

Constitution

THE ESSA CLUB

1. Name

The club will be called "*The Essa Club*". It is a Private Members and is an unincorporated Association. The members will be bound by the constitution and rules of the Club.

- *The Address of the Club is:* The Essa Club, 4 Lower Fore Street, Saltash, PL12 6JX
- *Tel No.* 01752 941233

2. Aims and objectives

The aims and objectives of the club will be:

- To promote and facilitate such social and other facilities for members as may be from time to time determined.
- To manage the Club Premises
- To ensure a duty of care to all members of the club.
- To ensure all present and future members receive fair and equal treatment.

3. Membership

Membership should consist of officers and members of the club.

All members will be subject to the regulations of the constitution and by joining the club will be deemed to accept these regulations and codes of practice that the club has adopted.

Members will be enrolled in one of the following categories:

- Full member.
- Corporate Membership. (For groups and others who want to use the club facilities for meetings)

4. Membership fees

Membership fees will be set annually and agreed by the Management Committee and proposed for agreement by the members at the Annual General Meeting.

Fees will be Due on the 1st of May each year; Fees for Corporate Membership will be set by the committee based on the Numbers and objectives of the group concerned.

5. Officers of the club

The officers of the club will be or the discretion:

- Chairman.
- Honorary Secretary.
- Honorary Treasurer.
- Honorary Bar Secretary.
- The Entertainment Sectary
- Any other relevant position.

Officers will be elected annually at the Annual General Meeting.

All officers will retire each year but will be eligible for re-appointment.

6. Committee

The committee shall consist of the Officers and Full Members of the Club elected at the Annual General Meeting. No member shall be eligible for election to the Management Committee without having been a full member of the Club for a minimum period of one year.

Candidates for election to the Committee, shall be those Members of the retiring Committee eligible to offer themselves for re-election and such other Full Members whose nominations have been duly proposed and seconded by Full Members of the Club

If the number of candidates duly proposed and seconded shall exceed the number of vacancies to be filled, the election at the A.G.M. shall be by ballot. If the number of candidates for election is equal to, or less than the number of vacancies to be filled, then all candidates shall be deemed to be elected if two-thirds of those present at the A. G. M. and entitled to vote, vote in favour of such election.

In the event of the ballot failing to determine the members of the Committee because of an equality of votes, a second ballot to take place to include only those candidates involved in the tie: should a tied vote result after a second ballot, the candidate to be elected will be determined by lot.

If, for any reason a casual vacancy shall occur, the Committee may co-opt a Full Member to fill such a vacancy until the next following Annual General Meeting.

The Committee shall meet at least every two months making such arrangements as to the conduct, place of assembly and holding of such meetings as it may wish.

Voting (except in the case of a Resolution relating to the expulsion of a Member), shall be by a show of hands. In the case of any equality of votes, the Chairman shall have a second and casting vote.

Five members personally present shall form a quorum at a meeting of the Committee.

7. POWER OF THE COMMITTEE

The committee shall manage the affairs of the Club according to the Rules and Constitution and shall cause the funds of the Club to be applied solely to the objects of the Club or for a benevolent or charitable purpose nominated by General Meeting.

The Committee may from time to time make, vary and revoke byelaws and Regulations not inconsistent with these Rules for the regulation of its internal affairs of the Club and the conduct of Members. Such byelaws shall be exhibited in the Club premises and shall remain in force and binding on the Members until revoked by the Committee.

The Committee may appoint such Sub-committees as it may deem necessary and may delegate such of its powers as it may think fit upon such terms and conditions as shall be deemed expedient and/or required by the law: such sub-Committees shall consist of such Members of the Committee or the Club as the Committee may think fit.

A Member of the Committee, the Bar Committee, a Sub-Committee or any Officers of the Club, in transacting business for the Club, shall disclose to third parties that he or she is so acting.

The Committee, or any person or Sub-Committee delegated by the Committee to act as agent for the Club or its Members, shall enter into contracts only so far as expressly authorised, or authorised by implication, by the Members.

In pursuance of the authority vested in the Committee by Members of the Club, Members of the Committee are entitled to be indemnified by Members of the Club against any liabilities properly incurred by them or any of them on behalf of the Club wherever the contract is of a duly authorised nature or could be assumed to be of a duly authorised nature and entered into on behalf of the Club.

8. Trustees

There shall be at least two and not more than four Trustees of the Club who shall be appointed from time to time as necessary by the Committee of the Club from among full members who are willing to be so appointed. A Trustee shall hold office during his lifetime or until he shall resign or cease to be a member of the Club, or until a resolution removing him from office shall be passed at a meeting of the Committee by a majority comprising two thirds of the Members present and entitled to vote.

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 is necessary and practicable, on trust for the use and benefit of the Club. On the death, resignation or removal from office of a Trustee, the Committee shall nominate a new Trustee in his place and as soon as possible thereafter, take all lawful and practicable steps to procure the vesting of all Club property into the names of the Trustees as constituted after such nomination.

For the purpose of giving effect to any such nomination, the Honorary Secretary for the time being is hereby nominated as the person to appoint new Trustees of the Club within the meaning of Section 36 of the Trustees Act 1925 and he shall by Deed, duly appoint the person or persons so nominated by the Committee.

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 Committee and shall have power to sell, lease, mortgage or pledge any Club property so held for the purpose of raising or borrowing money for the benefit of the Club in compliance with the Committee's directions (which shall be duly recorded in the minutes of the proceedings of the Committee) but no purchaser, lessee or mortgagee shall be concerned to enquire whether any such directions has been given.

The Trustees shall be effectually indemnified by the Committee out of the assets of the Club from and against any liability, costs, expenses and payments whatsoever which may be properly incurred or made by them in the exercise of their duties or in relation to any property of the Club vested in them, or in relation to any legal proceedings, or which otherwise relate directly or indirectly to the performance of the functions of a Trustee of the Club.

9. Finance

All club monies will be banked in an account held in the name of the club.

The Club Treasurer will be responsible for the finances of the club.

The financial year of the club will end on: The last Sunday of April each year.

An **audited** statement of annual accounts will be presented by the Treasurer at the Annual General Meeting and a copy posted on the Clubs notice board 14 days prior to the meeting.

Any cheques drawn against club funds should hold the signatures of any two of the three authorised full Members on the bank mandate.

Online Banking transactions should be overseen by a trustee with read only access to the bank account.

10. Annual General Meetings

An Annual General Meeting of the Club shall be held each year in the month of July, on a date to be fixed by the Committee. The Honorary Secretary shall at least fourteen days before the date of such meeting or any General Meeting as hereinafter mentioned, post in the Club premises notice thereof and of the business to be brought forward thereat.

No business, except the passing of the Accounts and the election of Officers, Committee and Hon. Auditors and any business that the Committee may order to be inserted in the notice convening the meeting, shall be discussed at such meeting unless notice thereof be given in writing by a member entitled to vote, to the Honorary Secretary by the 31st. May.

The Committee may at any time upon giving twenty-one days' notice in writing, call a General Meeting of the Club for any special business, the nature of which shall be stated in the summons convening the meeting and the discussion at such meeting shall be confined to the business stated in the notice informing the Members.

The Committee shall similarly call a General Meeting upon a written request addressed to the Hon. Secretary by at least Ten Full Members. The discussion at such meeting shall be confined to the business stated in the notice informing Members.

At every meeting of the Club, the Chairman, or in his absence a chairman elected by those present, shall preside.

Full member are entitled to an individual vote at the meeting, cooperate memberships are entitled to one vote which shall be cast by their leader their nominated representative.

Voting shall be by a show of hands.

In the case of equality of votes, the Chairman shall have a second or casting vote on any matter other than the election of Members of the Committee.

On any resolution properly put to a meeting of the Club relating to the creation, repeal or amendment of any Rule of the Club or the sale of any freehold or leasehold premises of the Club, such shall not be carried except by a majority vote of at least two-thirds of those present and entitled to vote.

11. Discipline and appeals

All complaints regarding the behaviour or code of conduct of members should be presented and submitted in writing to the Secretary.

The Management Committee will meet to hear complaints within 21 days of a complaint being lodged. The committee has the power to take appropriate disciplinary action including the termination of membership.

The outcome of a disciplinary hearing should be notified in writing to the person who lodged the complaint and the member against whom the complaint was made within 14 days of the hearing.

There will be the right of appeal to the Management Committee following disciplinary action being announced. The committee should consider the appeal within 14 days of the Secretary receiving the appeal.

12. Dissolution

A resolution to dissolve the club can only be passed at an AGM or SGM through a majority vote of the membership.

If upon the winding up or dissolution of the Club there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed amongst Members of the Club but shall be given to a registered local Charity/Charities to be determined by the Members of the Club by Resolution passed at a General Meeting, at or before the time of dissolution.

13. Amendments to the constitution

The constitution will only be changed through agreement by majority vote at an AGM or SGM.

14. Declaration

The Essa Club hereby adopts and accepts this constitution as a current operating guide regulating the actions of members.

Signed:



Date: 5/6/19

Name: S. Bette

Position: Chairman

Signed:



Date: 5/6/2019

Name: B. Johnson

Position: Club Secretary