

**BLAYDON TENNIS CLUB LIMITED RULES**  
**Co-operative and Community Benefit Societies Act**

REGISTER NO: 4364

**RULES**

**1. Name and Objects**

The society (hereinafter called "the Club") shall be called BLAYDON TENNIS CLUB (DERWENTHAUGH) LIMITED. The main purposes of the club are to provide facilities for and to promote participation in the amateur sport of Tennis in Blaydon and the surrounding area.

**2. Registered Office**

The registered office shall be the premises of the Club at Derwenthaugh Park Spa Well Road, Blaydon NE21 6JA post code is correct

Notice of any change in the situation of the registered office shall be sent by the secretary within 14 days thereafter to the Financial Services Authority in manner and form provided by the Act.

**3. Use of Name**

The registered name of the club shall be kept painted or affixed on the outside of every office or place in which the business of the club is carried on, in a conspicuous position, in letters easily legible and shall be engraved or written in legible characters in all business letters, notices, advertisements and other official publications of the club and on all cheques and orders for money or goods, purporting to be signed by or on behalf of the club, and in all bills, invoices, receipts and letters of credit of the club.

**4. Powers**

The club shall have full power to do all things necessary or expedient for the accomplishment of all objects specified in its rules, including; i. 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;  
ii. the power to borrow money from its Members and others.

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**5. Membership**

The first Members of the Club will be the Founder Members. The Committee may at its discretion elect to membership any individual, corporate body or nominee of an unincorporated body, firm or partnership who supports the objects of the Club and who has paid or agreed to pay any subscription or other sum due in respect of membership for the time being in force.

- (a) Each member agrees as a condition of membership:
- (i) to be bound and subject to the Rules of Blaydon Tennis Club
  - (ii) to be bound and subject to the Rules and Disciplinary Code of the Lawn Tennis Association.

Rule 5(a)(ii) confers a benefit on the Lawn Tennis Association and, subject to the remaining provisions of this rule, is intended to be enforceable by the Lawn Tennis Association by virtue of the Contracts (Rights of Third Parties) Act 1999. For the avoidance of doubt, the members do not intend that any term of these rules, apart from Rule 2(a)(ii), should be enforceable, by virtue of the Contracts (Rights of Third Parties) Act 1999, by any person who is not a party to this agreement.

## **6. Shares**

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

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**

Membership of the club shall be open to anyone interested in the sport on application, regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs, except as a necessary consequence of the requirements of Tennis.

The club may have different classes of membership and subscription on a non-discriminatory and fair basis. The club will keep subscriptions at levels that will not pose a significant obstacle to people participating.

The club committee may refuse membership, or remove it, only for good cause such as conduct or character likely to bring the club or sport into disrepute. Appeal against refusal or removal may be made to the members.

An applicant for membership shall follow a process that the Club may determine from time to time. The Club shall have a membership secretary to review an application and unless there is reason in the absolute discretion of the membership secretary shall refuse the application the applicant shall be

notified of acceptance and shall complete a registration process as directed by the Club from time to time. Upon completion of that process and payment of the membership fee the applicant shall be admitted to membership. Every

member on admission shall be supplied with a copy of the rules.

An application for junior non-voting membership of the Club for a person under the age of 18 may be made by an adult on their behalf.

## **8. Subscriptions**

Every member shall pay to the funds of the club a subscription which shall become due as soon as he is elected to membership and may not be paid until he is so appointed. The subscription must be paid before the member is entitled to any of the privileges of the club. The rate of subscription shall be such sum as may from time to time be determined by the members in general meeting being not less than £1 and not exceeding £1,000 per year payable on the first day of April in each year.

Any member who has not paid his subscription by 31 May shall cease to be a member and shall not be permitted to use the club, or be considered a member for the purposes of these rules.

## **9. Register of Members**

The club shall keep at its registered office a register of members in which the secretary shall enter the following particulars:

- (a) The names and addresses of the members;
- (b) a statement of the number of shares held by each member and of the amount paid or agreed to be considered as paid on the shares of each member;
- (c) a statement of other property in the club, whether in loans, deposits or otherwise, held by each member;
- (d) 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;
- (e) 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 Club of any change in his address by whatever means are notified to him from time to time. Correspondence sent to a member's last known address as entered in the register of members shall be deemed to have been received.

## **10. Cessation of Membership**

Members shall cease to be members:

- (a) By non-payment of subscription. Any person whose membership has ceased from this cause shall not again be a member unless he pays such fee or fine as the managing committee may in its discretion determine.
- (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 the same.
- (d) By death.
- (e) By becoming an employee of the club with the exception of the secretary of the club.

### **11. Misconduct of Members**

(a) The secretary or president or in the absence of both such officers any officer present upon the club premises shall have power to order the withdrawal from the club premises of any member who shall infringe any rule or by-law 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 disposed of 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 11 (b) and (c) shall apply.

(b) The secretary or president or officer who orders the withdrawal of a member for misconduct as per Rule 11(a) that member not being the subject of proceedings in any court of law shall at the next ordinary meeting of the managing committee or as soon as practicable thereafter 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 and entitled to vote 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 and entitled to vote 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 .

## **12. General Meetings**

### **Ordinary Meetings**

(1) There will be at least one ordinary general meeting held each year on a date fixed by the committee but no later than 31<sup>st</sup> March. The meeting held by 31<sup>st</sup> March shall be the annual general meeting. At least ten days' notice of every ordinary general meeting, specifying the time and place of the meeting and enclosing a copy of the agenda, shall be notified to members and posted in the club.

The business of the annual general meeting shall be to receive the account or accounts and balance sheet or balance sheets as audited if required, and the report of the auditor on the revenue account or accounts and balance sheet. At the annual meeting a report for the year shall be presented by the managing committee. At each ordinary general meeting the purpose of the meeting shall be to consider such other business as may be submitted by the managing committee or any motion to be 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 notified to members and posted in the club.

The auditor shall be entitled to attend any general meeting of the club and to receive all notices of and other communications relating to any general meeting which any member of the club is entitled to receive and to be heard at any meeting which he attends on any part of the business of the meeting which concerns him as auditor.

### **Special Meetings**

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

(a) Upon the direction of the 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 by the secretary of the requisition.

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### **Notice to be Given**

(3) Notice of any special meeting, and of the object for which it is called, shall be notified to members and posted by the secretary in the club at least 10 days prior to the date of the meeting. Should the secretary not convene a special meeting in manner required hereby within 10 clear days after a duly

signed requisition has been delivered to him, any of the requisitionists may call such a meeting, giving such notice as is provided by this rule.

### **Business**

(4) No business other than that named in the notice shall be brought before a special meeting.

### **Quorum**

(5) A general meeting may proceed to business if there are in total at least one greater than the number of members of the managing committee as provided by Rule 14(1) within an hour after the time fixed for the meeting, otherwise the meeting, if convened on the requisition of the members, shall be dissolved, but if a meeting convened by order of the managing committee, it shall stand adjourned to the week following, at the same time, and the meeting so adjourned may proceed to business whatever be the number of members present. No meeting shall become incompetent to transact business from the want of a quorum arising after the chair has been taken.

### **Adjournment**

(6) 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**

(7) Each member present shall be entitled to one vote on each motion. Voting will be by a show of hands unless the Chairperson of the meeting shall direct otherwise. Unless expressly provided for otherwise in these Rules a resolution shall be passed by a simple majority of those voting.

## **13. Rules Amendment**

(1) These rules may be amended only at a general meeting called for that purpose. Notice of any proposed amendment shall be notified to members and 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

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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.

### **By-Laws**

(2) The managing committee shall have power to make such by-laws as it may consider necessary for the good government and order of the club, provided that no such by-laws shall conflict with any of the rules. A copy of all such by-laws shall be posted in a conspicuous place in the clubhouse.

#### **14. Committee Powers of Committee**

(1) The managing committee shall consist of the chairperson, treasurer, welfare officer and secretary and a minimum of 2 and up to 12 committee members, all of whom shall be above the age of 18. The Club may also elect officers to have special responsibility for specific tasks, such as for premises, membership, club development, welfare and standards.

All members of the Committee shall be elected or re-elected at the Annual General Meeting.

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 objects of the club. It shall have due regard to any resolution or recommendation of any general meeting, but shall not be bound to give effect to the same if in its judgment such action would be injurious to the best interests of the club. 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 clubs funds, except for the purposes of the club itself, and for the purposes specified in Rule 22. The managing committee shall meet not less than once a month or as may be agreed from time to time, by the managing committee 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.

#### **Retirement, Vacation or Cessation of Membership**

(2) Any officer or committee member not attending for three consecutive meetings shall, unless he send an explanation which the managing committee consider satisfactory, cease to be a member of the committee and in the case of an officer shall also be removed from office. Any committee member or officer who shall cease to be a member, or who is suspended under Rule 13, or tenders his resignation in writing or who shall cease membership of the

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club by any reason shall vacate his seat. Any vacancy so occurring, or by any other cause, shall be filled by the managing committee, or in such other manner as the managing committee may decide. 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**

(3) The committee, or any member or members thereof, may be removed by the votes of 75% 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 for holding 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.

### **15. Orders**

No one 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.

From time to time the members may determine in general meeting that one or more member(s) of the managing committee may receive free personal membership for such period as the members may determine in lieu of those persons being entitled to charge for his or her time in being engaged on Club business.

Save as set out above 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.

### **16. Officers**

(1) The club shall have the following officers: A chairperson, treasurer and secretary. Each of these officers 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.

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,

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the managing committee having power to appoint a member to fill the vacancy. Any member so appointed shall hold office for the unexpired period for which his predecessor was elected.

Every Officer dealing with club monies shall be insured with a recognized guarantee society for the due performance of his duties in such sum as the managing committee or a general meeting may determine.

#### **The Chairperson**

(2) The chairperson or in their absence, an elected chairman shall take the



chair at all general meetings and managing committee meetings of the club.

The chairman will form the agenda for each monthly meeting, with input from other committee members and chair the monthly meeting. In addition the chairman will be a contact for members and external bodies who may wish to raise new opportunities for the club. The chairman will also provide guidance and support to other committee members to ensure that decisions and actions are taken in accordance with club rules.

### **Treasurer**

(3) The treasurer shall pay all monies received by the club from any source whatever, without any deduction for any purpose whatever, to the credit of an account opened in the name of the club at such bank and in such manner as the managing committee may direct, and further, shall keep such accounts and pay such debts of the club as the managing committee shall direct, and shall, when required to do so, render to the managing committee, or a general meeting, an account of any monies received and expended by him. The treasurer will be responsible for preparation of accounts and balance sheet and submit them to the auditor

### **Secretary**

(4) The secretary shall be the executive officer of the club and shall also fulfil the role of membership secretary. He shall keep upon the club premises a register of the names and addresses of the club members and a subscription book, in which shall be recorded the payments of such members. He shall carry out the directions of the managing committee, and he shall attend all meetings of the managing committee and Finance Committee or any other sub-committee if so directed, take minutes of the proceedings. The secretary will take the minutes of each meeting and publish to the members. In addition they would be responsible for the accurate administration and recording of membership subscriptions and work with the treasurer to address any issue arising.

The secretary will ensure a list of current paid members is posted on the club notice board on a regular basis. The secretary would also be available to answers calls or emails from prospective new members and provide advice,

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and also be familiar with the club website to enable them to communicate club matters via email

## **17. 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 Co-operative and Community Benefit Societies Act 2014, to be included in the return, together with a copy of the report of the auditor on the club's accounts for the period included in the

return and a copy of each balance sheet made during that period, and of any report of the auditor on that balance sheet. 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 from time to time be required to be in the return.

### **Copies to Members**

(2) 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 supplied gratuitously on demand to every member or person interested in the funds of the club.

### **Balance Sheet**

(3) 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.

## **18. Inspection of Books**

Any member or person having an interest in the club funds may at all reasonable times inspect all books and accounts including the particulars in the register of members, except those mentioned in paragraphs (b) and (c) of Rule 11 at the registered office or any place where they are kept, 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.

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## **19. 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. The club may not receive monies on deposit from members or others.

## **20. Audit**

(1) An audit, where necessary in law or where the membership require, will be carried out by a registered auditor or two or more lay auditors where the

condition for appointing lay auditors apply. Where there is no requirement to carry out an audit a registered auditor will be appointed to act as the reporting accountant.

(2) Save as provided in paragraph (3) of this rule every appointment of an auditor shall be made by resolution of a general meeting of the club.

(3) The first appointment of a registered auditor shall be made within three months of the registration of the club and shall be made by the managing committee if no general meeting of the club is held within that time. The managing committee may appoint a registered auditor to fill any casual vacancy occurring between general meetings of the club.

(4) A registered auditor appointed to audit the accounts and balance sheet of the club for the preceding year of account (whether by a general meeting or by the managing committee) shall be re-appointed as the registered auditor of the club for the current year of account (whether or not any resolution expressly re-appointing him has been passed) unless:

(a) a resolution has been passed at a general meeting of the club appointing somebody instead of him or providing expressly that he shall not be re appointed or

(b) he has given to the club notice in writing of his unwillingness to be re appointed or

(c) he is ineligible for appointment as registered auditor of the club for the current year of account or

(d) he has ceased to act as registered auditor of the club by reason of incapacity.

Provided that a retiring registered auditor shall not be automatically re appointed by virtue of this rule if notice of an intended resolution to appoint another person in his place has been given in accordance with paragraph (5) of this rule and the resolution cannot be proceeded with because of the death, incapacity or ineligibility of that other person.

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(5) A resolution at a general meeting of the club (i) appointing another person as registered auditor in place of a retiring registered auditor or (ii) providing expressly that a retiring registered auditor shall not be re-appointed shall not be effective unless notice of the intention to move it has been given to the club not less than 28 days before the meeting at which it is moved. On receipt by the club of notice of the intention to move any such resolution the club shall give notice of the resolution to the members and to the retiring registered auditor in accordance with the Co-operative and Community Benefit Societies Act 2014, and shall give notice to the members in accordance with that section of any representation made or intended to be made by the retiring registered auditor.

(6) None of the following persons shall be appointed as registered auditor of the club:

(a) an officer or servant of the club;

(b) a person who is a partner of or in the employment of or who employs an officer or servant of the club.

(7) The registered auditor shall in accordance with the Co-operative and Community Benefit Societies Act 2014 make a report to the club on the accounts examined by him and on the revenue account or accounts and the balance sheet of the club for the year of account in respect of which he is appointed.

(8) The registered auditor shall have a right of access at all times to the books, deeds and accounts of the club and to all other 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.

## **21. 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 as to amount and the persons to whom a valid nomination may be made) any of his property in the club at the time of his death shall be transferred. On receiving satisfactory proof of death of a member who has made a nomination the club shall if and to the extent that

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the nomination is valid under the said Act either transfer or pay in accordance with the Act the full value of the property comprised in the nomination to the person entitled thereunder.

## **22. Application of Profits**

The managing committee shall set a budget each year sufficient to meet not just the annual operating costs of the club but also to transfer adequate funds into the reserves to meet the capital assets replacement costs in the medium and longer term. This figure will be recommended by the treasurer and agreed by the committee.

## **23. Application of Funds**

All surplus income or profits are to be reinvested in the club. No surpluses or assets will be distributed to members or third parties.

## **24. Investments**

The managing committee may place some or all of the funds of the club on deposit with a bank or building society. No other investment may be made.

## **25. Statutory Applications to the Financial Services Authority**

(1) 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 the Co-operative and Community Benefit Societies Act 2014.

(2) 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.

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## **26. Dissolution**

The club may at any time be dissolved by the consent of three-fourths of the members, testified by their signatures to 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. Upon dissolution of the club any remaining assets shall be given or transferred to another registered CASC, a registered charity or the sport's governing body for use by them in a related community sports.

## **27. Conduct of Elections Nominations**

The election of officers and committee members shall be done at the AGM. Nominations should be sent to the chairman prior to the meeting. Nominees must be members of the club and over 18 years. Nominees must be proposed and seconded by 2 members present at the AGM. In the event of 2 nominations for the same position a show of hands will determine the

successful nominee. Interim vacancies on the committee may be filled by committee vote and applicable until the next AGM.

## **28. Settlement of Disputes**

### **Disputes between a Member and an Officer of the Club**

(1) All disputes between a member and an officer of the club shall unless the managing committee elects to refer the matter directly to a special meeting, be settled by the managing committee. 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 12 (2) (b), whereupon the decision shall be reviewed by a special meeting and its decision shall be binding.

## **29. Hours of Opening and Closing of the Club Premises**

The club shall open and close, and qualifying club activities may take place, at such times as the managing committee may from time to time determine, subject to the terms and conditions specified in any applicable governing legislation.

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## **30. Value Added Tax**

Where under any of the provisions of these rules or any amendments thereto for the time being in force any sum of money is payable to the club by a member whether by way of subscription or otherwise and such payment attracts Value Added Tax then, unless any rule specifically provides to the contrary, a member shall in addition pay to the club such further sum as shall be equal to the amount of Value Added Tax at the rate for the time being in force attributable to such sum.

## **31. Life Members**

(a) The managing committee may, in their discretion, grant life membership to any member who has rendered special service to the club, or who in their opinion is deserving of the distinction. Life members shall not be liable to pay subscriptions under Rule 8, 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.

(b) Every life member shall be under a continuing duty to notify the secretary of his up-to-date address.

## **32. Interpretation**

(1) In these rules, words denoting the masculine gender shall be deemed to include the feminine.

(2) Any reference to the Chief Registrar, Registrar, Central Office, Assistant Registrar (for Scotland) or the Registry of Friendly Societies, includes reference to the Financial Conduct Authority (also known as the “FCA”), which is the statutory successor carrying on the relevant functions of any of them.