

# **The Rules Of The** **Stourbridge Institute Social Club**

## **1. Definitions**

'Annual General Meetings' means the annual meeting of the Members held at least once in every calendar year.

'Bye-Laws' means the bye-laws set out in paragraphs 16 and 17 of these Rules, together with any other bye-laws from time to time in existence or made by the Committee or the Members and any amendment or addition thereto.

'Applicant' means a person proposed for membership of the Institute

'Committee' means a committee of up to twelve Members from time to time elected in accordance with rule 6 and the Officers

'Institute' means the Stourbridge Institute Social Club

'Fixtures and Fittings' means all fixtures, fittings and equipment owned by the Institute from time to time

'Members' means the Members of the Institute from time to time

'Officers' means a President, one or more Vice-Presidents, a Treasurer, and the Secretary

'Premises' means the premises owned, used or occupied by the Institute from time to time

'President' means the Officer from time to time appointed in accordance with rule 6(b) and whose duties will be set down in accordance with rule 7©

'Property' means all property of the Institute, including the Premises, but excluding the Fixtures and Fittings and Members' personal property

'Rules and Regulations' means the rules and regulations of the Institute set out herein and the Bye-Laws

'Secretary' means the ex-officio Officer from time to time appointed by the Committee in accordance with rules 6(b) and 7©

'Special General Meeting' means all general meetings of the Members except the Annual General Meeting

'Subscriptions' means the subscriptions or fees payable by each Member from time to time

'Temporary Membership' means a person or persons permitted by the Committee to be a Member or Members for a limited period of time on terms set by the Committee from time to time

'Treasurer' means the Officer from time to time appointed in accordance with rule 6(b) and whose duties will be set down in accordance with rule 7©

'Trustees' means Trustees appointed from time to time by the Members at an Annual General Meeting or a Special General Meeting

'Vice-President/s' means the Officer or Officers from time to time appointed in accordance with rule 6(b) and whose duties will be set down in accordance with rule 7(c).

## 2. Objects

The Institute is established for the promotion amongst its members of Recreation and Leisure Activities.

## 3. Membership

(a) All classifications of membership and Subscriptions shall be decided annually by the Committee and notice of such classifications and subscriptions will be given to the Members not later than the 30th November for the following year.

(b) Subscriptions are payable in advance between the first day of January and not later than the last day of February of each year or such later date decided from time to time by the Committee. Members paying late subscriptions may also pay a surcharge, fixed annually by the Committee and notified to the Members no later than the 30th November each year. The Committee may cancel the membership of any Member whose Subscription is in arrears.

(c) Applicants must be nominated by two Members who have paid a minimum of three consecutive Subscriptions and are not in arrears with their Subscriptions, both of whom must sign a nomination form.

(d) The name and address of any Applicant shall for not less than two weeks before the date fixed to consider his or her membership election be prominently displayed in the Premises in a part frequented by the Members.

(e) The Committee shall have the power to elect or reject any Applicant, if necessary by ballot, but no Applicant shall become a Member until his or her application has been accepted by the Committee at their monthly meeting and, if accepted, until he or she has paid his or her Subscription. Any Applicant, upon becoming a Member agrees to be bound by the Rules and Regulations for the time being in force.

(f) Any Member wishing to resign his or her membership must give notice in writing to the Secretary together with any outstanding Subscription due to the date of its taking effect.

(g) A member whose name has been removed from the register of Members for default in the payment of his or her Subscription may re-apply for election in accordance with this Rule 3.

(h) Any Member changing his/her address shall, within fourteen days, give notice to the Secretary in writing of such new address and until such notice is given, all communications and notices sent to his or her last address shall be deemed to have been served upon such Member.

(i) The Subscription of an Applicant elected during the membership year shall be as determined, from time to time, by the Committee.

(j) Subject as hereinafter provided, the privileges and use of the Institute shall be confined:-

(i) To Members and to Members children, under the age of 16 years, provided they are accompanied and supervised by those Members.

(ii) To the guests of Members.

(iii) To such persons other than Members and their guests as the Committee shall approve.

(k) Every person shall upon ceasing to be a Member forfeit all right to, and claim upon, the Institute and its property and funds, (excepting where the Member takes up paid employment with the Institute when membership may be passed to their nominated partner on payment of the annual subscription).

#### 4. Temporary Members

Visitors to the area may be eligible for Temporary Membership. Temporary Members will be eligible for admission to the Premises following receipt of :-

(i) A proposal form nominating the Applicant, proposed and seconded by members of the Committee.

(ii) Payment in advance of the Temporary membership Subscription for a period of one calendar month.

(iii) Temporary membership may be extended up to a maximum of three consecutive calendar months provided that the monthly charge is paid in advance. Each Temporary Member shall conform to the Rules of the Institute in the same way as ordinary Members, but shall not be eligible to vote at any meetings.

#### 5. Visitors

(a) Every member over the age of sixteen shall be permitted to introduce visitors into the Institute, but the same visitor shall not be admitted more than once in any calendar month unless special permission be obtained from the Committee.

(b) The names of visitors and those of the members introducing them shall be entered in the Visitors Book provided for that purpose. The Introducing Member shall be responsible for the good conduct of the visitor so introduced while on the Premises.

(c) No person shall be introduced as a visitor who has forfeited his or her right to membership through non-payment of his or her subscription or who shall have been expelled from the Institute or rejected as an Applicant.

(d) Any visitor introduced by a member and authorised guests shall be allowed to pay for excisable articles sold on the Institute premises, subject to sub-rule (f) of this rule.

(e) In accordance with the Club Premises Certificate issued under the Licensing Act 2003, (as amended 27 June 2013) the Institute will permit Members and visitors to attend functions held on the Premises up to the legal limit as specified by the local Fire Authority. Such visitors shall be permitted the full use of the Institute's social and bar facilities, excepting the use of the snooker tables and badminton court, unless express permission to use such facilities is given at the discretion of the Committee providing that they be of

good behaviour and observe the Rules and Regulations. No person covered by this rule shall have any other rights of membership, and any right of entry to the Premises shall be for such functions as shall be decided by the Committee. Any person so admitted to the Premises may be refused use of the Institute's facilities and asked to leave if guilty of any breach of the Rules and Regulations. The Committee reserves the right to charge a fee for entry at its discretion. Provided that under Part 5 of the Licensing Act 2013, a Temporary Event Notice shall be required to hold functions at which sales of intoxicating liquor are made by virtue of this rule and which (apart from the sale of food and drink) are unconnected with the Institute, shall be limited to twelve in any one year.

(f) A sale and supply of intoxicating liquor by or on behalf of the Institute for consumption on the Premises may be made to any person whom the Committee for the time being shall have approved of under paragraph (d) or (e) of this Rule hereof provided that :-

(i) any such person is a member of another club which is either registered in respect of premises in the locality which are temporarily closed, or which has objects of a similar nature to those of the Institute; or

(ii) any such person is attending the Premises at the invitation of, or with the permission of the Committee.

## 6. Constitution, Election and Powers of the Committee

(a) The affairs of the Institute shall be managed by the Committee. Four members of the Committee shall retire at each Annual General Meeting. All retiring members of the Committee shall be eligible for re-election. At each Annual General Meeting, sufficient members shall be elected to fill such vacancies. If there are more nominations than are sufficient to fill such vacancies, the election shall be by ballot. If there are not sufficient nominations, then any vacancy may be filled by remaining Committee on terms they see fit.

(b) All of the Officers (excluding the Secretary, as a paid member of staff appointed by the Committee) shall retire at each Annual General Meeting. The President, Vice-Presidents and Treasurer will be eligible for re-election at the Annual General Meeting.

(c) Any Member proposed for membership of the Committee as an Officer shall first be recommended for such a position by the Committee. Every Member proposed for membership of the Committee shall be proposed by and seconded by two Members who have paid their Subscriptions. Such proposals shall be delivered in writing to the Secretary not less than six clear days before the Annual General Meeting, and the names of every candidate and the names of his or her proposer and seconder shall be posted in the Premises not less than five clear days before the said Annual General Meeting.

(d) Any three members of the Council may constitute themselves into an emergency committee to deal with any breach of order. Such committees shall have power to suspend any Member for a period not exceeding one month or until the next meeting of the whole Committee. Every suspension shall be reported to the Committee.

(e) A member of the Committee, ceasing to be a Member, or being absent from the Committee meetings for six calendar months without giving, in the opinion of the Committee, sufficient reason therefore, shall cease to be a member of that Body.

(f) Whenever a casual vacancy occurs in the Committee, it may be filled by a member invited by the Committee present at the next meeting. The person/s co-opted shall remain on the Committee until the next Annual General Meeting in a non-voting capacity.

## 7. Committee Powers

The Committee shall have the power :-

(a) To join and continue the Institute as a member of any other association having similar objects, upon such terms and for such period as the Committee shall determine.

(b) To build, buy, hold, rent, or hire such houses, buildings and premises as may be necessary for the purpose and objects of the Institute and to manage or let the same and to mortgage and raise money on the security of the same.

(c) To make Rules and Regulations not inconsistent with those rules for the management of the Institute establishing the duties of the Officers and determining the terms and conditions relating to the employment of any employees of the Institute (including for the avoidance of doubt the Secretary), and to alter or repeal the same, and to declare penalties and expulsions for any breach of them.

(d) Subject to Rule 5(f), to admit non-members to any of the privileges of the Institute upon such terms as the Committee may decide.

(e) To appoint sub-committees to control the various activities of the Institute and to define their powers. The Committee shall have the power to appoint onto such sub-committees any Member who has been a Member for six calendar months, regardless of whether he or she is a member of the Committee.

(f) To reprimand, suspend or expel any Member who shall have infringed any of the Rules and Regulations, or whose conduct, in their opinion, has been prejudicial to the character, property or interests of the Institute. Any Member against whom a complaint has been lodged shall be afforded reasonable opportunity of meeting the charge brought against him or her, either verbally or in writing, and no Member shall be expelled unless by the votes of a majority of three-fourths of the Committee then present and voting. The decision of the Committee shall be final. A Member so expelled, shall not be eligible for re-election for one year thereafter, or such shorter period as the Committee may determine.

(g) Any Member expelled from the Institute may, within one calendar month of the date of expulsion, lodge an appeal in writing with the Secretary, whereupon the Committee shall convene a meeting of Members to be held within six calendar months of the lodging of the appeal, to consider a motion to confirm or rescind the expulsion, at which meeting the Member so expelled may be present and address the meeting on the subject of the appeal. The meeting shall be conducted in accordance with the relevant provisions of these rules save that the voting shall be by ballot of the Members present in person at the meeting and entitled to vote. If the resolution is passed by not less than one half of the Members present and entitled to vote and voting, the expulsion shall remain in effect. Otherwise the expulsion of such Member shall forthwith be rescinded upon payment of any outstanding Subscription.

(h) The setting aside of the whole of any part or parts of the premises for any class or classes of Member and visitors to the Institute, at any particular time or times or for any particular purpose or purposes.

(i) To set the terms and conditions upon which visitors shall be permitted to use the Premises.

(j) To elect from time to time as honorary members, without Subscription, those who, if the opinion of the Committee, have rendered special service to the Institute.

(k) To exercise such other powers as shall from time to time be vested in the Committee at general meetings of the members, and generally to manage the affairs of the Institute.

#### 8. Meetings of the Committee

(a) The Committee (of whom five shall form a quorum) shall meet at least once every calendar month, and at such times as may be appointed. Such meetings shall be convened by circular issued by the Secretary or otherwise as determined by the Committee. At any time three members of the Committee may call for a Special meeting of the Committee by giving notice in writing to the Secretary to convene the same, and specifying the objects of such meeting. The Secretary shall give at least three clear day's notice of such meeting to each member of the Committee, and specify the objects for which it is convened.

(b) The Committee shall elect a chairman to chair all meetings of the Committee and a Vice-Chairman, at the first meeting following their election. In the absence of the elected Chairman, the Vice-Chairman shall chair any Committee meeting. If neither Chairman nor Vice-Chairman is present at the meeting, the members of the Committee present may choose one of their number to act as chairman of the meeting.

(c) All questions, except where otherwise provided, shall be decided by a majority of votes, and, in the case of an equal division of votes, the Chairman of the Committee meeting shall have a second and casting vote.

(d) No resolution passed by the Committee shall be rescinded unless notice shall have been given at a previous meeting of the Committee of intention to propose such rescission.

#### 9. Minutes

Minutes of the proceedings of the Committee and of all meetings of the Members shall be entered in books provided for the purpose and the minutes of each meeting shall be signed by the Chairman of the Committee at the next meeting.

#### 10. Accounts

(a) A fully qualified accountant shall be appointed as auditor of the Institute at each Annual General Meeting.

(b) At each Annual General Meeting, the Committee will present a report of the proceedings of the Institute, and the Institute's auditor shall present an auditor's report together with a balance sheet duly audited, for the preceding year ending 31st December. The accounts of the Institute shall have been previously considered by the Committee and approved.

## 11. Annual General Meeting

The Annual General Meeting shall be held on such day in the month of March as the Committee shall determine, provided that if for any reason it shall not be possible to hold the Annual General Meeting in March it shall be held as soon as possible thereafter. Save as herein otherwise provided, every full member shall be entitled to vote at the Annual General Meeting and any other properly convened meeting of the Members.

## 12. General Meetings

At the Annual General Meeting, at which the President, or in his or her absence a Vice-President shall preside, the business shall be arranged in the following order :-

(a) The report of the Committee and the audited accounts of the Institute shall be received and submitted for adoption.

(b) The Officers (excepting the Secretary and Committee for the ensuing year shall be elected in accordance with Rule 6.

(c) Subject to Rule 12(f) below, the Members present at the Annual General Meeting shall consider any motion of any Member, to alter, repeal, or make any new Rules and Regulations of the Institute. Provided such motion shall have been lodged with the Secretary not less than three weeks previous to the date of the Annual General Meeting.

(d) Any five members of the Committee, twenty-five Members, or one fifth of the total number of Members may by giving to the Secretary notice, in writing, require the Secretary to convene a meeting of the Members to consider and if thought fit to pass a motion to alter, repeal, or make any new Rules and Regulations of the Institute. The Secretary upon receipt of such a notice, shall be required to convene a Special General Meeting within six months of the date of the notice.

(e) At every Annual General Meeting and Special General Meeting, each Member present in person (save as hereinafter mentioned) shall have one vote and in the case of equality in voting, the President (and chairman of the meeting) (and in his or her absence, his or her Vice-President as acting chairman) shall have a second or casting vote. Non-voting Members and all Members under the age of eighteen years shall not be entitled to vote at any meeting of the Members. The Committee shall be empowered if they think fit, to make regulations for enabling the Members unable to be present to vote in writing.

(f) No motion proposed in accordance with clauses 12(c) and 12(d) above shall be made at any meeting of Members, unless notice shall have been posted up for two weeks in the main hall of the Premises previous to such meeting. No motion of which such notice has been given shall be carried unless three-fifths of the Members present and entitled to vote, vote for the same.

## 13. Legal Provisions

(a) All Fixtures and Fittings shall be vested in the Committee for the time being.

(b) The person to sue and be sued on behalf and, in the name, of the Institute shall be the Secretary. The Trustees hereby agree and undertake fully and effectively to indemnify and keep indemnified the Secretary as well after as before the expiry or termination of his or

appointment hereunder for and against all damages, losses, claims, demands, expenses (including legal and professional expenses), costs and liabilities which he or she may at any time incur as a result of any claim made against him or her under this provision.

#### 14. Licensing

The Institute shall be registered under the provision of the Licensing Act 2003 or any statutory modification thereof. There shall be kept on the premises a register of names and addresses of the Members and a record of the last payment of their Subscriptions.

#### 15. Trustees

The Trustees shall not be more than six or less than two and the Property shall be vested in them. The Trustees shall deal with the Property as directed by the resolution of the Committee (of which an entry in the minute book, signed by the Chairman of the Committee shall be conclusive evidence) and they shall be indemnified against all risks and expenses by virtue of them dealing with the Property. If any Trustee shall cease to be a Member or if a resolution to remove him or her shall be passed by a meeting of the Members, that Trustee shall be presumed to have given notice of a desire to resign his or her office as a Trustee. Vacancies in the number of Trustees shall be filled by Members nominated for that purpose by the Committee and approved by the Members at an Annual General Meeting or a Special General Meeting. The Member proposed by the Committee shall be deemed to be approved by the Members at such an Annual General Meeting or a Special General Meeting if a simple majority of Members present and entitled to vote, vote for the same. Any two or more of the Trustees shall execute all deeds and any other documents needed to carry into effect any resolution of the Committee.

#### 16. Bye-Laws

(a) The Club Premises shall open from 0930 hours to 2330 hours each day from Monday to Saturday (and Sunday as determined, from time to time, by the Committee) except Christmas Day, Boxing Day and other Bank Holiday Mondays when the Club premises shall be closed all day. The car park will be open for Members from 0930 hours to 1130 hours Monday to Saturday each week, and on Sundays as determined, from time to time by the Committee. The times and days of opening and closing including Bank Holidays may be varied on the authority of the Committee. The hours for the sale of alcoholic liquor shall be in accordance with the Premises Licence granted by Dudley Metropolitan Borough Council, at the discretion of the Committee, or other such time as Dudley Metropolitan Borough Council may from time to time sanction. No intoxicating liquor shall be supplied in the Premises for consumption on or off the Premises except to a Member on the Institute Premises. No intoxicating liquor shall be supplied in the Institute for the consumption on or off the Institute Premises to any person under the age of 18 years.

(b) The Committee shall not be held responsible for the loss of, or damage to, any article whatsoever left on the Premises by Members or visitors.

(c) No bill, notice, placard or newspaper shall be posted or distributed in or about the Premises without permission of the Committee and no books, papers nor pamphlets shall be admitted into the Institute without the sanction of the Committee.

(d) No member, unless authorised, shall on any pretence take away, mutilate or destroy any newspaper, pamphlet, book or other article which is the property of the Institute.

(e) Authorised dogs only shall be allowed on the Premises.

(f) The Premises shall not be used for betting nor for any unlawful game nor shall they be used for any other game save as shall have been approved by formal resolution of the Committee which the Committee may, without notice and at any time, wholly or in part revoke or amend.

(g) The Committee shall, at their discretion, specify the standard of dress which is acceptable throughout the Premises at all times.

(h) Any Member suspended from Membership for a period shall during that period cease to exercise any of the rights and privileges of Membership but, if the Committee so decide, shall remain liable to pay his or her subscription.

### 17. Dissolution

If at any Special General Meeting a resolution for the dissolution of the Club shall be passed by a majority of the Members present and at a Special General Meeting held not less than six weeks thereafter (of which not less than four weeks written notice shall have been given to each Member) and at which not less than one half of the Members shall be present that a resolution shall be confirmed by a resolution passed by a majority of three-quarters of the Members voting thereon, the Committee shall thereupon, or at such future date as shall be specified in such a resolution, proceed to realise the property of the Club and after the discharge of all liabilities shall divide the same, in proportion to the length of time of each current Member has been a Member of the Club, ('broken' membership, or membership transferred to a nominated partner upon the decease of a member shall be determined by the Committee at such appropriate time), among all the ordinary and Life Members, and upon the completion of such division the Club shall be dissolved.

(Amended Rules for adoption at Annual General Meeting March 2015)

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Changes agreed.