice to afford the Member / Guest an opportunity to advance a defence.
- (c) The Managing Committee having found a Member / Guest guilty of a charge by a simple majority of their number present and entitled to vote must by at least two-thirds of the said Managing Committee vote for the Member / Guest to be reprimanded, suspended (for a period not exceeding 12 months) or expelled to render it effective. A Member / Guest convicted of any offence by any court of law may be suspended or expelled in his absence. A suspended Member / Guest shall not be entitled to any of the rights and privileges of Club Membership but shall remain liable to pay his subscription. The decision of the Managing Committee shall be sent to the Member / Guest in writing within three days of the Managing Committee meeting at which the decision was reached.

12. Life Members

- (a) The Managing Committee may, in their discretion, grant Life Membership to any Member who has rendered special service to the Club, or who is in their opinion is deserving of the distinction. In addition any Member can be considered for Life Membership, and must be at least 65 years of age and been a continuous Member of not less than 10 years standing. Life Members shall not be liable to pay subscriptions under Rule 8, but shall be entitled to all the rights and privileges of the Club Membership, including the right to attend meetings, vote at elections and be nominated for Managing Committee or other office.
- (b) Every Life Member shall be under a continuing duty to notify the Secretary of his up to date address.
- (c) A Life Member must complete a Life Membership form each year by 1st February. If a Life Member fails to complete his Life Membership form as indicated above, the Secretary will write to the Member notifying him that he has ceased to be a Member of the Club.
- (d) The Life Member may, within the 3 month period mentioned in (c) above or within 28 days of the date of the notice of cessation of his Membership, write to the Managing Committee with a request that his Life Membership should continue and it will before the Managing Committee in their absolute discretion to decide whether or not he should remain a Life Member.

13. Introduction of Guests

In addition to their family, any Member may personally introduce friends as his Guests, provided that no Member may introduce more than three Guests at any one time. The Member introducing the Guest(s) shall sign his name and Membership number in a book kept for that purpose together with the name of the Guest(s).

14. Exclusions

The following **shall not** be admitted as Guests:

- (a) Former Members who have been expelled;
- (b) Former Members who have ceased to be Members under any of the previously stated Club Rules e.g. through non-payment of subscriptions;
- (c) Persons who, having been nominated for Membership, have not been accepted;
- (d) Members who are under suspension.

Members must accompany Guests introduced by them during their stay in the Club. The Managing Committee may debar a Member introducing any particular person as a Guest if they so think fit.

FINAL DRAFT

Meetings

15. General Meetings

Annual General Meeting (AGM)

- (a) The AGM shall be held no later than 31st March on a date to be fixed by the Managing Committee. The Secretary shall post the date and time of the meeting together with an agenda of the business to be conducted prominently in the Club for at least ten days' prior to the meeting.
- (b) The business of the AGM shall be to receive the account or accounts and balance sheet or balance sheets as audited if required, and the report of the Auditor on the revenue account or accounts and balance sheet and a report for the year shall be presented by the Managing Committee. The AGM shall consider such other business as may be submitted by the Managing Committee or any motion to be proposed by a Member of which at least seven days' notice has been given to the Secretary in writing. On receipt of such notice, the Secretary shall add it to the agenda posted in the Club.
- (c) The Auditor shall be entitled to attend any General Meeting of the Club and to receive all notices of and other communications relating to any General Meeting which any Member of the Club is entitled to receive and to be heard at any meeting which he attends on any part of the business of the meeting which concerns him as Auditor.

Special General Meetings (SGM)

- (a) An SGM shall be called by the Secretary in the following cases:
 - (i) Upon the direction of the Managing Committee, and in accordance with such direction;
 - (ii) On a requisition signed by one-quarter of the total number of Members entitled to attend and vote at a General Meeting or 50 such Members, whichever is the less, stating the special object there-of. The requisition should include both the printed name and signature of the Member for audit purposes. Such meeting shall be held within not less than 14 days and not more than 21 days from the date of the receipt by the Secretary of the requisition.

Notice to be given

Notice of any SGM, and of the object(s) for which it is called, shall be posted prominently in the Club by the Secretary at least 10 days prior to the date of the meeting. Should the Secretary not convene an SGM in the manner required hereby within 10 clear days after a duly signed requisition has been delivered to him, any of them may call such a meeting, giving such notice as is provided by this Rule.

Business

No business other than that named in the notice shall be brought before an SGM.

Quorum

AGM

An AGM may proceed to business if there are in total, at least one greater than the number of the Managing Committee present as provided by Rule 18 (1) within an hour after the time fixed for the meeting. Otherwise the AGM will stand adjourned to the week following, at the same time, and the AGM so adjourned may proceed to business whatever be the number of Members present.

SGM – Convened by Order of the Managing Committee

Any SGM, convened by Order of the Managing Committee, may proceed to business if there are in total at least one greater than the number of the Managing Committee present as provided by Rule 18 (1) within an hour after the time fixed for the meeting. Otherwise the AGM will stand adjourned to the week following, at the same time, and the AGM so adjourned may proceed to business whatever be the number of Members present.

SGM – Convened on the Requisition of the Members

Any SGM convened on the Requisition of the Members, may proceed to business if there are in total at least one greater than the number of the Managing Committee present as provided by Rule 18 (a) within an hour after the time fixed for the meeting. Otherwise the SGM shall be dissolved.

No meeting shall become incompetent to transact business from the want of a Quorum arising after the Chair has been taken.

Adjournment

Any General Meeting duly constituted, may adjourn to such time as the Members present direct, and may continue any such adjournment from time to time. No business shall be brought on at any adjourned meeting which could not have been transacted at the original meeting.

Presiding Officer

The Chairman or Vice-Chairman, or in the absence of all these Officers, a Member elected by the meeting shall preside at a General Meeting.

Voting

Each Member present shall be entitled to one vote on each motion. Voting shall be decided by simple majority of those present except as otherwise provide in these Club Rules and in the event of a tied vote the motion shall be deemed to be lost.

Officers

16. Officers

The Club shall have the following Officers: a Chairman, Vice Chairman and a Secretary and up to 12 Members, who together will form the **Managing Committee**. The election of Officers (other than the Secretary) and Managing Committee shall be by ballot and subsequently upon elected will stand for a period of **2 years**.

Any of the Officers (other than the Secretary) shall be removable at any time provided two-thirds of the Members present at any SGM called for that purpose shall vote in favour of such removal.

In the event of a vacancy arising amongst the Officers by death, resignation, or other cause apart from suspension or expulsion the vacancy shall be filled, the Managing Committee having power to fill the vacancy. Any Member so appointed shall hold office for the unexpired period for which his predecessor was elected. This provision shall not apply to the office of Secretary. Any Officer shall vacate his office if suspended from Membership under Rule 11 or upon ceasing Membership from any cause. A vacancy occurring on the suspension or expulsion of an Officer shall not be filled until the hearing of any arbitration appeal made in accordance with the Club Rules.

If the Secretary is the holder of the Club Premises Certificate, then any change in the office of Secretary must be notified by the Chairman or Secretary within 28 days to the Licensing Authority.

The Officers of the Club (other than the Secretary) shall receive such honorarium, if any, from time to time as determined by Members at either an AGM or SGM. Every Officer dealing with Club monies shall be insured with a recognised guarantee society for the due performance of his duties in such sum as the Managing Committee or General Meeting may determine.

17. Role of Officers

The Chairman

The Chairman shall normally preside at all General Meetings and regular Meetings of the Managing Committee and shall have overall responsibility for the conduct of Club affairs.

Vice-Chairman

The Vice-Chairman shall deputise for the Chairman as necessary.

Where either the Chairman or Vice Chairman is unable to preside a member of the Management committee elected by that committee shall do so.

Secretary

The Secretary shall be the Executive Officer of the Club and shall be responsible for the paying into the bank of 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 Managing Committee may direct.

He shall keep upon the Club premises a Register of the names and addresses of the Club Members in which shall be recorded the payments of such Members. He shall carry out the directions of the Managing Committee, and subject to such directions, shall receive monies on account of the Club, and keep such accounts as the Managing Committee may direct.

He shall attend all General Meetings and those Meetings of the Managing Committee, take minutes of the proceedings, (prepare accounts and balance sheets, and submit them to the auditor).

The Secretary shall ensure that the Club Premises Certificate, or a certified copy, thereof, is kept at the Club premises in the custody, or under the control of the person nominated for the purpose of Section 94(2) of the Licensing Act 2003, who may be the Secretary, or a Club Member, or a Club employee nominated by the Secretary in writing.

The nominated person shall be identified in writing to the Licensing Authority by the Secretary; and shall ensure that the summary of the certificate issued by the Licensing Authority, or a certified copy thereof, and a notice specifying the position he holds at the premises are prominently displayed at the Club premises.

FINAL DRAFT

Managing Committee

18. Managing Committee

(a) Powers of the Managing Committee

The Managing Committee shall consist of the Chairman, Vice-Chairman, and a minimum of 6 and up to 12 Committee Members, all of whom shall be above the age of 18.

The Managing Committee shall control the management of the Club and shall have exclusive power to appoint, dismiss and fix the remuneration of the Secretary and to engage or dismiss a Steward and other servants. It shall have power to purchase such articles and do all such things as it may deem necessary for the carrying out of the objects of the Club. It shall have due regard to any resolution or recommendations of any General Meeting, but shall not be bound to give effect to the same if in its judgment such actions would be injurious to the best interests of the Club. Nothing in these Club Rules shall enable the Managing Committee to declare any dividend or make any monetary grants to the Members, or to apply the Club funds, except for the purposes of the Club itself, and for the purposes specified in Rule 26.

(b) Conduct of Meetings

Frequency

The Managing 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.

Quorum

Quorum shall consist of not less than one half of the total membership of the Managing Committee.

Minutes

Minutes of all meetings of the Managing Committee shall be taken by the Secretary (or in his absence a Member appointed by the Managing Committee). The Secretary shall then ensure the minutes of the meetings are available to Members by posting onto the Club Notice board whilst all minutes are to be retained for at least seven years.

(c) Retirement, Vacation or Cessation Membership

- (i) Any Officer or person of the Managing Committee not attending for three consecutive meetings shall, unless he sends an explanation, which the Managing Committee consider satisfactory, cease to be a member of the Managing Committee and in the case of the Officer shall also be removed from office; or
- (ii) Any person of the Managing Committee or Officer who shall cease to be a Member, or
- (iii) Who is suspended under Rule 11; or
- (iv) Tenders his resignation in writing; or
- (v) Who shall cease Membership of the Club by any reason, shall vacate his seat and not be eligible for nomination for a period of **three years** commencing on the date such was enacted.
 - a. Any vacancy so occurring, or by any other cause, shall be filled by the Managing Committee, or in such other manner as the Managing Committee shall decide. All those persons of the Managing Committee who were elected before the date of the last election (2 years previously), shall retire at the elections held after the relevant AGM, but shall be eligible for re-election. Any person of the Managing Committee then selected to fill a casual vacancy shall hold office until the next relevant re-election.

(d) Removal or Resignation

The Managing Committee, or any Member or Members thereof, may be removed by the votes of two thirds of the Members present at an SGM called for that purpose. In the event of the removal or the resignation of the whole or the majority of the Managing Committee, the Secretary shall obtain nominations and appoint Scrutineers and arrange for holding a ballot. Three days shall be allowed for nominations and the ballot shall be held on three successive days within the following seven days. The result shall be declared by the Scrutineers by notice, posted in the Club. No Member who has been removed, or resigned, from the Managing Committee, shall be eligible for nomination for a period of **three years** commencing on the date such removal or resignation was enacted.

19. The financial running of the Club

With regards to the financial running of the Club, the Managing Committee empower the Secretary to carry out the following duties, in that:

- (a) He shall be responsible for preparing a monthly financial summary which will be presented to the Managing Committee. The summary will comprise of relevant details related to takings and other income compared to the Club's outgoings;
- (b) He shall be responsible for reporting relevant details in relation to stock of goods to the Managing Committee on a monthly basis;
- (c) He is to ensure that all invoiced payments are processed expeditiously;
- (d) He can purchase goods and services up to a maximum of two hundred pounds (£200.00) in value (as agreed by the Managing Committee) as and when requested from time to time and to retain all record of any transactions made. He will also inform the Managing Committee of payments made during regular Committee meetings;
- (e) All cheques drawn upon the Club's account shall be signed by him.

There is nothing in this Rule that shall empower the Managing Committee to incur expenditure, except where:

- (a) The Secretary is absent/not contactable; or
- (b) The expenditure is required due to an emergency situation and is consistent with the purposes for which the Club is established.

20. Orders

No Officer or person of the Managing Committee of the Club shall by virtue of his appointment, have the power to order goods or dispose of the funds of the Club. No goods or labour shall be supplied, nor any contract entered into for work to be done for the Club, nor any office of salary, profit or remuneration, be held by any person of the Managing Committee, nor shall any Honoria be paid to the Managing Committee, unless authorised by an AGM or SGM.

Elections

21. Conduct of Elections

Nominations

The election of Officers (other than the Secretary) and the Managing Committee shall be by ballot. At least three weeks before the day fixed for any ballot a nomination sheet shall be posted in the Club by the Secretary, on which the names of all candidates for any office must be entered and such sheet shall remain open until at least 10pm on the day following the closing of the AGM. No Member shall be eligible for nomination unless he has been a Member for **at least 5 years** prior to nominations closing, and has been proposed and seconded by two Members, who must themselves sign the sheet. No Member under suspension at the date of closing of the nomination sheet shall be eligible for nomination. No Member who has retired, vacated, ceased his Membership, been removed, or resigned, from the Managing Committee, shall be eligible for nomination for a period of **three years** commencing on the date such reason was enacted. No candidate shall be nominated for more than one position, and if nominated shall be deemed to have resigned from his present position.

Scrutineers

The arrangements for ballot shall be carried out under the direction of the Secretary by **two** Scrutineers appointed by the AGM who shall **not be** candidates, the Managing Committee or Officers. They shall remain as Scrutineers until their successors are appointed.

Ballot

Ballots shall **be held** during the week following the AGM or in the succeeding week, **every 2 years**. Ballots shall remain open during not less than two hours on the evenings of not less than three consecutive days to be fixed by the Managing Committee, and the result shall be made known by the posting of a notice in the Club signed by the Scrutineers, recording the number of votes polled by each candidate, and indicating which of the candidates are elected.

Who may vote?

Each Member shall have one vote for each vacancy but no Member may give more than one vote to any one candidate.

Tie

The candidates receiving the highest number of votes shall be declared duly elected. In the event of two or more candidates receiving an equal number of votes for the last vacancy or vacancies, the names of such candidates shall be written on slips or paper, which shall be placed so that the names are concealed and the Chairman, or in his absence some person appointed by the Scrutineers, shall then draw as many slips as there are vacancies to be filled, and the Members whose names are so drawn shall be declared duly elected for a period of **2 years**.

Scrutiny

The Scrutineers shall, at the conclusion of the ballot, seal up the ballot papers and hand them to the Secretary, who shall retain them for seven days. A Scrutiny shall take place if a written demand be presented to the Secretary within seven days from the close of the ballot, with both the printed name and signature by not less than one fifth or 50 Members whichever is the least and the Scrutiny shall be carried out by two fresh Scrutineers.

Financial matters

22. Annual return to Financial Conduct Authority (FCA)

The Secretary shall send to the FCA, within the time allowed by legislation, an annual return relating to the Club's affairs for the period required by the, Co-operative and Community Benefit Societies Act 2014 (CCBS Act 2014), to be included in the return, together with a copy of the report of the Auditor on the Club's accounts for the period included in the return and a copy of each balance sheet made during that period, and of any report of the Auditor on that balance sheet. The annual return shall be made up for the period beginning with the date of registration of the Club under the CCBS Act 2014 or with the date to which the Club's last annual return was made up, whichever is the later, and ending with the date of the last balance sheet published by the Club. The annual return must be made in the form prescribed the FCA and contain such particulars as may from time to time to be required to be in the return.

Copies to Members

A copy of the last annual return, together with a copy of the report of the Auditor on the accounts and balance sheet contained in the return shall be supplied gratuitously on demand to every Member or person interested in the funds of the Club.

Balance Sheet

A copy of the account or accounts and balance sheets covering the period included in an annual return, as audited, and the report of the Auditor on the balance sheet and accounts shall be posted in the registered office and shall be kept hung up in a conspicuous place in the said office.

23. Inspection of books

Any Member or person having an interest in the Club funds may at all reasonable times at the discretion of the Managing Committee, on giving seven clear days prior notice of his reason in writing to the Secretary, inspect all books and accounts including the particulars in the Register of Members, except those mentioned in paragraphs (b) and (c) of Rule 11 at the Registered Office or any place where they are kept, and it shall be the duty of the Secretary to produce them for inspection, but no person, unless an Officer of the Club or specially authorised by a resolution thereof, may inspect the loan or deposit account of any other Member without this written consent.

24. Borrowing Powers

The Club shall have power to borrow money for the purposes of the Club, and to secure the repayment of any money borrowed by mortgaging or charging any of its property, provided that the amount of money borrowed for the time remaining undischarged shall not exceed £500,000.

25. Audit

- (a) An Audit, where necessary in law or where the Membership require, will be carried out by a registered Auditor or two or more lay Auditors where the condition for appointing lay Auditors apply. Where there is no requirement to carry out an Audit a registered Auditor will be appointed to act as the reporting accountant.
- (b) Save as provided in paragraph (c) of this rule every appointment of an Auditor shall be made by resolution of general meeting of the Club.
- (c) The first appointment of a registered Auditor shall be made within three months of the registration of the Club and shall be made by the Managing Committee if no AGM of the Club is held within that time. The Managing Committee may appoint a registered Auditor to fill any casual vacancy occurring between AGM's of the Club.

- (d) A registered Auditor appointed to audit the accounts and balance sheet of the Club for the preceding year of account (whether by a AGM or by the Managing Committee) shall be re-appointed as the registered Auditor of the Club for the current year of account (whether or not any resolution expressly re-appointing him has been passed) unless:
- (i) A resolution has been passed at a general meeting of the Club appointing somebody instead of him or providing expressly that he shall not be re-appointed or;
 - (ii) He has given to the Club notice in writing of his unwillingness to be re-appointed or;
 - (iii) He is ineligible for appointment as registered Auditor of the Club for the current year of account or;
 - (iv) He has ceased to act as registered auditor of the Club by reason of incapacity.

Provided that a retiring registered Auditor shall not be automatically re-appointed by virtue of this rule if notice of an intended resolution to appoint another person on his place has been given in accordance with paragraph (e) of this rule and the resolution cannot be proceeded with because of the death, incapacity or ineligibility of that person.

- (e) A resolution at a general meeting of the Club:
- (i) Appointing another person as registered Auditor in place of a retiring registered Auditor or;
 - (ii) Providing expressly that a retiring registered Auditor shall not be re-appointed, shall not be effective unless notice of the intention to move it has been given to the Club not less than 28 days before the meeting at which it is moved.

On receipt by the Club of notice of the intention to move any such resolution the Club shall give notice of the resolution to the Members and to the retiring registered Auditor in accordance with, CCBS Act 2014, and shall give notice to the Members in accordance with that section of any representation made or intended to be made by the retiring registered Auditor.

- (f) None of the following persons shall be appointed as registered Auditor of the Club:
- (i) An Officer or servant of the Club.
 - (ii) A person who is a partner of or in the employment of or who employs an Officer or servant of the Club.
- (g) The registered Auditor shall in accordance with CCBS Act 2014 make a report to the Club on the accounts examined by him and on the revenue account or accounts and the balance sheet of the Club for the year of account in respect of which he is appointed.
- (h) The registered Auditor shall have a right of access at all times to the books, deeds and accounts of the Club and to all other documents relating to its affairs and shall be entitled to require from the Officers of the Club such information and explanations as he thinks necessary for the performance of the duties of the Auditors.

26. Application of Profits

The Profits of the Club may be applied in any of the following ways:

- (a) In promoting social, health and mental well-being and united action between Members and others interested in improving the conditions of the people of the United Kingdom.
- (b) In maintaining or supporting convalescent homes, hospitals, infirmaries or any other charitable organisation deemed by the Managing Committee to be in need of support and appropriate assistance on behalf of the Members of the Club.
- (c) For any other lawful purpose determined by the Managing Committee or any AGM or SGM meeting subject to Rule 27.

27. Application of Funds

Except by the dissolution of the Club, no profits or funds of the Club shall be distributed amongst the Members.

28. Investments

The Managing Committee may invest the funds of the Club at such rate of interest and on such terms as they see fit in any of the following investments:

- (a) With its Members or others upon the security of real property.
- (b) In the shares or in the security of any society registered under the Co-operative and Community Benefit Societies Act 2014, or under the Building Societies Act, or of any company registered under the Companies Acts or incorporated by Act of Parliament or by charter provided that such society or company has its liability limited.
- (c) In any investment in which trustees are, for the time being by law, authorised to invest funds.

29. Statutory Applications to the Financial Services Conduct Authority

- (a) Any 10 Members of the Club, each of whom has been a Member for not less than 12 months immediately preceding the date of the applications, may apply to the Financial Conduct Authority in the form prescribed by the Act to appoint an actuary or accountant to inspect the books of the Club and to report thereon, pursuant to Section 105 of The Co-operative and Community Benefit Societies Act 2014
- (b) One tenth of the whole numbers of Members, or if the number of Members shall at any time exceed 1000 then 100 Members may by an application in writing to the Financial Conduct Authority, signed by them in the forms respectively prescribed by the Act:
 - (i) Apply for one appointment of an inspector or inspectors to examine into the affairs of the Club and to report thereon: or;
 - (ii) Apply for the calling of an SGM of the Club.

30. Dissolution

The Club may at any time be dissolved by the consent of three-fourths of the Members, testified by their signatures to an Instrument of Dissolution in the form provided by the Statutory Regulations on that behalf, or by winding up in a manner provided for by the Co-operative and Community Benefit Societies Act 2014. The remaining assets, after the payment of all liabilities, shall be distrusted amongst the Members in equal shares.

Other relevant information and interpretation

31. Hours of Opening and Closing of the Club Premises

The Club shall open and close, and qualifying Club activities may take place, at such times as the Managing Committee may from time to time determine, subject to the terms and conditions specified in the Club Premises Certificate granted to the Club under the provisions of the Licensing Act 2003.

32. Settlement of Disputes

Disputes between a Member and an Officer of the Club

All disputes between a Member and an Officer of the Club shall unless the Managing Committee elect to refer the matter directly to an SGM, be settled by the Managing Committee. An Officer who is on the Managing Committee must not vote or act as a member of the Managing Committee if any dispute concerning him personally. The decision of the Managing Committee shall be final and binding.

33. Under 18 years of age

No one under the age of 18 is allowed to drink alcohol on the premises. Alcohol shall not be supplied directly or indirectly to persons under the age of 18 whilst of the Club premises.

34. Interpretation

In these rules:

- (a) Words importing the singular or plural shall include the plural and singular respectively;
- (b) Words importing the masculine gender shall include the feminine;
- (c) Words importing the reference to 'Member(s)' shall also mean Officers and the Managing Committee.

Signatures of Applicants for Registration

Chairman – D Howe

Vice Chairman – C Jones

Management Committee – D Coulton

Secretary – K Howe