

NORFOLK LAWN TENNIS ASSOCIATION

RULES

Index

1. Name
2. Definitions
3. Objects

Membership

4. Associates
5. Associate's Subscriptions
6. Individual Members
7. Patrons
8. Honorary Life Vice Presidents
9. Honorary Life Members
10. Termination of Membership

Council

11. Council Members
12. Election / Removal of Council Members
13. Council's Powers
14. Proceedings of the Council

General Meetings

15. Annual General Meeting
16. Extraordinary General Meeting
17. Proceedings at AGM & EGM
18. Voting at AGMs & EGMs
19. County Colours
20. Alteration of Rules
21. Regulations, Bye-laws and Standing Orders
22. Use of Facilities
23. Trustees
24. Finance
25. Borrowing
26. Property
27. Indemnity
28. Notices
29. Dissolution

1. Name

The association is called Norfolk Lawn Tennis Association ("the Association"); known as Norfolk Tennis

2. Definitions

2.1 In these rules, unless the context otherwise requires:

"accredited coach"	means any coach who appears on the LTA accredited coach register;
"AGM"	shall have the meaning given in rule 15;
"Associate(s)"	means an entity which is registered by the Association pursuant to the LTA Rules;
"Associates' Subscription(s)"	means the annual subscription for each Associate as detailed in rule 5;
"the Chairperson"	means the person elected from time to time to be the Chairperson of the Association in accordance with rule 12, who shall normally chair all general meetings, Council Meetings and Management Group Meetings;
"the Council"	means the Council of the Association as described in rule 11;
"Council Member"	means any person for the time being appointed to and serving on the Council as detailed in rule 11;
"the County"	means the County of Norfolk;
"EGM"	shall have the meaning given in rule 16 and shall, unless the context requires otherwise, include a Member's Requisitioned EGM;
"Examiner"	means an independent accountant appointed by the Association in accordance with rule 24.4;
"the Game"	means the game of tennis, including the games of lawn tennis and padel tennis;
"Honorary Life Member(s)"	shall have the meaning given in rule 9;
"Honorary Life VP"	shall mean Honorary Life Vice President as described in rule 8;
"Individual Member(s)"	means individual(s) registered as members of the Association in accordance with rule 6;
"the LTA"	means Lawn Tennis Association Limited and its subsidiaries or such successor entity or entities as become(s) the governing body of the Game from time to time;
"LTA Councillor"	means the person appointed in accordance with rule 12 to serve on the Council of the LTA as the Association's representative;

“LTA Rules”	means the rules and disciplinary code of the LTA in force from time to time;
“the Management Group”	means the Officers and the LTA Councillor together with those other roles deemed desirable by the Council for the day to day management of the Association’s activities from time to time;
“Member(s)”	means Associates and Individual Members;
“Member’s Requisitioned EGM”	has the meaning given in rule 16.2;
“non- accredited coach”	means any tennis coach who does not appear on the LTA accredited coach register;
"the Officers”	means the Chairperson, President, Secretary and Treasurer;
“Patron”	means a patron as define in the Norfolk Tennis Patrons Scheme referred to in rule 7.
"the President"	means the person elected from time to time to be the President of the Association in accordance with rule 12;
“Special Business”	shall have the meaning given in rule 15.2;
“Secretary"	means the person elected from time to time to be the honorary secretary of the Association in accordance with rule 12;
"Treasurer"	means the person elected from time to time to be the honorary treasurer of the Association in accordance with rule 12;
"the Trustee(s)"	means the person(s) appointed from time to time to be the trustees of the Association in accordance with rule 23;

2.2 Words denoting the singular number include the plural number and vice versa; words denoting the masculine gender include the feminine gender; and words denoting persons include bodies corporate (however incorporated) and unincorporated, including unincorporated associations of persons and partnerships.

2.3 “In writing’ or “written” means transmitted by letter or email or any other electronic means of communication provided that the relevant message is legible and reproducible.

3. Objects

The objects of the Association are to advance and safeguard the interests of the Game within the County, to promote an increase in participation at all levels of the Game within the County, to take and retain a membership interest with the LTA and to comply with and uphold throughout the County the LTA Rules and the rules and regulations of any person or body to which the LTA is registered or affiliated and generally to do all such acts, matters and things in connection with, or incidental to, those objects.

Membership

4. Associates

- 4.1 An entity (or site, where relevant) shall become an Associate when it is registered as such by and through the Association or the LTA (as appropriate).
- 4.2 An entity (or site, where relevant) shall qualify for registration as an Associate if the Council deems (in accordance with the LTA's guidelines) that such entity provides tennis and/or padel tennis opportunities within the County.
- 4.3 If a dispute arises as to whether an entity (or site, where relevant) qualifies to be an Associate the Council shall refer the matter to the President of the LTA whose decision on the matter shall be final.
- 4.4 Any entity or site which wishes to become an Associate must complete an on-line registration via the LTA website or submit an application in such other form as the Council shall decide from time to time. Subject to rule 4.3, election to membership shall be in the sole discretion of the Council.
- 4.5 Each Associate agrees as a condition of association / membership of the Association:
- (a) to be bound by and subject to these rules as in force from time to time;
 - (b) to be bound by and subject to the LTA Rules; and
 - (c) to ensure that its members, any unlicensed and unregistered coaches and, so far as reasonably practicable, players using its facilities (the "Associate's connected parties") are bound by and subject to the LTA Rules by obtaining the formal agreement of the Associate's connected parties, as a condition of membership, association, registration, election or as otherwise appropriate, to be bound by and subject to the LTA Rules, such agreement to contain an express acknowledgement that the Contracts (Rights of Third Parties) Act 1999 applies and that the LTA can enforce any breach at its option and in its sole discretion.
- 4.6 Rule 4.5(c) confers a benefit on the LTA and, subject to the remaining provisions of this rule, is intended to be enforceable by the LTA by virtue of the Contracts (Rights of Third Parties) Act 1999. For the avoidance of doubt, the Associates do not intend that any term of these rules, apart from rule 4.5 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.
- 4.7 The Council may terminate the association of any Associate, or impose any other sanction they determine to be appropriate, in connection with the breach of any conditions set out in this rule.

5. Associate's Subscriptions

- 5.1 Associate's Subscriptions shall be determined from time to time by the Council and shall be effective for that year. Such annual subscription may exceed the minimum annual subscription described below.
- 5.2 The minimum Associate's Subscription, which shall be deemed to include any taxation which may be payable thereon, shall be calculated by multiplying the number of courts of each surface to which that Associate has "regular access" (whether through a lease, user agreement and/or such other arrangement or understanding) by the applicable "court fee". Court fees shall be determined by the LTA; regular access means access on an exclusive basis for at least 15 hours per week (for at least 40 weeks per year).
- 5.3 In respect of Associates that do not have "regular access" to tennis courts, a fixed minimum annual subscription, determined annually by the LTA, shall apply.

- 5.4 Unless the LTA determines otherwise on a case by case basis, the Associate's Subscriptions in respect of each year to 30 September shall be payable between 1 October and 31 December.
- 5.5 The Associate's Subscription shall be paid in the manner prescribed by the LTA as part of the registration and annual renewal process. The Association may where appropriate at its sole discretion allow the Associate's Subscription to be paid to the LTA as agent of the Association.
- 5.6 The Associate's Subscription shall include the amount, if any, payable in respect of benefits or services provided by the LTA.
- 5.7 Any Associate whose first Associate's Subscription remains unpaid for one calendar month after the receipt of notice of membership, or whose Associate's Subscription in any subsequent year remains unpaid by 31st December, shall, if the LTA so resolves, cease to be eligible for grants and other advantages offered to Associates by the LTA.

6. Individual Members

- 6.1 The Association may admit the following as Individual Members but such Individual Members shall not be entitled to any of the benefits or services provided by the LTA other than any to which they may be entitled by virtue of being a registered British Tennis Member as defined in the LTA Rules :
- (a) Patrons;
 - (b) Honorary Life Vice-Presidents;
 - (c) Honorary Life Members;
 - (d) Trustees;
 - (e) Members of the Management Group and
 - (f) Such other individuals as the Council shall decide from time to time should be entitled to become Members.
- 6.2 Any Member admitted by virtue of this rule 6 shall have the right to attend and vote at general meetings of the Association.
- 6.3 The annual subscription, if applicable, payable by an Individual Member shall be fixed from time to time by the Council.

7. Patrons

- 7.1 Persons may apply to the Treasurer to become Patrons.
- 7.2 The fees for and benefits of the various levels of patron for private individuals shall be set down in a separate document which shall be presented by the Management Group and adopted by the Council from time to time.
- 7.3 The Management Group shall have the discretion to agree fees and benefits for Patrons who are commercial entities and shall keep such information confidential to the Management Group.

8. Honorary Life Vice Presidents

The distinction of Honorary Life Vice President may be conferred at the General Meeting on any candidate nominated by the Council for special services rendered in connection with the Game. An Honorary Life VP shall have the power to attend and vote at all General meetings of the Association.

9. Honorary Life Members

Persons who have given prolonged and substantial service to the Game in the County may be nominated, by any Member or Council Member, to be made Honorary Life Members. Such nominations shall be discussed at the next Council meeting following receipt of the nomination and the Council shall make such recommendations and awards as it deems appropriate. Honorary Life Members shall be entitled to attend and vote at all General Meetings of the Association.

10. Termination of Membership

10.1 A Member may withdraw from membership of the Association on one month's clear notice to the Association ("Notice of Deregistration"). If an Associate gives Notice of Deregistration the Associate shall no longer be eligible for grants and other advantages offered to Associates with immediate effect.

10.2 Membership shall not be transferable in any event and shall cease immediately on death or dissolution of the Member.

10.3 The LTA may terminate the association of any Member or impose any other sanction it determines to be appropriate, in connection with the breach of any condition set out in the LTA Rules.

10.4 Any Member whose subscription fee is not paid by 28th February shall be deemed to have resigned their membership of the Association.

10.5 Subject to the remaining provisions of this rule, the Council shall have power to expel a Member if it in its sole discretion determines that it would be in the best interests of the Association to do so.

(a) A Member shall not be expelled pursuant to this rule unless given 28 days' written notice to attend a meeting of the Council and written details of the complaint made against him.

(b) The Member shall be given an opportunity to appear before the Council to answer complaints made against them and must not be expelled unless at least two-thirds of the Council then present vote in favour of expulsion.

The Council

11 Council Members

11.1 The Council shall consist of the following Council Members:

- Members of the Management Group;
- The Norfolk Tennis County Safeguarding Officer;
- Trustees;
- A maximum of 25 members representing Associates;
- One representative from each of the Norwich and District League, Norfolk Winter Tennis Association, The Norwich City Tennis League; and
- A maximum of 6 members co-opted by the Management Group.

11.2 Any Council Member shall have the right to enter the ground of any Associate or place to play, or open tournament within the County.

12. Election / Removal from Office of Council Members

12.1 The Council and each Member may nominate one candidate for the offices of Chairperson, President, President Elect, Treasurer, Secretary, Assistant Honorary Secretary and Assistant Honorary Treasurer

as required. All such nominations shall be received in writing by the Secretary at least seven days prior to the AGM.

- 12.2 If there is only one candidate nominated to fill any particular post, that candidate shall be declared elected unopposed for that particular post at the next AGM. If there is more than one candidate for any particular post there shall be an election at the AGM for that position.
- 12.3 The President and Chairperson shall hold those offices for a period not exceeding 3 years and shall be eligible for election to serve no more than one further 3 year term. The President shall normally be succeeded by the President Elect, which office shall be held for 1 year.
- 12.4 The Council shall nominate the LTA Councillor whose appointment and term of office shall be in accordance with the LTA Rules, subject to satisfactory performance.
- 12.5 All Council Members other than Trustees and those referred to in rules 12.3 and 12.4 above shall be appointed annually.
- 12.6 The retiring Officers and Council Members shall continue to hold their office until the conclusion of the AGM or any adjournment thereof.
- 12.7 Any vacancy amongst Officers or Council Members not filled at an AGM and any casual vacancies arising from time to time may be filled by the Council at their discretion until the next AGM.
- 12.8 Any person accepting election or nomination as an Officer or Council Member, member of the Management Group or other committee of the Council, who has any financial interest in the Game must, before their election or nomination, state in writing to the Association all such interests. Failure to do so will lead to automatic disqualification from such election or nomination. The Council has the right to veto such an election if, in its opinion, it is not in the best interests of the Game.
- 12.9 A person must be 18 or over to be eligible for election in any capacity.
- 12.10 Each Council Member will be required, as a condition of election or appointment, to agree to be bound in writing by and subject to these rules, the LTA Rules, such agreement to contain an express acknowledgement that the Contracts (Rights of Third Parties) Act 1999 applies and that the LTA and the Association can enforce any breach at its option and in its sole discretion.
- 12.11 A Council Member or member of any committee of the Association shall be deemed to have vacated office if:
 - (a) they become bankrupt or makes any arrangement or composition with their creditors generally; or
 - (b) a registered medical practitioner who is treating that person gives a written opinion to the Council stating that that person has become physically or mentally incapable or acting as a Council Member or committee member and may remain so for more than three months; or
 - (c) by reason of that person's mental health, a court makes an order which wholly or partly prevents that person from personally exercising any powers or rights which that person would otherwise have; or
 - (d) they resign their office by notice to the Association; or
 - (e) they do not attend any Council Meeting within the year without citing good reason.
 - (f) they are suspended from holding office or from taking part in any activity relating to the administration or management of the Association by a decision of the LTA; or
 - (g) they are requested to resign by all the other Council Members or committee members acting together.

13. The Council's Powers

- 13.1 The Council shall have power to:-

- a) carry out the objects of the Association specified in rule 3, except such of them as can only be dealt with by the Association in general meeting.
- b) consider and deal with all applications for registration if referred by the Management Group;
- c) decide all questions as to the right of representation at General Meetings, and eligibility of persons to serve as Council Members.
- d) elect Honorary Life Members.
- e) appoint the members of the Management Group, other than the Officers who shall be appointed by the Association in General Meeting.
- f) appoint team captains or ‘Leads’ and their support.
- g) appoint the Safeguarding Co-ordinator.
- h) delegate to the Officers, the Management Group and/or other Council committees or appointees such powers as it may consider proper.
- i) enlist by co-option for any special purpose the services of any person or persons not Council Members.
- j) decide all questions and disputes between Members which may be sent to it for decision (reserving to itself the right to refer any matters to the LTA).
- K) decide all matters relating to the management of the Association except such of them as can only be dealt with by the Association in General Meeting.
- l) deal with any Member by expulsion, suspension, infliction of penalties or otherwise as it may think proper.
- m) award County Colours in accordance with rule 19.
- n) nominate candidates for the distinction of Honorary Life VP in accordance with rule 8.
- o) consider and action the infliction of penalties on Members for any infringement of the LTA Rules, or of the Rules and Regulations of the Association, or for conduct, which, in the opinion of the Council, is detrimental to the interests of the Game.

13.2 The Council shall from time to time appoint individuals and/or committees to act under its overall control to whom it may delegate all or any of its powers, for such a period of time as it deems appropriate. The Officers shall be entitled ex officio to attend meetings held by such committees, which shall provide forewarning of meetings, minutes of meetings, and report as required to the Council. Committees may co-opt persons to serve as required. All such co-options to be notified to the Secretary.

14. Proceedings of the Council

14.1 Council meetings shall be held as often as the Council thinks fit provided that there shall not be less than two meetings each year. Any Council Member may call a Council meeting by giving not less than 21 days notice of the meeting in writing to the Secretary who shall give all the Council Members not less than 14 days' notice of such meeting.

14.2 The quorum of Council meetings shall be ten Council Members. Unless a quorum is participating, no proposal is to be voted on, except a proposal to call another meeting or a proposal to appoint new Council Members if the total number of Council Members in office is less than ten.

14.3 The Chairperson shall preside at every Council meeting at which they are present. If the Chairperson is not present Council Members present may choose one of their number to be chairperson of the meeting.

14.4 Decisions of the Council shall be made by a simple majority and in the event of equality of votes the chairperson of the meeting shall have a casting or additional vote.

14.5 The chairperson of the meeting may permit other persons who are not Members to attend and speak at a meeting.

General Meetings

15. Annual General Meeting

- 15.1 A general meeting of the Association shall be held annually in the County between 1st January and 31st March ("AGM").
- 15.2 The ordinary business of an AGM shall be to receive the report of the Council and the Treasurer's statement of accounts for the past year, duly examined, and to elect Officers, Council Members and an Examiner. All other business transacted at an AGM and all business transacted at an EGM shall be deemed Special Business.

16. Extraordinary General Meeting

- 16.1 An Extraordinary General Meeting ("EGM") of the Association may be convened by the Council whenever it thinks fit.
- 16.2 Following receipt of a request in writing from at least 5 Associates or 20 Individual Members proposing an EGM ("Member's Requisitioned EGM") and stating the purpose thereof, the Secretary shall convene a Member's Requisitioned EGM to take place within 5 weeks of receipt of the request.
- 16.3 No business other than that stated in the request shall be transacted at the Member's Requisitioned EGM .
- 16.4 If the Secretary shall not have given notice of a Member's Requisitioned EGM in accordance with rule 17.1 within 21 days of receipt of the request, the Members requisitioning the meeting may call the meeting at any time before the expiry of a period of two months commencing on the date of that request.

17. Proceedings at the AGM and EGMs

- 17.1 The Secretary shall send to each Member at their last known address written notice of the date, time and place of the AGM or EGM together with the resolutions to be proposed thereat, and in the case of an AGM, the names of the persons proposed to be elected as Officers, Examiner and Trustees for the ensuing year, 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 AGMs and EGMs shall be ten Members. No business other than the appointment of the chairperson of the meeting is to be transacted at the AGM or EGM if the persons attending it do not constitute a quorum.
- 17.3 The Chairperson shall preside at all AGMs and EGMs. If the Chairperson is not present Members present and entitled to vote may choose one of their number to be chairperson of the meeting.
- 17.4 If the persons attending an AGM or EGM meeting 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 must adjourn it. The chairperson must adjourn the meeting if directed to do so by the meeting.
- 17.5 When adjourning an AGM or EGM the chairperson 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 Council 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.
- 17.6 If the continuation of an adjourned AGM or EGM is to take place more than 14 days after it was adjourned the Secretary shall give at least 7 days notice to Members in accordance with rule 17.1.

- 17.7 No business can be transacted at adjourned an AGM or EGM which could not properly have been transacted at the meeting if the adjournment had not taken place.
- 17.8 The chairperson of the meeting may permit persons who are not Members to attend and speak at a meeting.
- 17.9 The Secretary, or in the Secretary's absence or at the Secretary's request a Council Member, shall take minutes at AGMs and EGMs.
- 17.10 General meetings shall be open to all Members and members of Associates.
- 17.11. Any Associate may by resolution of its committee or board of management authorise such person as it thinks fit to act as its representative at AGMs and EGMs. A person so authorised is entitled to exercise the same powers on behalf of the Associate as that Associate could exercise as if it was an Individual Member.
- 17.12 The Council or any Member may bring forward any resolution or motion at the AGM provided that in the case of Members due notice thereof is given in writing to the Secretary at least eight weeks before the AGM. The Member putting forward such a resolution or motion must be represented at the Council meeting immediately prior to the AGM and also be represented at the AGM.

18. Voting at AGM and EGMs

- 18.1 At AGMs and EGMs every question shall be decided by a show of hands unless, prior to any vote being taken, a ballot is either a) directed by the Chairperson, or b) demanded by not less than 5 persons present and entitled to vote.
- 18.2 Each Member present shall have one vote and resolutions for ordinary business shall be passed by a simple majority. In the event of an equality of votes the chairperson of the meeting shall have a casting or additional vote. All resolutions deemed Special Business shall require a two-thirds majority.
- 18.3 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.
- 18.4 There shall be no right for a Member to vote by proxy. No person may represent more than one Member.

19. County Colours

- 19.1 The Council shall have the power at any time to grant the right to wear County Colours to any player as listed below on the recommendation of the appropriate captain:-
- a) **Full Colours** - any player who shall have represented the County in not less than 5 tournaments in the Summer Inter-County and/or Winter County Championships and achieved an appropriate level of performance.
 - b) **Senior Colours** - any player who has not already received full colours and shall have represented the County in not less than 5 tournaments in the O35 and/or Senior's Inter-County Championships, and achieved a level of performance considered appropriate by the Senior Teams Committee or any successive committee dealing with adult teams. Representation at more than one age group may be taken into consideration.
- 19.1 In addition, the Council shall have the power at any time to confer Honorary County Colours on any person who in the Council's opinion has made a contribution to tennis in the County deserving of such an honour.

20. Alteration of the rules

These rules may be altered by resolution at an AGM or EGM provided that the notice of the meeting contained particulars of the proposed alteration or addition and the resolution shall not be passed unless carried by a majority of at least two-thirds of those present and entitled to vote.

21. Regulations, Bye-laws and Standing Orders

The Council shall have power to make, repeal and amend such regulations, bye-laws and standing orders as it may from time to time consider necessary, desirable or appropriate. Such regulations, bye-laws and standing orders shall have effect until repealed by the Council.

22. Use of Facilities

All non-accredited coaches and, so far as reasonably practicable, players and other persons using the facilities of the Association or an Associate will be required, as a condition of such use, to agree to be bound by and subject to these rules, the LTA Rules, such agreement to contain an express acknowledgement that the Contracts (Rights of Third Parties) Act 1999 applies and that the LTA and the Association can enforce any breach at its option and in its sole discretion.

23. Trustees

23.1 The Council shall appoint Trustees, on such terms as the Council may think fit, to hold office until death or resignation unless removed from office by a resolution of the Council. Appointment of Trustees shall normally be considered to be for a minimum period of two years after which time such appointment will be reviewed by the Council. The President from time to time is nominated as the person to appoint new Trustees within the meaning of Section 36 of the Trustee Act 1925. A new Trustee or new Trustees shall be nominated by resolution of the Council and the President shall by deed duly appoint the person or persons so nominated as the new Trustee or Trustees of the Association and the provisions of the Trustee Act 1925 shall apply to any such appointment. Any statement of fact in any such deed of appointment shall in favour of a person dealing with the Association or the committee in good faith be conclusive evidence of the fact so stated.

23.2 The number of Trustees shall not be more than four or less than two.

24. Finance

24.1 All moneys payable to the Association shall be received by the person authorised by the Council or the Management Group to receive such moneys and shall be deposited in a bank account in the name of the Association. No sum shall be drawn from that account except by cheque signed by two of the authorised signatories who shall be the Secretary, Treasurer, President and other authorised signatory duly appointed by the Association. Any moneys not required for immediate use may be invested as the Council in its discretion thinks fit.

24.2 The Management Group shall have power to authorise the payment of remuneration and expenses to any officer, Council Member, Member or employee of the Association and to any other person or persons for services rendered to the Association. The remuneration of a Council Member, Member or employee of the Association or other person may take any form and may include any arrangements in connection with the payment of a pension, allowance or gratuity, or any death or sickness or disability benefits to, or in respect of that person.

24.3 The financial transactions of the Association shall be recorded in such manner as the Council thinks fits by the Treasurer.

24.4 The Council and each Member may nominate one candidate for the office of Examiner to be appointed at the AGM to hold office for one year. Any Member nominations must be received in

writing by the Secretary at least seven days prior to the AGM. The Examiner shall not be a Council Member.

- 24.5 Full accounts of the financial affairs of the Association shall be prepared each year. These accounts shall be duly examined by the Examiner. The accounts must be made available to every Member attending the AGM and shall be available on request to any Member unable to attend the AGM. The financial year of the Association shall run from 1st October to 30th September. The Accounts shall be approved by the Council and proposed for acceptance at the AGM. If it so chooses, the Council may direct the Treasurer to have the Accounts of the Association audited by an independent auditor duly appointed by the Council.

25. Borrowing

- 25.1 The Council may borrow money on behalf of the Association for the purposes of the Association from time to time but only with the sanction of an AGM or EGM.
- 25.2 When so borrowing the Council shall have power to raise in any way any sum or sums of money and to raise and secure the repayment of any sum or sums of money in such manner and on such terms and conditions as it thinks fit, and in particular by mortgage of or charge upon or by the issues of debentures charged upon all or any part of the property of the Association.
- 25.3 The Council shall have no power to pledge the personal liability of any Member for repayment of any sums so borrowed.
- 25.4 The Trustees shall, at the discretion of the Council, make such dispositions of the Association's property or any part thereof, and enter into and execute such agreements and instruments in relation thereto, as the Council may deem proper for giving security for such moneys and the interest payable thereon.

26. Property

The property of the Association, other than cash at the bank, shall be vested in the Trustees. They shall deal with the property as directed by resolution of the Council and entry in the minute book shall be conclusive evidence of such a resolution.

27. Indemnity

Every Council Member, employee or agent of the Association shall be indemnified by the Association and the Association shall pay all costs, losses and expenses which any such Council Member, employee or agent may incur or for which they may become liable by reason of any contract entered into or act or thing done or omitted to be done by them in good faith as such Council Member, employee or agent in accordance with the instructions of the Council or of a general meeting of the Association or otherwise in the discharge of their duties. The Council may give to any Council Member, employee or agent of the Association who has incurred or may be about to incur any liability at the request of or for the benefit of the Association such security by way of indemnity as may seem expedient including, for the avoidance of any doubt, the purchase of an indemnity insurance policy on that person's behalf.

28. Notices

- 28.1 The Association can send, make available or supply any notice, ballot paper, accounts, document, or other information by personal delivery, by posting it to the intended recipients' usual address, by sending it or supplying it in electronic form to an address notified by the intended recipient to the Association or by making it available on a website and notifying the intended recipient of its availability in accordance with this rule.
- 28.2 If any notice or other information is left by the Association at the intended recipient's usual address, it is treated as being received on the day it was left.

28.3 If any notice or other information is sent by the Association by post, it is treated as being received the day after it was posted if first class post was used, or 72 hours after it was posted if first class post was not used. In proving that any notice or other information was received, it is sufficient to show that the envelope was properly addressed and put into the postal system with postage paid.

28.4 If any notice or other information was sent using electronic means, it is treated as being received on the day it was sent. In the case of notices or other information available on a website, the notice or other information is treated as being received on the day on which it was made available on the website, or, if later, the day on which the notice of availability is treated as being received by the intended recipient in accordance with this rule.

29. Dissolution

29.1 A resolution to dissolve the Association shall only be proposed at an EGM and shall only be passed if carried by a majority of at least three-quarters of the Members present and entitled to vote.

29.2 The dissolution shall take effect from the date of the resolution and the Council Members shall be responsible for the winding-up of the assets and liabilities of the Association.

29.3 Any property remaining after the discharge of the debts and liabilities of the Association shall not be paid to or distributed among the Members but shall be paid or distributed as determined by the Council to the LTA, any other non-profit making body with similar objects or any tennis related charity.