

BILTON CLUB – RULES OF THE CLUB

1. Name and Objectives

The Club shall be called Bilton Working Men's Club (Harrogate) Limited, trading as Bilton Club (hereinafter called "the Club"). Its objectives are to carry on the business of a Club by providing for the use of its members and guests, the means to socialise in a safe, inclusive and friendly environment.

2. Registered Office

The Club is registered at 136 Skipton Road, Harrogate, North Yorkshire HG1 4LL under company registration number IPO32024. Notice of any change to the registered office shall be sent by the secretary within 14 days of any change to the Financial Conduct Authority as required by the Act.

3. Contracts/Deeds

Under the authority of a resolution of the managing committee, a deed or contract may be dated and attested by the signatures of a member of the managing committee and secretary or two committee members signing such document without a seal.

4. Use of Name

The registered name of the Club shall be displayed prominently at the premises at which the business of the Club is carried on and shall appear on all business-related documents.

5. Powers

The Club shall have full power to do anything necessary for the achievement of the Club objectives specified in its 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.

6. Shares

Shares shall be of 10p in value and will not be withdrawable or transferable. 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.

7. Admission of Members

A prospective member can be nominated by any existing member of more than six months standing who is able from personal knowledge to vouch for their suitability to be a member. Both shall sign a nomination form and the candidate shall deposit the value of one share within the joining fee which will be returned in the event of non-acceptance as a member. The acceptance of an individual is purely at the discretion of the managing committee resulting from any required due diligence. No candidate shall be elected who is under 18 years of age. Each new member will be given a copy of the rules upon request.

8. Admission of Non-Members

The Club will allow non-members to use the premises providing they adhere to the Rules of Club as displayed - attendance in the Club implies the acceptance of the Rules. The Rules as applied to members shall not apply to non-members in the case of disciplinary matters – any non-member who does not conduct themselves in a proper manner is likely to be banned for an indeterminate period, as agreed by the managing committee.

9. Subscriptions

Every member shall pay an annual subscription to the Club, the cost of which shall be determined by the managing committee. All subscriptions fall due for renewal on 1st January each year. The subscription must be paid before the member is entitled to any of the privileges of the Club. There

is joining fee for new members which will be set by the managing committee.

Any member who has not paid their subscription by 1st February shall be considered in arrears, and if not paid by 1st March shall cease to be a member. No member in arrears shall be permitted to any member benefits or be considered a member for the purposes of these rules.

10. Register of Members

The Club shall keep at its registered office a register of members which records 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.

For the purpose of this rule "an officer" includes every member of the managing committee.

Every member shall, within 14 days, give notice to the secretary of any change in his address. Correspondence sent to a member's last known address as entered in the register of members shall be deemed to have been received.

11. Cessation of Membership

Members shall cease to be members:

- (a) By non-payment of subscription as outlined in Rule 9. Anyone whose membership has ceased from this cause shall not be elected to membership unless they pay such a fee or fine as determined by the managing committee
- (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 this
- (d) By death

12. Misconduct of Members

(a) Any Club Officer present upon the Club premises has the power to order the withdrawal from the Club premises any member who infringes any rule or whose conduct whether within the Club or elsewhere shall in his opinion render a member unfit for further entry to the Club. A member 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 settled the matter and until such time as the managing committee may decide to permit entry conditionally or otherwise. Where the member 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 12 (b) and (c) shall apply.

(b) The officer who orders the withdrawal of a member for misconduct as per Rule 12(a), that member not being the subject of proceedings in any court of law, shall at the next ordinary meeting of the managing committee lay a complaint upon which the managing committee must decide whether or not to formally charge the member. If the managing committee by a majority of members present at the meeting so decide that on the face of the complaint there is a case to answer the secretary will write to the member setting out the charge or charges and summon him to appear before the managing committee giving not less than 3 clear days' notice to afford the member an opportunity to advance a defence.

(c) The managing committee having found a member guilty of a charge by a simple majority of their number present must by at least two-thirds of the said managing committee vote for the member to be reprimanded, suspended (for a period not exceeding 12 months) or expelled to

render it effective. A member convicted of any offence by any court of law may be suspended or expelled in his absence. A suspended member 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 in writing within three days of the managing committee meeting at which the decision was reached and the members' right of appeal procedure explained in the letter.

13.Right of Appeal

A member suspended or expelled shall have the right to appeal to the managing committee within 14 days of the date of the letter advising them of their expulsion. This should be in writing, addressed to the secretary. The managing committee, or a majority of them, shall have full power to alter or rescind such suspension or expulsion as they may think fit, and there shall be no appeal from their decision.

14.General Meetings Ordinary Meetings

An annual meeting will be held not later than the 31st May on a date to be fixed by the managing committee. A notice of the agenda shall be posted in the Club with at least ten days' notice.

The business of the annual general meeting shall be to receive the accounts and balance sheet as audited and the report of the auditor. At the annual meeting a report for the year shall be presented by the managing committee. The meeting shall consider such other business as may be submitted by the managing committee or any motion 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.

The auditor shall be entitled to attend any general meeting of the Club and to receive all notices and other communications relating to any meeting which concerns him as auditor.

Special Meetings

A special meeting shall be called by the secretary in the following cases:

- (a) Upon the direction of the managing committee, and in accordance with such direction
- (b) 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 thereof. Such meeting shall be held within not less than 14 and not more than 21 days from the date of the receipt of the request. Notice of any special meeting, and of the object for which it is called, shall be posted by the secretary in the Club at least 10 days prior to the date of the meeting. No business other than that named in the notice shall be brought before a special meeting

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.

Voting

Each member present shall be entitled to one vote on each motion.

15.Rules Supply

The secretary shall provide to any member a copy of the Rules on request. A copy of the rules will be on clear display within the Club.

Amendment

These rules may be amended only at a 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 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 rules of the Club must be given to the relevant Licensing Authority within 28 days after the change is made.

16. Managing Committee Powers of Managing Committee

The managing committee shall consist of the president, secretary, treasurer, 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 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 objectives of the Club and have due regard to any resolution or recommendation of any general meeting. Nothing in these rules shall enable the managing committee to declare any dividend or make any monetary grants to the members, or to apply the Club's funds, except for the purposes of the Club itself. The managing committee shall meet not less than once a month and not less than one half of the total of the managing committee shall form a quorum. No resolution of the managing committee shall be rescinded unless notice to rescind has been given at the previous meeting of the managing committee. No members of the Club staff shall be allowed to be on the Managing Committee

Retirement, Vacation or Cessation of Membership

Any officer or committee member not attending for three consecutive meetings without good reason shall cease to be a member of the managing committee and in the case of an officer shall also be removed from office. Any committee member or officer who ceases to be a member, or who is suspended under Rule 12, or resigns or who shall cease membership of the Club by any reason shall vacate his seat. Any vacancy so occurring, or by any other cause, shall be filled by the managing committee. All those committee members who were elected before the date of the last election, shall retire at the elections held after the annual meeting, but shall be eligible for re-election. Any committee members selected to fill a casual vacancy shall hold office until the next elections.

Removal or Resignation

The managing committee, or any member thereof, may be removed by the votes of two thirds of the members present at a special general meeting 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 to hold 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.

17. Orders

No officer or committee member of the Club shall by virtue of his appointment, have 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 member of the managing committee, nor shall any honoraria be paid to managing committee members, unless authorised by a general meeting or on the authority of two officers in an emergency for the benefit of the Club.

18. Officers

The president, and treasurer shall be elected by ballot at the elections held each year following the annual meeting and shall remain in office until their successors are appointed. The secretary shall be elected by ballot and shall remain in office at the discretion of the Club.

Any of the officers shall be removable at any time provided two-thirds of the members present at a special meeting 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, with the managing committee having power to appoint a member to fill the vacancy. This provision shall not apply to the office of secretary. In the event of a vacancy arising in the office of secretary, the same shall be filled by ballot. The scrutineers last appointed shall obtain nominations and hold a ballot under the supervision of the president. Seven 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. Any officer shall vacate his office if suspended from membership under Rule 12 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 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 president or secretary within 28 days to the Licensing Authority.

The officers of the Club shall receive such honorarium, if any, or in the case of the secretary such salary, as the managing committee or a general meeting may from time to time determine. 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 a general meeting may determine.

The President

The president, or in his absence, the secretary, or in the absence of both such officers, an elected chairman shall take the chair at all general meetings and managing committee meetings of the Club.

Treasurer

The treasurer shall pay all monies received by the Club from all sources into the nominated bank account of the Club without any deduction, and provide to the managing committee, or a general meeting, an account of any monies received and expended by them. They will prepare accounts and balance sheets, and submit them to the auditor.

Secretary

The secretary shall be the executive officer of the Club. He shall keep upon the Club premises a database of the names and addresses of the Club members and a record of the subscription payments of each member. He shall carry out the directions of the managing committee, and subject to such directions, shall receive monies on account of the Club, and pay them to the treasurer; and keep such accounts as the managing committee may direct. He shall attend all meetings of the managing committee and take minutes of the proceedings.

The secretary shall ensure that a copy of the Club Premises Certificate, is kept at the Club premises for the purpose of Section 94(2) of the Licensing Act 2003, who may be the secretary, 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, and a notice specifying the position he holds at the premises are prominently displayed at the Club premises.

19. Annual Return to Financial Conduct Authority

(1) The treasurer shall send to the Financial Conduct Authority once in every year, within the time allowed by legislation, an annual return relating to the Club's affairs for the period required by the

Financial Conduct Authority, along with a copy of the report of the auditor on the Club's accounts for that period. The annual return shall be made up for the period beginning with the date of registration of the Club under the Co-operative and Community Benefit Societies 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 by the Financial Conduct Authority and contain such particulars as may 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 displayed in 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 displayed in the Club.

20. Inspection of Books

Any member or person having an interest in the Club funds may at all reasonable times inspect all accounts including the particulars in the register of members, except those mentioned in paragraphs (b) of Rule 10, 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 his written consent. Any requests for inspection will be subject to current GDPR Regulations.

21. 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 being remaining undischarged shall not exceed £500,000.

22. Audit

An audit, as required in law or where the membership require, will be carried out by a qualified auditor. Where there is no requirement to carry out an audit a qualified auditor will be appointed to act as the reporting accountant. Any appointment of an auditor shall be made by resolution of a general meeting of the Club.

If a report is required a person qualified to audit the societies accounts must be appointed within 28 days of the end of the year to make it.

A qualified auditor appointed to audit the accounts and balance sheet of the Club for the preceding year of account shall be re-appointed as the qualified auditor of the Club for the current year of account (whether or not any resolution expressly re-appointing him has been passed).

None of the following persons shall be appointed as qualified auditor of the Club:

- an officer or servant of the Club.
- a person who is a partner of or in the employment of or who employs an officer or servant of the Club.

The qualified auditor shall in accordance with Section 87 of the Co-operative and Community Benefit Societies Act 2014 make a report to the Club on the accounts examined by him and the balance sheet of the Club for the year of account in respect of which he is appointed.

The qualified auditor shall have a right of access at all times to all 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.

23. Nominations and Proceedings on Death or Bankruptcy

Upon a claim being made by the personal representative of a deceased member or the trustee in bankruptcy of a bankrupt member to any property in the Club belonging to the deceased or bankrupt member the Club shall transfer or pay such property to which the personal representative or trustee in bankruptcy has become entitled as the personal representative or trustee in bankruptcy may direct them.

A member may in accordance with the Co-operative and Community Benefit Societies Act 2014, nominate any person or persons to whom (subject to the provisions of the Act) any of their property in the Club at the time of their death shall be transferred. On receiving satisfactory proof of death of a member who has made a nomination, the Club shall transfer or pay in accordance with the Act the full value of the property comprised in the nomination to the person entitled.

24. Application of Funds

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

25. 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) 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.

(b) In any investment in which trustees are, for the time being by law, authorised to invest funds.

26. Statutory Applications to the Financial Conduct Authority

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 application, 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.

One-tenth of the whole number of members, or if the number of members shall at any time exceed 1,000 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:

(a) Apply for the appointment of an inspector or inspectors to examine into the affairs of the Club and to report thereon; or

(b) Apply for the calling of a special meeting of the Club.

27. Dissolution

The Club may at any time be dissolved by the consent of three-fourths of the members, testified by their signatures on an instrument of dissolution in the form provided by the Act, or by winding up in a manner provided by the Co-operative and Community Benefit Societies Act 2014. The remaining assets, after the payment of all liabilities, shall be distributed amongst the members in equal shares. A member joining the Club on or after the date of registration of this rule, must have been a member and remain a member for at least 5 years before they become entitled to a share of any surplus assets on dissolution.

28. Conduct of Elections & Nominations

The election of officers and committee members shall be by ballot. At least three weeks before the date of 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 10 p.m. on the day following the closing of the annual meeting. No member shall be eligible for nomination unless he has been a member for at least six calendar months 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 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 three scrutineers appointed by the general meeting who shall not be candidates, committee members or officers. The scrutineers so appointed shall remain as scrutineers until their successors are appointed.

Ballot. When Held

Ballots shall be held during the week following the annual meeting or in the succeeding week. Ballots shall remain open 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 and 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 drawn by the president or his representative and approved by the scrutineers, and the members whose names are so drawn shall be declared duly elected.

Scrutiny

The scrutineers shall, at the conclusion of the ballot, seal 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, signed by not less than one-fifth or 50 members, whichever is the least and the scrutiny shall be carried out by three fresh scrutineers, to be elected by the managing committee and their decision shall be final.

29. 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 be settled by the managing committee unless the managing committee elect to refer the matter directly to a special meeting. An officer who is on the managing committee must not vote or act as a committee member in any dispute concerning him personally. The decision of the managing committee shall be final, unless any party aggrieved thereby shall within seven days, produce to the secretary a requisition satisfying the conditions mentioned in Rule 14 (2) (b), whereupon the decision shall be reviewed by a special meeting and its decision shall be binding.

Disputes between a Member and the Club

All disputes between a member or person aggrieved who has for not more than six months ceased to be a member, or any person claiming through such member or person aggrieved shall be referred to an independent arbitrator appointed by the managing committee whose decision shall be final.

30. Hours of Opening and Closing of the Club Premises

The Club shall open and close at such times as the managing committee may 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.

31. Life Members

The managing committee may, in their discretion, grant life membership to any member who has rendered special service to the Club, or who has been a fully paid-up member for 25 years. Life members shall not be liable to pay subscriptions under Rule 9 but shall be entitled to all the rights and privileges of Club membership, including the right to attend meetings, vote at elections and be nominated for committee or other office.

A life member must personally attend the Club annually or contact the Club by letter, from 1st January to 31st March to obtain a renewal of his certificate of life membership duly signed by the secretary. If a life member fails to obtain his annual certificate of life membership as indicated above, the secretary will write to the member notifying him that he has ceased to be a member of the Club.

The life member may within the 3 months 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 their life membership should continue and it will be for the managing committee in their absolute discretion to decide whether or not he should remain a life member.

Any life member who is suspended or excluded from the Club for whatever reason, shall forfeit their right to life membership and this privilege will be withdrawn.

32. Interpretation

Any reference to the Chief Registrar, Registrar, Central Office, Assistant Registrar (for Scotland), includes reference to the Financial Conduct Authority (FCA) or any other statutory successor carrying on the relevant functions of any of them.

33. Under 18 Years of Age

Alcohol shall not be supplied directly or indirectly to persons under the age of 18 whilst on the Club premises.