

# **The Constitution of Hemyock Tennis Club**

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# The Constitution of Hemyock Tennis Club

## 1. Name

The Club, established in 1982, is called **Hemyock 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 10;
- "the CLTA" means Devon County Lawn Tennis Association;
- "the Secretary" means the person elected from time to time to be the secretary of the Club in accordance with Rule 10;
- "the Treasurer" means the person elected from time to time to be the treasurer of the Club in accordance with Rule 10;
- "HTC" or "the Club" means Hemyock Tennis Club
- "the LTA" means The Lawn Tennis Association (the governing body of lawn tennis within Great Britain, the Channel Islands and Isle of Man) of the Queen's Club, West Kensington, London W14 9EG;
- "the LMG" means the Longmead Management Group (which is responsible for the overall management of the Longmead Field and its facilities)
- "the Management Committee "or "the Committee" means the committee appointed under Rule 10 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 6;
- "the Trustees" means the persons appointed from time to time to be the trustees of the Club in accordance with Rule 11.6.
- the Rules means the rules of the Club laid out in this constitution
- the Regulations means the regulations, if any, introduced by the Committee, within the Rules of the constitution (see section 17).
- the AGM means the Annual General Meeting of the Club

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2.2 Words denoting the singular number include the plural number and vice versa; words denoting the masculine gender include the feminine gender.

## **3. The Relationship with Longmead.**

3.1 The Longmead Field on which the tennis courts are positioned is owned by the Hemyock Parish Council and leased to the Longmead Management Group (LMG). HTC have the right to use the courts and Pavilion and are required to provide a representative on the LMG

3.2 The LMG is responsible for the overall management and financial administration of the Longmead Field facilities; but HTC are required to and have agreed to (until dissolved):

- Pay an annual contribution towards maintenance of the site, especially the pavilion
- Pay the cost of electricity used for the floodlighting of the tennis courts
- To the extent possible from Club income, make financial provision for the maintenance of the tennis courts, both minor routine maintenance and periodical major work such as re-painting or re-surfacing. This provision to be made in the form of a 'sinking fund' built up in advance of need.

3.3 The Parish Council and the LMG require that some public use of the courts is allowed within the following restrictions:

- a) Public use may be denied during Club sessions and matches or on special occasions
- b) Within reason and with sensible regard to fees already paid, club members take priority over members of the public.
- c) The HTC Committee will decide fees and regulations for public use from time to time
- d) Fees for public use to accrue to HTC

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## 4. Objectives

The objectives of the Club are:

- (a) To encourage and facilitate the playing and enjoyment of tennis in and around Hemyock
- (b) To provide and maintain tennis facilities at Longmead, Hemyock in conjunction with the Longmead Management Group ;
- (c) To promote, improve, develop and support the interests of tennis;
- (d) To provide such other benefits to its members as it shall think fit;
- (e) At the discretion of the Management committee and when appropriate and in the Club's interests, to affiliate to the CLTA (and by doing so affiliate to the LTA). When so affiliated 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.
- (f) To operate the tennis court facilities at Longmead Field to the benefit of Club members and paying members of the public in line with the constitution of the Longmead Management Group
- (g) To make rules and regulations concerning the operation of the Club.
- (h) To commit to encouraging the highest ethical standards. To ensure individuals involved in the Club conduct themselves with integrity, transparency, accountability and in a fair and equitable manner.
- (i) To do all such other things as the Management 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 objectives stated in this Rule 4.

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## **5. Application of Surplus Funds**

- 5.1 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 objectives. No surplus will be distributed other than as specified in section 21 on winding-up or dissolution of the Club.
- 5.2 Nothing in Clause 5.1 shall prevent the Club from entering an agreement with a member for the supply by him to the Club of goods or services or for his employment by the Club, provided that such arrangements are approved by the Management Committee (without the member being present) and are agreed with the member strictly on a commercial basis.

## **6. Membership**

All members joining the Club shall be deemed to accept the terms of this Constitution and any regulations from time to time adopted by the Club, in particular the requirement to conduct themselves in accordance with the Club's ethical commitment (section 4h) and the rules as to discipline set out herein.

### *6.1 Eligibility for membership*

- 6.1.1 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, age, disability, sex, occupation, sexual orientation, religion, political or other beliefs.
- 6.1.2 Persons below the age of 18 may be elected as Junior Members without the right to hold office or vote at general meetings.
- 6.1.3 The number of Members is unlimited. The Management Committee may decide from time to time to establish or change a limit in the interests of the Club and its members.

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## 6.2 *Admission of Members*

Any person who wishes to become a Member must submit an application in such form as the Management Committee shall decide. The Management Committee shall, in its absolute discretion, decide whether to admit that candidate as a Member and reserves the right to refuse membership.

## 6.3 *Classes of Members*

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

Senior (Full) Member

    Non-Playing Member

Junior Member

Such other classes as the Committee decide to establish from time to time

Members aged 18 or over are considered full members. Only full Members shall be entitled to receive notice of, attend and vote at general meetings.

## 6.4 *Subscriptions*

6.4.1 The entrance fee and annual subscription for each class of Member shall be determined from time to time by the Management Committee.

6.4.2 The Members shall pay any entrance fee and annual subscription fees set by the Management Committee from time to time.

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

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6.4.4 Any Member whose entrance fee or subscription is not paid by such date as the Management Committee shall decide each year shall be deemed to have resigned his membership of the Club.

## **7. Resignation**

A Member may withdraw from membership of the Club on *one week's* clear notice to the Club. Membership shall not be transferable in any event and shall cease immediately on death of the member or dissolution of the club or on the failure of the member to comply or to continue to comply with any condition of membership set out in these Rules.

## **8. Expulsion**

8.1 The Management Committee shall have power to expel a Member when, in its opinion, it would not be in the interests of the sport or of the Club for him to remain a Member.

8.2 A Member shall not be expelled unless he is given 14 days' written notice of the meeting of the Management Committee at which his expulsion shall be considered and written details of the complaint made against him.

8.3 The Member shall be given an opportunity to make written representations and/or to appear before the Management Committee and at any such meeting to be accompanied by a representative or friend, who may answer complaints made against the member and to cross-examine any witnesses on behalf of the member. The member must not be expelled unless at least two-thirds of the Management Committee then present vote in favour of his expulsion.

8.4 The Management 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.

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## **9. 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 Management Committee may refund an appropriate part of a resigning Member's subscription if it considers it appropriate taking account of all the circumstances.

## **10. The Management Committee**

10.1 The Club shall be managed by a Management Committee consisting of:

- (a) the Chairman;
- (b) the Secretary;
- (c) the Treasurer;
- (d) no more than six (6) other Members elected annually at the AGM

10.2 The Secretary shall send to the Members each year a nomination form for the election of members of the Management Committee in the place of those retiring. Those persons proposed to be nominated as members of the Management Committee to fill any vacancies that have arisen must be nominated by any two full members and must be submitted to the Secretary by such date as the Management Committee shall prescribe each year.

10.3 Any person nominated as a member of the Management Committee must be a Full Member.

10.4 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 AGM. If there is more than one candidate for any particular vacancy there shall be an election at the AGM for that position. In the event of a tie, the candidate to be elected shall (unless the candidates otherwise agree) be determined by lot.

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- 10.5 The Management Committee shall be elected at the AGM 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 next AGM
- 10.6 In addition to the members elected or appointed in accordance with this Rule 10, the Management Committee may co-opt up to 2 further Members who shall serve until the next AGM. Co-opted members shall be entitled to vote at the meetings of the Management Committee.
- 10.7 The Management Committee may appoint any Member to fill any casual vacancy on the Management Committee until the next AGM when that person shall retire but shall be eligible for re-election.
- 10.8 Retiring members of the Management Committee may be re-elected.
- 10.9 A member of the Management Committee shall be deemed to have vacated office if:
- (a) he resigns his office by notice to the Club;
  - or
  - (b) he is requested to resign by not less than two-thirds of the other Management Committee members acting together.

### **11. Proceedings of the Management Committee**

- 11.1 Management Committee meetings shall be held as often as the Management Committee thinks fit provided that there shall not be less than 4 meetings each year. The quorum for such meetings shall be 6. The Chairman and the Secretary shall have discretion to call emergency meetings of the Management Committee if they consider it to be in the interests of the Club. The Secretary shall give all the members of the Management Committee not less than 14 days' notice of a meeting.

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- 11.2 The Chairman shall be the chairman of the Management Committee. Unless he is unwilling to do so, the Chairman shall preside at every meeting of the Management 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 members of the Management Committee present may appoint one of their number to be chairman of the meeting.
- 11.3 Decisions of the Management Committee shall be made by a simple majority 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. Exceptions to this rule are defined in section 8.3 (expulsion of a member) and section 10.9(b) (removal of committee member).
- 11.4 The Management 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 Management Committee as the Management Committee may determine. All sub-committees shall periodically report their proceedings to the Management Committee and shall conduct their business in accordance with the directions of the Management Committee.
- 11.5 The Management 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 Management Committee shall have power to enter into contracts for the purposes of the Club on behalf of all the Members.
- 11.6 If the Management Committee should at any time determine that the Club would benefit from the appointment of trustees, then The Management Committee shall appoint Trustees. Trustees to hold office until death or resignation unless removed from office by a resolution of the Management Committee or by a resolution duly passed at a general meeting. The Chairman from time to time is nominated as the person to appoint new Trustees within the meaning of Section 36 of the Trustee Act 1925. A new Trustee or new Trustees shall be nominated by resolution of the Management Committee and the Chairman shall by deed duly appoint the person or persons so nominated as the new Trustee or Trustees of the Club and the provisions of the Trustee Act 1925 shall apply to any such appointment.

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- 11.7 If the Management Committee should determine that Trustees should be appointed, the number of Trustees shall not be more than four or less than two.
- 11.8 Every member of the Management Committee, employee or agent of the Club shall be indemnified by the Club. The Management Committee shall pay all costs, losses and expenses which any such member of the Management Committee, employee or agent 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 member of the Management Committee, employee or agent in accordance with the instructions of the Management Committee or of a general meeting of the Club or otherwise in the discharge of his duties. The Management Committee may give to any member of the Management Committee, employee or agent of the Club 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.

## **12. Annual general meeting**

- 12.1 The AGM of the Club shall be held at such time as the Management Committee shall decide each year to transact the following business:
- (a) Approve the minutes of the previous year's AGM
  - (b) to receive the Chairman's report of the activities of the Club during the previous year;
  - (c) to receive and consider/approve the accounts of the Club for the previous financial year and the Treasurer's report as to the financial position of the Club;
  - (d) to elect the members of the management committee
  - (e) to decide on any resolution which may be duly submitted in accordance with Rule 12.2 below;
  - (f) to consider changes to the constitution, if proposed
  - (e) to deal with any special matters which the Management Committee desires to bring before the membership.
- 12.2 Notice of any resolution proposed to be moved at the AGM shall be given in writing to the Secretary not less than 28 days before the meeting.

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12.3 No period greater than fifteen months shall elapse between one AGM and the next.

12.4 The AGM shall be held before the 1<sup>st</sup> of July each year

## **13. Extraordinary general meetings**

An extraordinary general meeting may be called at any time by the Management Committee and shall be called within 21 days of receipt by the Secretary of a requisition in writing signed by not less than five full members of the club stating the purposes for which the meeting is required and the resolution(s) proposed.

## **14. Procedures at the annual and extraordinary general meetings**

14.1 The Secretary shall send to each Member written notice of the date of the general meeting together with the resolutions to be proposed at least 14 days before the meeting.

14.2 The quorum for the annual and extraordinary general meetings shall be twelve full Members

14.3 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 Management Committee present to preside and if no other member of the Management 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.

14.4 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

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

14.6 There shall be no right for a Member to vote by proxy. No person may represent more than one Member.

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## **15. Guests**

- 15.1 Guests of members may play at the club subject to the regulations established by the Committee.

## **16. Alteration of the rules**

These Rules may be altered only by resolution at an annual or extraordinary general meeting. 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.

## **17. Regulations**

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

## **18. Finance**

- 18.1 All moneys payable to the Club shall be received by the person authorised by the Management 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 two of the three signatories who shall be the Chairman, Secretary and Treasurer. Any moneys not required for immediate use may be invested as the Management Committee in its discretion thinks fit.
- 18.2 The income and property of the Club shall be applied only in furtherance of the objectives of the Club and no part thereof shall be paid by way of bonus, dividend or profit to any Member.

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- 18.3 The Management Committee shall have power to authorise the payment of remuneration and expenses to any officer, member of the Management Committee, Member or employee of the Club and to any other person or persons for services rendered to the Club.
- 18.4 The financial transactions of the Club shall be recorded in such manner as the Management Committee thinks fit by the Treasurer.
- 18.5 Full accounts of the financial affairs of the Club shall be prepared each year. A report on these accounts shall be prepared by an independent person. The accounts must be made available to every Member at the AGM.

### **19. Borrowing**

- 19.1 At the time of agreement of this constitution, the Management Committee may borrow a maximum total amount of £3250 on behalf of the Club for the purposes of the Club. Subsequent to the agreement of this constitution, no further amount may be borrowed until the Club's debt falls below £1000\* The Management Committee may subsequently borrow up to the total maximum of £1000\* from time to time at its own discretion. Only with the sanction of a general meeting may any further money be borrowed above that sum.
- \* Jan. 1st 2009 equivalent. This sum to rise annually with the retail price index (RPI) as published by H. M. Government.
- 19.2 The Management Committee shall have no power to pledge the personal liability of any Member for repayment of any sums so borrowed.

### **20. Property**

- 20.1 Should the Club acquire any significant property, other than cash at the bank, that property shall be vested in Trustees. They shall deal with the property as directed by resolution of the Management Committee and entry in the minute book shall be conclusive evidence of such a resolution.
- 20.2 Any Trustees shall be entitled to an indemnity out of the property of the Club for all expenses and other liabilities properly incurred by them in the discharge of their duties.

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## **21. Dissolution**

21.1 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.

21.2 The dissolution shall take effect from the date of the resolution and the members of the Management Committee shall be responsible for the winding-up of the assets and liabilities of the Club.

21.3 Following the settlement of all Club debts and liabilities, any excess funds to be dealt with as follows:

21.3.1 Subscription refunds to be made if appropriate and at the discretion of the Committee

21.3.2 The remainder to be transferred to some other organisation or organisations having objectives similar to the objectives of the Club. Such organization(s) to be determined by the members of the Club by Resolution passed at a General Meeting. In the absence of such a resolution, the remainder to be passed to the Longmead Management Group with a request to use them where possible to encourage and enable the playing of tennis in Hemyock.

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## **22 Constitution safekeeping and changes.**

22.1 Changes to the Club's constitution shall be made only by resolution at a General Meeting of the Club -- See section 16..

22.2 Chairman and Secretary to sign and date the constitution following adoption/change at a general meeting

22.3 Signed, dated paper copies of the constitution are to be held secure by the Chairman and Secretary of the Club as **master copies**. An electronic version of the constitution is to be held by the Secretary or designee as a basis for future versions.

22.4 The electronic version of the constitution will be posted on the Club's web-site

**22.2 This version of the Club's constitution was adopted at the AGM held in the Longmead Pavilion on ....., ....., 2009.**

**Signed:**

Sign.:..... (Chairman) Date.....

(Name:.....)

Sign.:.....(Secretary) Date.....

(Name:.....)