



The Cheyne Walk Club, Northampton

2 Cheyne Walk, Northampton, NN1 5PU

The Club Rules

1. Constitution and objectives

The Cheyne Walk Club (the Club) shall consist of such members or memberships as the committee from time to time decide, with the constitution outlined in the following paragraphs.

The objective of the Club is to provide business meeting facilities as well as social and recreational facilities and refreshments for the benefit of its members and to provide and maintain premises at 2, Cheyne Walk, or at other premises additionally or alternatively considered necessary or desirable.

2. Members

Members shall be over the age of 18. Membership categories may be changed by the committee from time to time should this be decided to be in the overall benefit of the Club. Cheyne Walk Club does not discriminate and all members are currently charged the same subscription fees. Members have to hold membership for five continuous membership years to hold a beneficial ownership in the assets of the Club. The membership year commences 1st October.

3. Subscriptions

Subscriptions shall be due on 1st October in each year and

- a) If paid before 1st December of that year shall be such sum in respect of each category of membership as the Committee shall, prior to 1st October in each year decide. These sums can be raised to whatever sum the Committee feel necessary for the financial viability of the Club.
- b) If not paid by 1st December of that year a late payment fee may be added to the subscription. This sum will be decided by the Committee from time to time.
- c) The subscription fees will include an entrance fee for membership to the Club in such sum as the Committee shall from time to time decide.
- d) The Members will be allocated a Club account, and a sum of money from the subscription fee will be applied to this account for the purpose of purchasing beverages from the Club. The sums and the administration of the Club account for each member will be decided by the Committee and announced prior to 1st October in that year.
- e) Members joining after 9th January 2017 will have their membership renewals 12 months after their membership has been approved.

The Committee shall have the power to suspend from the rights of Membership any member whose subscription is in arrears. The Committee shall have the power to write to such Members who are in arrear with their subscription requiring that payment is made within 28 days, and if such subscription is not so paid to place upon the Club Notice Board a list of such defaulters. Only in exceptional circumstances shall those members so excluded be considered by the Committee for re-joining Membership.

4. Trustees

The Trustees of the Club shall be Full Members who are appointed by the Committee and shall not be less than two or more than four in number at any time. The appointment of Trustees shall be confirmed at the Annual General Meeting next following.

The property of the Club shall be vested in the names of not less than two Trustees.

The Trustees may deal with the property vested in them by way of sale, mortgage, charge, lease or otherwise as directed by the Club. Such direction shall be given as a resolution of the members of the Club passed by a majority of the Members present at a duly convened meeting of the Club and when so passed shall in favour of a purchaser, mortgagee, chargee, lessee or grantee be binding upon all members of the Club. The minutes of the meeting signed by the Secretary for the time being of the Club shall in favour of those persons be conclusive evidence that a direction complying in all respects with the above provisions of this rule was duly given to the Trustees.

Indemnity

The Trustees and members of the Committee shall not be liable (other than as Members) for any loss suffered by the Club as a result if their respective duties on its behalf, except such loss arises from their respective wilful default, and they shall be entitled to an indemnity out of the assets of the Club for all expenses and other liabilities incurred by them in discharge of their respective duties.

5. The Committee

The Committee shall be as follows:-

- a) The Trustees of the Club for the time being.
- b) Not more than 10 Full Members. Casual vacancies amongst Members of the Committee shall be filled if required by the Committee by the co-option of any Full Member. Such co-opted Member of the Committee shall remain on the Committee for the unexpired period that remains of the term of office of the Committee Member replaced. The Members may by resolution at an Emergency General Meeting remove any elected Committee member before the expiration of the period of office and appoint another member in stead. The Member appointed shall hold office during such time only as the Committee member in whose place they are appointed would have held had they not been removed. At the first meeting after the Annual General Meeting the Committee shall elect a Member who is to act as Chairman of the Club for the ensuing year. The Chairman shall be ipso facto Chair of any meeting of the Committee.
- c) At the Annual General Meeting (AGM) the two longest serving Committee Members shall retire and in the event of equal seniority the order of retirement shall be by lot.
- d) The retiring Committee Members may stand for re-election at the AGM.

6. Management and Accounts

The Committee shall manage the Club either personally or by delegating the Management as it shall think fit, and shall be empowered to make and thereafter alter or revoke regulations for observance by Members which it considers desirable in the interests of Members and the good management of the Club.

The Committee may meet together for the dispatch of business, adjourn and otherwise regulate its meeting as it thinks fit. The quorum necessary for the transaction of business shall be five, which must include the Chairman and/or Vice Chairman. Questions and matters arising at any meeting shall be decided by a majority of votes, and in the cases of an equality of votes the Chairman shall have a second or casting vote. The Secretary shall summon a meeting of the Committee upon a requisition in writing by no less than three Committee members. The Committee shall cause true accounts to be kept of the sums of money received and expended by the Club and the matters in respect of which such receipts and expenditure take place, and of the assets, credits and liabilities of the Club. A proper audited balance sheet shall be produced to the Members at each Annual General Meeting. The accounts shall be kept available for inspection at the Club's Office or at such other place or places as the Committee shall think fit.

7. Borrowing

The Committee may borrow up to £85,000 on behalf of, and for the purpose of, the Club.

8. Election of Members

The election of Members shall take place in the following manner. The name and address of any candidate seeking election as a Member with the names of proposer and seconder, and proposer's supporting statement; shall be posted on the Notice Board for at least seven clear days. Proposers and seconds must be Full Members of the Club. No Member may propose any candidate unless they themselves have been a Member for at least six months. During the seven days the list is posted on the Notice Board any Full Member may object to any candidate seeking election by putting his objections to the Secretary or a member of the Committee. The Committee will consider any such objections and its decision shall be final. A candidate must be met by either the Chairman or two members of the Committee before final election is ratified by the Committee.

No person who is rejected following application shall be eligible for a further proposal until the expiry of six months, and no person who has twice been rejected can re-apply.

9. Resignation

All notices of resignation shall be sent in writing to the Secretary and every member shall continue to be liable for payment of subscription until their resignation is received in proper form and accepted by the Committee. No refund of subscription shall be made.

10. Expulsion

It shall be the duty of the Committee, if any circumstances arise that are in its opinion likely to endanger the welfare and good order of the Club, to consider the matter. The Committee are empowered in this exercise of duty to suspend any Member from the rights of Membership for such a period as they determine, or to cancel the membership of the person concerned. The suspension period, in any instance, will be no more than twelve weeks. The Chair of the Club is empowered, after consultation with at least two members of the Committee, to order the immediate suspension of any Member whose conduct in the Club seems to require urgent action.

The Chair shall report the circumstances to the Committee at its next meeting and the Committee shall then decide what further action to take, if any, in this matter. There shall be no appeal against an order of suspension by the Chair or Committee, but any person whose membership has been cancelled has the right to appeal to a General Meeting of Members. Notice of such appeal shall be in writing to the Secretary no later than fourteen days from receipt of the letter notifying the Committee's decision to cancel the membership. The Committee, on receipt of the appeal, order the convening of an Extraordinary General Meeting (EGM) as soon as may be deemed by the Committee practical, and in any event no later than twenty eight days after the appeal was received. The person appealing may attend the meeting, but otherwise will be regarded as under suspension until the matter is resolved. At the EGM voting shall be decided by show of hands, unless ballot is required by no less than five Members present. In this case a ballot will be taken in such manner as the Committee shall determine. A majority of not less than two thirds of those voting at the meeting or in any subsequent ballot shall be necessary to secure the acceptance of the appeal. No person whose membership has been suspended or cancelled shall have any part of their subscription returned, nor shall any person whose membership has been cancelled shall be eligible for re-election.

11. Guests

A Full Member may introduce a guest into the Club, but no person shall be introduced more than twelve times in a calendar year. Guests must be signed into the Club's visitor's book by the introducing Member.

Members may bring into such parts of the Club as the Committee shall from time to time designate those of their family of such age as the Committee shall decide. Those over the age of 18 being eligible for membership must then be considered guests under this rule.

Club special events, functions and dining in restaurant areas do not fall under this rule.

12. Hours

The Club shall be open on such days and at such times as the Committee shall decide. The permitted hours for the sale and consumption of alcoholic liquor shall be such as the Committee shall decide, within the limits allowed by the local authorities.

13. Licensing

- a) No person shall derive any pecuniary benefit from the purchase, sale or supply of alcoholic liquor by the Club.
- b) Alcoholic liquor may be supplied or sold to Club members and their guests.
- c) Alcoholic liquor may be supplied or sold to persons attending a function or event or set Sunday or Saturday dining events authorised by the committee provided that:
 - i) Such a function is promoted by and is the responsibility of a Member of the Club who is present at such a function or
 - ii) Such other function, not being provided by (i) hereof, limited to 26 functions in any one year.

14. Animals

No animals shall be permitted in the Club other than registered guide dogs, and entry of such animals into the Club this shall first be agreed by a member of the Committee.

15. Complaints

All complaints respecting provisions, charges, behaviour or any other matter shall be made in writing to the Secretary to be laid before the Committee for consideration and response. Response will be in writing on behalf of the Chair or Committee.

16. Annual General Meeting

The AGM shall be held at such a time and place as the Committee shall determine.

- a) The business of the AGM shall be to receive and consider the Club's accounts, the reports of the Committee; and that of the Auditor if an Auditor is appointed, to elect the Committee and other officers in place of those retiring in rotation, and to transact any business that the Committee or Members require transacted.
- b) Notice of each AGM shall be posted to the Notice Board of the Club 35 days before the holding thereof, with an intimation that nominations for membership of the Committee shall be lodged with the Secretary.
- c) Written nominations of all Members to be proposed for election to the Committee must be signed by the proposer and seconder, and must be lodged with the Secretary at least 14 days before the holding of the AGM.
- d) The names of Members so proposed who shall have been Full Members for at least one year, and of their proposers and seconders, shall be posted on the Club Notice Board at least 10 days before the meeting.
- e) Any Member desiring at the General Meeting to propose any motion or amendment or alteration to the Rules and Regulations of the Club shall give notice of the terms of the resolution in writing to the Secretary at least 21 days before the date of the AGM, so that this motion or alteration can be posted on the Notice Board of the Club at least 14 days before the AGM.

17. Extraordinary General Meeting

The Full Members of the Club can demand an Extraordinary General Meeting (EGM) to discuss and resolve issues arising. To convene the EGM a requisition must be presented in writing to the Secretary, signed by no fewer than 25 Full Members. Seven days notice, specifying the time and place of the EGM and the nature of the business under discussion and an agenda for discussion shall be posted on the Notice Board of the Club. A copy will be issued to every member by post or nominated email account and no business other than that of which notice has been given shall be brought forward at the EGM.

The Committee shall, when deemed necessary, convene an Extraordinary General Meeting (EGM). They will specify the objectives of the EGM and the process will be as above.

18. Management of Meetings

At least 21 days before the AGM or any EGM (unless in the case of the EGM there is an urgency) formal notice of the meeting and the business to be transacted shall be posted on the Club Notice Board and a copy shall be sent to all Full Members by post or to their nominated email address within seven days of posting. No business other than the agenda items shall be brought forward at such meetings.

The notice concerning the AGM shall contain the previous year's AGM minutes, balance sheet and statement of accounts for the previous year. If only draft accounts are available at the time of notice or at the AGM the accounts can be approved subject to audit.

19. Vote

At any Meeting a Member shall have only one vote.

20. Capital Expenditure and Dissolution

Any proposition involving (subject to Rule 7) borrowing or capital expenditure deemed major by the Committee or capital reconstruction shall only be passed at a General Meeting by a two thirds majority of those attending, except that if, at any 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 notice shall have been given to each Member) and at which not less than one half of the Full Members are present. The resolution to dissolve and realise the property of the Club after discharge of full liabilities shall divide the same amongst all Full Members who have been Full Members for at least five years.

21 Alterations to the Rules

No alteration or addition of these Rules shall be made without the consent of a majority of the Members present at an Extraordinary or General Meeting of the Club.

22. Liability

Nothing in the rules shall be intended to conflict with the laws of England and Wales existing at any given time and the law shall prevail at all times.

Neither the trustees nor the Committee shall be personally liable, other than as members, for anything done on behalf of the club that results in a loss being suffered by the club. The exception to this shall be if any trustee or member of the committee act without proper (or any) authority provided under either specific resolution of the full members or within the provisions of the rules. Should any trustee or member of the committee act beyond their authority any personal liability shall be limited to the actual financial loss suffered by the club, together with any costs incurred and associated to the necessary restoration.

Revised January 2017