

UNINCORPORATED ASSOCIATION

CONSTITUTION OF CHEPSTOW TENNIS CLUB (the Club)

INTERPRETATION AND OBJECTS

1. Interpretation

1.1 In this Constitution , unless the context otherwise requires:

AGM: means the annual general meeting of the Club

Business Day: means any day (other than a Saturday, Sunday or public holiday in England) when banks in London are open for business;

SWLTA: means the South Wales subsidiary of the Lawn Tennis Association;

CAC: means the Chepstow Athletic Club that the Chepstow Tennis Club is a sub-section of;

CAC Rules; means the rules of the CAC as in force from time to time;

Conflict: means a situation in which a Management Committee Member has or can have, a direct or indirect interest that conflicts or possibly may conflict, with the interests of the Club;

Club; means Chepstow Tennis Club

Document: includes, unless otherwise specified, any document sent or supplied in electronic form;

EGM: means an extraordinary general meeting of the Club

Eligible Management Committee Member: means a Management Committee Member who would be entitled to vote on a matter at a Management Committee meeting (but excluding in relation to the authorisation of a Conflict pursuant to Rule 10, any Management Committee Member whose vote is not to be counted in respect of the particular matter);

Game: means the game of tennis;

Interested Management Committee Member: has the meaning set out in Rule 10;

Junior Member: means a Member aged 18 and under;

LTA: means the Lawn Tennis Association;

LTA Disciplinary Code: means the disciplinary code of the LTA in force from time to time;

LTA Rules: means the rules of the LTA as in force from time to time;

Management Committee: means the committee appointed under Rule 4 to manage the Club from time to time;

Management Committee Member: means a member of the Management Committee and includes any person occupying the position of Management Committee Member, by whatever name called;

Member: means a member of the Club admitted from time to time to membership of the Club in accordance with Rule 12 and **Membership** shall be construed;

Ordinary resolution: means a resolution requiring more than 50% of the votes of the Members entitled to vote and who are either present at the meeting or voting by proxy;

Special resolution: means a resolution requiring not less than 75% of the votes of the Members entitled to vote and who are either present at the meeting or voting by proxy; and

Visitor; means a person playing or otherwise using the Club's facilities who is not a member. They may be the opposition in a league fixture, their supporters, potential members attending a club session or persons invited to play by a current member.

1.2 References to **Rule** or **Rules** are to the rules of this Constitution.

2. **Object**

The object for which the Club is established is to:

2.1 principally provide facilities for and generally to promote, encourage and facilitate the playing of the Game amongst the community;

2.2 provide and maintain the Club's premises and club-owned tennis equipment for the use of its Members;

2.3 provide the other ordinary benefits of an amateur sports club;

2.4 take and retain a membership of the SWLTA (and by doing so become and remain registered as an associate of the LTA);

2.5 do all such other things as the Management Committee thinks fit to further the interests of the Club, to advance and safeguard the interests of the Game, to promote increases in participation at all levels of the Game or as are otherwise incidental or conducive to the attainment of all or any of the objects stated in this Rule;

2.6 The Club is constituted by these rules as a non-profit making Members' Club. It is a subsection of the CAC. The income and property of the Club shall be applied solely towards promoting the Club's object as set out above.

3. **Number and Composition of the Management Committee**

3.1 Unless otherwise determined by ordinary resolution, the number of Management Committee Members shall not be subject to any maximum but shall not be less than seven.

3.2 The Club shall be managed by a Management Committee which may comprise the following:

3.2.1 the Chairperson;

3.2.2 the Secretary;

3.2.3 the Treasurer;

3.2.4 the Membership Secretary;

3.2.5 the Men's Captain;

3.2.6 the Ladies Captain;

3.2.7 the Mixed Captain;

3.2.8 the daytime tennis Representative;

- 3.2.9 the Communications Officer;
- 3.2.10 the Junior Development Officer and Safeguarding and Welfare Officer;
- 3.2.11 the Facilities Officer.
- 3.3 At least three of the Management Committee Members must be both unrelated and non-cohabiting. Furthermore and specifically, the Chairperson, Secretary and Treasurer must each be both unrelated and not cohabiting.
- 3.4 Each Management Committee Member agrees to be bound by and subject to this Constitution, the rules and regulations of the SWLTA, the LTA Rules and the LTA Disciplinary Code.
- 3.5 The Management Committee may delegate any of the powers that are conferred on them by this Constitution to such person, or committee, by such means (including power of attorney), to such extent, in relation to such matters and on such terms and conditions as they think fit. If the Management Committee Members specify, any such delegation may authorise further delegation of Members' powers. The Management Committee may revoke any delegation or alter its terms and conditions. Where roles are delegated, it must be clearly stated if the delegate has the authority to act alone or is required to report back to the committee or committee member delegating the activities.
- 3.6 The Management Committee Members from time to time shall be indemnified out of the assets of the Club for all expenses and other liabilities properly incurred by them in the management of the affairs of the Club.

4. Appointment of the Management Committee

- 4.1 Management Committee Members are appointed by ordinary resolution at the AGM. Nominations of Members for appointment to a role on the Management Committee must be made and seconded by Members of the Club. Both nomination and seconding must be sent by email to the Club Secretary before the end of the Business Day prior to the AGM.
- 4.2 If there are posts to fill following the AGM, or due to a retirement, or if additional committee members are required between meetings, the Management Committee can appoint additional committee Members from the Club's membership between AGM's.
- 4.3 Before any Management Committee Member is elected the Club must consider the skills and diversity of the prospective Management Committee Member, and may at its discretion make enquiries as to whether they have been or are being removed from acting as a charity trustee, or have a conviction involving dishonesty or deception, or are bankrupt.

5. Retirement of Management Committee Members

- 5.1 Any Management Committee Member who is appointed shall hold office until the next AGM after they were appointed, when they shall retire from office. He or she will be eligible for re-appointment.
- 5.2 A retiring Management Committee Member may offer himself or herself for re-appointment by the Members at an AGM (without the need for nomination and seconding) and a Management Committee Member that is so re-appointed will be treated as continuing in office without a break.
- 5.3 A member of the Management Committee can have their Management Committee position questioned and revoked for any of the following reasons:
 - 5.3.1 they have been absent without permission of the Management Committee without sufficient reason for more than three consecutive meetings of the Management Committee

- 5.3.2 the duties and responsibilities of their role are not being performed to the satisfaction of the Management Committee
- 5.3.3 they have utilized or abused their position at the club for personal gain
- 5.3.4 they have taken significant independent action without reference to the rest of the management committee e.g. beyond their remit or have made a significant financial or other commitment
- 5.3.5 they have acted in a way that undermines the democratic process of the Management Committee or in a way that is contrary to its decisions.
- 5.3.6 The Committee Member will not be suspended or expelled unless they are given 14 days written notice of a meeting of the Committee and written details of the complaint made against them. The Committee Member may attend the meeting to put their case/reasoning/explanation forward to the committee but must not be present whilst the committee discuss and vote. The Member shall not be suspended or expelled unless at least two thirds of the Committee present vote in favour of the suspension or expulsion. The Committee shall record the reasons for the suspension or expulsion and the numbers in favour and against. The period of suspension or expulsion is determined by the Committee and should be commensurate with the offence. The Committee shall issue a letter to the member which explains the decision to suspend or expel and which states the period of suspension or the permanence of the expulsion as applicable.
- 5.3.7 Any committee member who has been previously suspended or expelled is eligible to be proposed for a committee position at any future AGM with the proviso that the members voting at the AGM are made aware of the circumstances and the decision with regard to the previous suspension/expulsion. In such a case, if the member is standing unopposed then they need to be elected by a majority at the AGM, otherwise the position remains vacant.

6. Members' reserve power

- 6.1 The Members may, by special resolution, instruct the Management Committee Members to take, or refrain from taking, any specified action.
- 6.2 No such special resolution invalidates anything which the Management Committee Members have done before the passing of the resolution.

7. Calling a Management Committee Meeting

- 7.1 Any Management Committee Member may call a Management Committee meeting by giving not less than 5 Business Days' notice of the meeting (or such lesser notice as all the Management Committee Members may agree) to the Management Committee Members.
- 7.2 The Management Committee must hold at least four meetings every calendar year.

8. Quorum for Management Committee Meetings

- 8.1 Subject to Rule 8.2, the quorum for the transaction of business at a Management Committee meeting is at least 50% of the Management Committee Members in office at the time of the meeting.
- 8.2 For the purposes of any meeting (or part of a meeting) held pursuant to Rule 10 to authorise a Conflict, if there is only one Eligible Management Committee Member in office other than the Interested Management Committee Member(s), the quorum for such meeting (or part of a meeting) shall be one Eligible Management Committee Member.

- 8.3 If the total number of Management Committee Members in office for the time being is less than the quorum required, the Management Committee Members must not take any decision other than a decision:
- 8.3.1 to appoint further Management Committee Members; or
 - 8.3.2 to call a general meeting so as to enable the Members to appoint further Management Committee Members.

9. Casting Vote

- 9.1 Decisions of the Management Committee shall be made by a simple majority.
- 9.2 If the number of votes for and against a proposal at a Management Committee meeting are equal, the chairperson or other Management Committee Member chairing the meeting shall have a casting vote.

10. Management Committee Member Conflicts of Interest

- 10.1 The Management Committee may, in accordance with the requirements set out in this Rule, authorise any Conflict proposed to them by any Management Committee Member. The Management Committee Member who has the conflict of interest shall be known as the Interested Management Committee Member.
- 10.2 Any authorisation under this Rule 10 shall be effective only if:
- 10.2.1 the matter in question shall have been proposed by any Management Committee Member for consideration in the same way that any other matter may be proposed to the Management Committee Members under the provisions of this Constitution ;
 - 10.2.2 any requirement as to the quorum for consideration of the relevant matter is met without counting the Interested Management Committee Member; and
 - 10.2.3 the matter was agreed to without the Interested Management Committee Member voting or would have been agreed to if the Interested Management Committee Member's vote had not been counted.
- 10.3 Any authorisation of a Conflict under this Rule 10 may (whether at the time of giving the authorisation or subsequently):
- 10.3.1 extend to any actual or potential conflict of interest which may reasonably be expected to arise out of the matter or situation so authorised;
 - 10.3.2 provide that the Interested Management Committee Member be excluded from the receipt of documents and information and the participation in discussions (whether at meetings of the Management Committee or otherwise) related to the Conflict;
 - 10.3.3 provide that the Interested Management Committee Member shall or shall not be an Eligible Management Committee Member in respect of any future decision of the Management Committee in relation to any resolution related to the Conflict;
 - 10.3.4 impose upon the Interested Management Committee Member such other terms for the purposes of dealing with the Conflict as the Management Committee think fit;
 - 10.3.5 provide that, where the Interested Management Committee Member obtains, or has obtained (through their involvement in the Conflict and otherwise than through their position as a Management Committee Member of the Club) information that is confidential to a third party, they shall not be obliged to disclose that information to the

Club, or to use it in relation to the Club's affairs where to do so would amount to a breach of that confidence; and

- 10.3.6 permit the Interested Management Committee Member to absent themselves from the discussion of matters relating to the Conflict at any Management Committee meeting and be excused from reviewing papers prepared by, or for, the Management Committee to the extent they relate to such matters.
- 10.4 Where the Management Committee authorise a Conflict, the Interested Management Committee Member shall be obliged to conduct themselves in accordance with any terms and conditions imposed by the Management Committee in relation to the Conflict.
- 10.5 The Management Committee may revoke or vary such authorisation at any time, but this shall not affect anything done by the Interested Management Committee Member prior to such revocation or variation in accordance with the terms of such authorisation.
- 10.6 Provided he/she has declared the nature and extent of his/her interest, a Management Committee Member who is in any way, whether directly or indirectly, interested in an existing or proposed transaction or arrangement with the Club:
 - 10.6.1 may be a party to, or otherwise interested in, any transaction or arrangement with the Club or in which the Club is otherwise (directly or indirectly) interested;
 - 10.6.2 shall be an Eligible Management Committee Member for the purposes of any proposed decision of the Management Committee in respect of such existing or proposed transaction or arrangement in which they have an interest;
 - 10.6.3 shall be entitled to vote at a Management Committee meeting in respect of such existing or proposed transaction or arrangement in which they have an interest;
 - 10.6.4 may act by themselves or their firm in a professional capacity for the Club (otherwise than as auditor) and they or their firm shall be entitled to remuneration for professional services as if they were not a Management Committee Member;
 - 10.6.5 may be a Management Committee Member or other officer of, or employed by, or a party to a transaction or arrangement with, or otherwise interested in, any body corporate in which the Club is otherwise (directly or indirectly) interested; and
 - 10.6.6 shall not, save as they may otherwise agree, be accountable to the Club for any benefit which they (or a person connected with them) derives from any such transaction or arrangement or from any such office or employment or from any interest in any such body corporate.

11. **Records of Decisions to be Kept**

Where decisions of the Management Committee are taken by electronic means, such decisions shall be recorded by the Management Committee in permanent form, so that they may be read with the naked eye.

12. **Membership**

- 12.1 Membership of the Club is open to anyone interested in coaching, volunteering or participating in the Game or associated activities or social events, regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs. The Management Committee, at its discretion, may restrict the total number of playing Members and introduce a waiting list. The Management Committee, at its discretion, may cancel the Membership of any Member within 31 days of their being admitted to Membership, in which event it will refund any Club Membership fees they have paid.
- 12.2 The Membership shall consist of the following categories:

- 12.2.1 Full Adult Member;
- 12.2.2 Full Adult Couple Member;
- 12.2.3 Full Family (Junior) Member;
- 12.2.4 Full Family (Student / Young Adult) Member;
- 12.2.5 Senior Adult Member;
- 12.2.6 Restricted Adult (Off-peak) Member;
- 12.2.7 Student / Young Adult Member;
- 12.2.8 Youth Member;
- 12.2.9 Mini-Tennis Member;
- 12.2.10 Fitness Member;
- 12.2.11 2-Month Trial Member

Descriptions of all above member categories are detailed on the Club website and on the noticeboard in the club cabin, along with the annual subscriptions due for each class of member and their privileges.

- 12.3 Subject to Rule 12.1, the Club shall admit to Membership an individual or organisation which:
 - 12.3.1 applies to the Club using the application process approved by the Management Committee;
 - 12.3.2 agrees to abide by this Constitution and any rules & regulations of the club, the CAC and the LTA;
 - 12.3.3 if not already a Member, is approved by the Membership Secretary (or formal substitute if unavailable);

A letter or email shall be sent to each successful applicant confirming their Membership of the Club and the details of each successful applicant shall be entered into the register of Members. Any person whose application is to be rejected shall have the reasons for rejection reviewed and documented at the next Management Committee meeting.

- 12.4 All Members must pay to the Club Membership fees to be decided by the Management Committee from time to time.
- 12.5 If an agreement is made between the club and Member to pay fees monthly, the full 12 months of payments must be paid even if the Member no longer uses the facilities or cancels their membership before all payments have been made.
- 12.6 No candidate who has been accepted as a Member shall be entitled to the privileges of Membership until he or she has paid the Membership fee in full or instalments due.
- 12.7 Any Member whose Membership fee is more than two months in arrears shall be deemed to have resigned their Membership of the Club.
- 12.8 The Management Committee may establish different classes of Members and set out the different rights and obligations for each class, with such rights and obligations recorded in the register of Members.

13. Expulsion of Member

- 13.1 A Member may withdraw from Membership of the Club at any time. Membership shall not be transferable in any event and shall cease immediately on death or dissolution.
- 13.2 The Management Committee may terminate the Membership of any Member without his/her consent by giving the Member written notice if, in the reasonable opinion of the Management Committee, the Member:
- 13.2.1 is guilty of conduct which has or is likely to have a serious adverse effect on the Club or bring the Club or any or all of the Members and Management Committee into disrepute; or
 - 13.2.2 has acted or has threatened to act in a manner which is contrary to the interests of the Club as a whole; or
 - 13.2.3 has failed to observe the terms of this Constitution.
- 13.3 If the Management Committee proposes to terminate the Membership of a Member under Rule 13.2, it must give written notice to the Member. Following such notice, the Member shall be suspended or removed from the register of Members, and is not entitled to use the Club's premises, until the notice period and any appeal hearing process has been concluded.
- 13.4 The said notice to the Member must give the Member the opportunity to say in writing or in person why his/her Membership should not be terminated. If any such representations are received from the Member, they will be considered by a sub-committee appointed by the Management Committee which shall include at least one independent person from outside the Club. The said sub-committee shall decide whether to confirm or reject the proposed termination. The Management Committee shall inform the Member of the decision following such consideration. There shall be no right to appeal from a decision to terminate the Membership of a Member.
- 13.5 A Member whose Membership is terminated under this Rule shall not be entitled to a refund of any subscription or Membership fee and shall remain liable to pay to the Club any subscription or other sum owed by him or her.

14. Votes of Members

- 14.1 At any AGM or EGM, every Member (excluding members aged 15 or under, Fitness Members and 2-Month Trial members), who is present in person shall on a show of hands have one vote.
- 14.2 No objection may be raised as to the qualification of any person voting at a meeting except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting is valid. Any such objection must be referred to the chairperson of the meeting.
- 14.3 A Member may vote by proxy, and must notify the Secretary of their proxy voter prior to the start of an AGM or EGM. No proxy voter may represent more than one Member.

15. Annual General Meeting

- 15.1 The AGM of the Club shall be held at such time as the Management Committee shall decide each year to transact the following business:
- 15.1.1 to receive the Chairperson's report of the activities of the Club during the previous year;
 - 15.1.2 to receive and consider the accounts of the Club for the previous year;
 - 15.1.3 to elect members of the Management Committee

15.1.4 to decide on any resolution which may be duly submitted and

15.1.5 to deal with any other matters which the Management Committee desires to bring before the Membership.

15.2 Notice of any resolution proposed to be moved at the AGM shall be given in writing to the Members not less than 14 days before the meeting.

15.3 No period greater than fifteen months shall elapse between one AGM and the next.

16. **Extraordinary General Meeting**

An EGM may be called at any time by the Management Committee, subject to Rule 17. An EGM requested by the Members shall be called within 20 days of receipt by the Secretary of a requisition in writing signed by not less than 20% of the Members stating the purposes for which the meeting is required and the resolutions proposed.

17. **Procedures at the Annual and Extraordinary General Meetings**

17.1 The Communications Officer or Secretary shall send to each Member, with an email address, written notice of the date, time and place of the AGM or EGM together with the resolutions to be proposed at least 14 days before the meeting. The accidental failure to give notice to any person entitled to notice, or the accidental omission of any such details in any notice, shall not invalidate the proceedings at the meeting.

17.2 The quorum for the AGM and EGMs shall be 10 Members or one-tenth of the Membership of the Club, who are eligible to vote (whichever is the greater number).

17.3 The Chairperson or in their absence the Secretary shall preside at all meetings of the Club but if they are not present within 15 minutes after the time appointed for the meeting or has signified their inability to be present at the meeting, the Members present may choose one of the other Management Committee Members present to preside and if no other Management Committee Members is present or willing to preside the Members present may choose one of their number to be chairperson of the meeting.

17.4 If the persons attending an AGM or EGM do not constitute a quorum within half an hour of the time at which the meeting was due to start, or if during a meeting, a quorum ceases to be present, the chairperson of the meeting must adjourn it. When adjourning an AGM or EGM the chairperson of the meeting must specify the time and place to which it is adjourned or state that it is to continue at a time and place to be fixed by the Management Committee Members. The chairperson must have regard to any directions as to the time and place of any adjournment which have been given by the meeting. If the continuation of an adjourned AGM or EGM is to take place more than 14 days after it was adjourned the Club must give at least 7 days' notice to the persons to whom notice of the Club's meetings is required to be given in accordance with Rule 15.2. No business can be transacted at adjourned AGM or EGMs which could not properly have been transacted at the meeting if the adjournment had not taken place.

17.5 The Management Committee Members may attend and speak at AGM or EGMs. The chairperson of the meeting may permit other persons who are / are not Members to attend and speak at a meeting.

17.6 A Management Committee Member, shall take minutes at AGM and EGMs.

18. **Change of Club Name**

The name of the Club may be changed by a decision of the Management Committee or a special resolution of the Members.

19. Finances

- 19.1 The income and property of the Club from wherever derived shall be applied solely in promoting the Club's objects.
- 19.2 All moneys payable to the Club shall be received by a person authorised by the Management Committee to receive such moneys and shall be deposited in a bank account in the name of the Club. No sum will be drawn from that account except by the Treasurer. Any payments made by the Treasurer above £250 must have prior authorisation by email of the Chairperson or Secretary. In the case of a club cheque, 2 signatories should sign. Any moneys not required for immediate use may be deposited in a non-risk bearing bank account as the Management Committee in its discretion thinks fit.
- 19.3 The Management Committee shall have power to authorise the payment of expenses to any officer, Management Committee Member, Member or employee of the Club and to any other person or persons for services rendered to the Club.
- 19.4 The Club may pay any reasonable expenses that the Management Committee Members properly incur in connection with their attendance at meetings of the Management Committee or at AGM or other general meetings of the Club or otherwise in connection with the exercise of their powers and the discharge of their responsibilities in relation to the Club.
- 19.5 The financial transactions of the Club shall be recorded in such manner as the Management Committee thinks fit by the Treasurer.
- 19.6 Full accounts of the financial affairs of the Club shall be prepared each year.
- 19.7 The Accounts will be subject to a review by a person independent of the treasurer to provide reasonable reassurance that the opportunity for fraud or theft is minimised.

20. Borrowing

- 20.1 The Management Committee may borrow a maximum total amount of £50,000 on behalf of the Club for the purposes of the Club from time to time at its own discretion and with the sanction of a general meeting any further money above that sum.
- 20.2 When so borrowing the Management Committee shall have the power to raise in any way any sum or sums of money and to raise the repayment of any sum or sums of money in such manner on such terms and conditions as it thinks fit provided that in the event that the repayment of any sum or sums is to be secured (in particular by mortgage of or charge upon, or by the issue of debentures charged upon all or any part of the property of the Club) the grant of such security must be approved by the Club at a general meeting).
- 20.3 The Management Committee shall have no power to pledge the personal liability of any Member for repayment of any sums so borrowed.

21. Limitation of Liability

The Member's liability is limited to the assets of the Club.

22. Injury, Loss of Property etc.

Members, visitors & coaches leaving unattended vehicles, rackets, clothing or other property at the Club do so at their own risk and the Club shall not be responsible for any loss, damage or injury resulting from this or any other cause.

23. Visitors

- 23.1 Any Member may bring visitors to the Club or invite them to club social sessions. Any player, team competitor, coach or spectator attending the Club's premises (by invitation of the Club) who is not a Member of the club shall be considered as a visitor of the Management Committee, provided that their application for membership has not been declined or that they are not currently suspended or expelled from the Club. They are obliged to abide by the rules of the Club.
- 23.2 Visitor fees are not payable but all visitors outside a formal competitive arrangement, will only play as visitors for approximately 3 sessions. After that they are expected to join the Club as a member.

24. Use of Facilities

The Club agrees that all unlicensed and unregistered coaches and, so far as reasonably practicable, players and other persons using the facilities of the Club will be required, as a condition of such use, to agree to be bound by and subject to this Constitution, the rules and regulations of the relevant SWLTA, the LTA Rules, CAC Rules and the LTA Disciplinary Code.

25. Means of Communication to be Used

Any notice, document or other information shall be deemed served on or delivered to the intended recipient:

- 25.1 if properly addressed and sent by prepaid United Kingdom first class post to an address in the United Kingdom, 48 hours after it was posted (or five Business Days after posting either to an address outside the United Kingdom or from outside the United Kingdom to an address within the United Kingdom, if (in each case) sent by reputable international overnight courier addressed to the intended recipient, provided that delivery in at least five Business Days was guaranteed at the time of sending and the sending party receives a confirmation of delivery from the courier service provider);
- 25.2 if properly addressed and delivered by hand, when it was given or left at the appropriate address;
- 25.3 if properly addressed and sent or supplied by electronic means, one hour after the document or information was sent or supplied; and
- 25.4 if sent or supplied by means of a website, when the material is first made available on the website or (if later) when the recipient receives (or is deemed to have received) notice of the fact that the material is available on the website.

For the purposes of this Rule, no account shall be taken of any part of a day that is not a Business Day.

26. Dissolution

- 26.1 A resolution to dissolve the Club shall be proposed only at a general meeting and shall be passed by a special resolution of the Members present and voting.
- 26.2 The dissolution shall take effect from the date of the resolution and the Management Committee Members shall be responsible for the winding-up of the assets and liabilities of the Club.
- 26.3 Any property remaining on a winding up or dissolution of the Club after the discharge of the debts and liabilities of the Club shall not be paid to or distributed among the Members of the Club, but shall be given or transferred to one or more of the following sporting or charitable bodies (i) the LTA for use in community related initiatives for the Game; (ii) another registered community amateur sports club for the Game; or (iii) a registered charitable organisation.

27. **Alteration of the Constitution**

This Constitution may be altered by resolution at an AGM or EGM provided that the resolution shall not be passed unless carried by a majority of at least two-thirds of the Members present and voting at the general meeting, the notice of which contains particulars of the proposed alteration or addition.

28. **Regulations and Standing Orders**

The Management Committee shall have power to make, repeal and amend such regulations as it may from time to time consider necessary for the wellbeing of the Club. Such regulations and standing orders and any repeals or amendments to them shall have effect until set aside by the Management Committee. A copy of these rules and regulations made by the Committee shall be available on the Club website and all Members shall be deemed conversant therewith. The Regulations shall be made and periodically revised by the Committee.