

All previous Rules Rescinded

BRENTHAM CLUB - RULES

1. **NAME OF THE SOCIETY** – The name of the Society shall be BRENTHAM CLUB.
2. **OBJECTS OF THE SOCIETY** – The objects of the Society are:
 - a) To promote the sporting, and cultural interests of the general public in Ealing and the members of The Brentham Club.
 - B) To encourage participation in the sporting and other activities provided by the Club.
 - C) To develop the sports and social facilities of The Brentham Club for the benefit of the members, and the general public.
3. **a) Hours of opening and closing the Club Premises.**

The Club shall be opened and closed at such hours as may from time to time be fixed by the Committee and as posted in the Club.

b) Permitted hours for the supply of Intoxicants.

The permitted hours shall be such as may from time to time be determined by the Committee in accordance with the provisions of the Licensing Act 2003.
4. **REGISTERED OFFICE** – The registered office of the Society shall be at the Brentham Club, Meadvale Road, Ealing, London, W5 1NP. Notice of any removal of the office of the Society shall be sent to the Registrar of Friendly Societies within 14 days after such change, in manner and form prescribed by the Treasury regulations.
5. **BOOKS OF ACCOUNT, ETC., TO BE KEPT AT OFFICE** – All books of account, securities, documents and papers of the Society other than such (if any) as are directed by the committee to be kept elsewhere, shall be kept at the Registered Office, in such manner, and with such provisions for their security as the committee from time to time direct.
6. **USE OF NAME OF THE SOCIETY** – The name of the Society shall be mentioned in legible characters in all business letters, notices, advertisements and official publications, bills of exchange, promissory notes, endorsements, cheques, or orders for money or goods purporting to be signed by or on behalf of the Society, and on all bills, invoices, receipts or letters of credit of the Society, and shall be conspicuously painted or affixed, and kept painted or affixed, on the outside of every office or place of business of the Society.
7. **ADMISSION OF MEMBERS** – Membership is open to all persons regardless of sex, age, disability, nationality, sexual orientation, religion and other beliefs on payment of

subscriptions when due. However limitation of membership according to available facilities is allowable on a non-discriminatory basis.

8. **ADMISSION OF MINORS** – A minor under the age of 18 years may be admitted as a member on payment of subscriptions when due, but will not have any voting rights nor will they be able to be a member of the committee or officer of the Society. No person under 18 years of age shall be served with alcoholic drinks.
9. **SHARES** – Each member, other than minors, shall be issued with one share which shall not be withdrawable or transferable and shall be of the value of 5p. No member shall hold more than one share and no interest or dividend shall be paid on it. Shares shall be forfeited if for any reason the holder ceases to be a member of the Club.
10. **CESSATION OF MEMBERSHIP** – Members shall cease to be members:-
 - a) By non-payment of annual subscription (Rule 12)
 - b) By expulsion
 - c) By resignation
 - d) By Death
11. **REGISTER OF MEMBERS** – The Society 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 the amount paid or agreed to be considered as paid on the shares of each member;
 - c) A statement of other property in the Society, 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 Society, with the offices held by them respectively and the dates on which they assumed office.
 - f) Members may propose a fellow member as honorary member of the Club. All applications must be properly proposed and seconded and submitted to the Management Committee on or before 15 January each year. The Management will consider all applications submitted and can elect up to a maximum of three honorary members each year.

Any member changing his address shall notify the Society of such change.

12. **PAYMENT OF SUBSCRIPTIONS** – All subscriptions shall be paid to the Club during the month of April each year, but no later than 30th April, after which the membership will lapse – with the exception of the Football section whose membership year starts 1st September.

All applications for new membership received after 30th April shall be on a pro-rata basis.

All existing members who allow their membership to lapse shall be liable to the full subscription fee at all times.

13. **RECOVERY OF SUMS DUE UNDER RULES** – All sums due from any member for subscriptions or otherwise shall be recoverable from him, his executors or

administrators as a debt due to the Society. The Secretary shall lay before the committee a return of all such sums and thereupon they may direct the Secretary to take legal proceedings for the recovery thereof.

Members shall have notice of any payments of which they may be in arrears within one month of such payments falling due.

14. The Committee of Management shall have power to establish separate sections for members wishing to participate in particular sports and games or special activities and to disband any such section.

Each section shall operate under by-laws not inconsistent with these rules and no by-law shall be made, amended or rescinded unless with the approval of the Committee of Management.

Each section shall have a Section Secretary and Section Committee who shall be elected annually by the members of that section. The Section Committee shall be responsible to the Committee of Management for the operation of the section. All members of Section Committees must be members of the Club.

The funds of every section shall form part of the funds of the Club and shall be accounted for in the annual return. The Committee of Management may authorise the opening of a separate banking account for any section to be operated by that section. Separate accounts shall be kept in respect of every section.

The Committee of Management may authorise such grants from Club Funds to sections as the Committee of Management may from time to time consider necessary.

15. INVESTMENTS AND BORROWING POWERS –

1) The Committee may invest monies of the Society surplus to its immediate requirements upon any investment authorised by Law for the investment of trust monies purchasing the business of any other Society or company in which its capital might be invested falling within the objects of the Society or in carrying on any such business in conjunction with any such Society or company; or in the shares or on the security of any society registered under the Co-operative and Community Benefit Societies Act 2014, or the Building Societies Acts, or of any company registered under the companies Act or incorporated by Act of Parliament or by charter, provided that no such investment be made in the shares of any society or company other than one with limited liability.

2) The Committee of Management may obtain advances or money from members and others for the purposes of the Society and may secure the repayment thereof by mortgages or charges on any of the Society's property. The terms of repayment, rate of interest and any other conditions of such advances shall be determined by the Committee from time to time. The total amount which the Society may borrow on mortgage bond or other charge on the assets of the Society shall not exceed the sum of or £225,000 to the extent the additional borrowing is for the purpose of implementing the approved Brentham Club Strategy and Business Plan. The Society shall not accept money on deposit.

3) The Committee of Management and any members of the Committee acting on behalf of the Club do not have the power to sell any Club asset or assets of a value

greater than £25,000 in a single or related transaction(s) unless such sale has received prior approval from members at an AGM or SGM.

16. **NOMINATIONS AND PROCEEDINGS ON DEATH OR BANKRUPTCY** – Upon a claim being made by the personal representative of a deceased member or the trustees in bankruptcy of a bankrupt member to any property in the Club belonging to the deceased or bankrupt member the Committee 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 Act, 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 Committee shall if and to the extent that 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.

17. **GENERAL MEETING** – The ordinary business Meeting of the Society shall be held in the month of March in each year, at the Brentham Club, and upon such day and hour as are fixed by resolution of the committee.

18. **FUNCTIONS OF ORDINARY BUSINESS MEETINGS** – The function of ordinary business meetings shall be:-

1) To receive from the committee or any other officers of the Society reports upon the business of the Society during the period embraced therein, and on the election and appointment of committee pursuant to Rule 29, which except any such meeting directs otherwise, shall be made to every such meeting.

2) To receive the statement of accounts provided for in Rule 50.

3) To elect the auditor and officers of the Society, excepting those whose appointment is given by the rules of the Society to the Committee.

4) To receive a Brentham Club Strategy and Business Plan document (SBP), which will address proposals for income and expenditure, incorporating strategic options relating to the growth and development of the Club. The SBP will be updated and presented annually for approval by members.

5) To transact any other general business of the Society which appears on the Agenda of such meetings.

6) To transact any other competent business.

19. **NOTICE OF TIME AND PLACE OF MEETING** - Notice of the time of every ordinary business meeting, and of the place where it is to be held shall be given by fixing such notice in the Registered Office of the Society not less than six clear days before the day of the meeting.

20. **MATTERS FOR AGENDA** – Any member wishing to place any resolution on the Agenda of an ordinary business meeting shall submit the same in writing not later than the 25th day of January in each year.

21. **SPECIAL GENERAL MEETINGS** - Special General meetings shall be convened by the Secretary, either on an order of the Committee or upon a requisition signed by

twenty per cent of the members or not fewer than 30 of the members, whichever is the less and shall be held as soon as it possible after the receipt of such order or requisition and at the ordinary place and time of business meetings of the Society.

22. **NOTICE OF SPECIAL GENERAL MEETINGS** – Notices convening a special general meeting shall state the time and place thereof, and every purpose for which it is convened, and shall be sent to the registered address of all members not less than six clear days before the day of meeting, unless in any case of emergency where the committee unanimously directs shorter notice to be given.
23. **BUSINESS OF SPECIAL GENERAL MEETING** - A special general meeting cannot transact any business not specified in the notice convening it, nor unless the notice convening it has been given according to the rules. But an ordinary business meeting may be made special for any purpose of which notice has been so given, provided that such business is not brought on until the ordinary business is concluded.
24. **QUORUM OF GENERAL MEETINGS** – An ordinary business of special general meeting may proceed to business if not less than ten members, for the time being are present within an hour after the time fixed for the meeting; otherwise the meeting, if a special general meeting convened on the requisition of the members shall be dissolved, but if an ordinary business meeting, or a special meeting convened by order of the committee, shall stand adjourned to the week following at the same time and place; and the meeting so adjourned may proceed to business whatever is 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, or become invalid by reason of the non-receipt by any member of the notice convening the meeting.
25. **POWER OF ADJOURNMENT** – Any general Meeting, duly constituted, may adjourn to such place at such time within thirty days 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: and the same notice shall be given of any meeting adjourned for more than fourteen days as was required for the original meeting.
26. **CHAIRMAN OF MEETINGS** – Every meeting shall have a chairman who, in the absence of the chairman of the committee, shall be any member of the committee willing to preside; and in the absence of any such member, such person as the meeting selects.
27. **VOTES** – Every member who is not disqualified by Rule 10 shall have one vote.
28. **HOW VOTES SHALL BE TAKEN AND COUNTED** – Subject to a demand for a poll as herein provided every question shall be decided by a show of hands. A poll may be demanded either before or immediately after a show of hands by ten members, and the chairman shall decide whether such poll when demanded before a show of hands, is to be taken instead of or after a vote by a show of hands. A declaration by the chairman that a resolution has been carried or not carried, or carried and not carried by a particular majority, and an entry to that effect in the book of proceedings of the Society shall be conclusive evidence of the facts

A demand for a poll may be withdrawn. If a poll be demanded in the manner mentioned above it shall be taken at such time and in such manner as the chairman

may appoint, and the result of such poll shall be deemed to be the resolution of the Society in general meeting. In case of an equality of votes at a general meeting, whether upon a show of hands or a poll, the chairman shall be entitled to a casting vote which shall be his only vote. In case of any dispute as to the admission or rejection of any vote the chairman shall determine the same. Subject to any special direction contained in any rule of the Society or Act of Parliament, all questions shall be determined by a majority of votes.

Votes on a poll shall be counted by the auditors of the Society or such other persons or persons as they may appoint and failing this by such persons as a general meeting may select.

29. **THE COMMITTEE OF MANAGEMENT: HOW COMMITTEE TO BE FORMED.**
- a) The business of the Society shall be conducted by a Committee of Management, consisting of twelve committeemen. A chairman shall be appointed by the Committee from amongst themselves at the first Committee meeting following each annual meeting.
- b) Nominations for the committee must be in writing and received at the Registered Office of the Society no later than the 15th day of February in each year. Every nomination must state clearly the full name and address and occupation of each member nominated, and be signed by the nominating member, who must obtain the consent of each of his nominees previous to such nomination. In the event of the number of nominations exceeding the number of vacancies a list of such nominations, inclusive of the retiring committeemen willing to stand for re-election shall be sent to every member, together with a voting paper which must be returned to the office three days previous to the ordinary business meeting, except in the case of the first business meeting when voting papers may be left at the registered office of the Society at any time previous to the time fixed for the said meeting, and those members to a number not exceeding the number of vacancies, who receive the highest number of votes shall be elected members of the committee. In the event of an equality of votes, the chairman shall have a casting vote.
30. **MEMBERS QUALIFIED TO VOTE IN ELECTION OF COMMITTEE –** On the 31st December of each year the Secretary shall post at the Registered Office of the Society a list of all persons who under the foregoing Rules are members of the Society at that date, and voting papers in connection with the election of the committee next following shall be issued to such persons only.
31. **RETIREMENT AND RE-ELIGIBILITY OF COMMITTEEMEN.**
- 1) At each ordinary business meeting two of the committeemen shall retire and two shall be elected; the order of retirement being fixed so far as is practicable by priority of election, but if necessary by ballot. A retiring committeeman shall be immediately eligible for re-election.
- 2) If a vacancy caused by the retirement of any committeeman is not filled up by the meeting by which it ought to have been filled under the rules, the retiring member may continue to act until the next ordinary business meeting.
32. **REMOVAL OF MEMBERS OF COMMITTEE –** A committeeman may be removed from office at any time by a resolution carried by two-thirds of the votes given at a

special general meeting, which may thereupon proceed to fill up his place by a resolution carried by a majority of the votes given.

33. **QUALIFICATION OF A COMMITTEEMAN** – No person shall be a committeeman who has not been a member for the previous 12 months, and any person who becomes bankrupt shall thereupon vacate his office.
34. No committeeman shall be disqualified by his office from contracting with the Society either as vendor, purchaser or otherwise nor shall any such contract or arrangement entered into by or on behalf of the Society in which any committeeman shall be in any way interested be voided, nor shall any committeeman so contracting or being so interested be liable to account to the Society for any profit realised by any such contract or arrangement, by reason of any such committeeman holding that office or of the fiduciary relation thereby established, but it is declared that the nature of his interest must be disclosed by him at the meeting of the committee at which the contract or arrangement is determined on, if his interests then exists, or in any other case at the first meeting of the committee after the acquisition of his interest and that no committeeman shall as a committeeman vote in respect of any contract or arrangement in which he is so interested as aforesaid, and if he does so vote his vote shall not be counted.
35. **VACANCIES HOW TO BE FILLED UP** – A Vacancy in the number of committeemen arising from any such disqualification as aforesaid, or the removal of any committeeman whose place is not filled up by the meeting by which he is removed, or the death, resignation, incapacity for acting or refusal to act, of any committeeman, shall be filled up with some qualified person, (1) if it arises in the interval between two ordinary business meetings, by the remaining members of the committee or if not filled by the next meeting, (2) if it arises at any such meeting, by the meeting and in the last case any committeeman who may resign shall be immediately re-eligible.

Every person appointed in accordance with (1) above by the Committee shall retire at the next Ordinary Business Meeting and shall immediately be eligible for re-election, in addition to, if appropriate, the two Committee members retiring in accordance with Rule No. 30. Every person appointed in accordance with (2) above at an Ordinary Business Meeting shall be substituted for the member who has caused the vacancy and shall retire from Office at the time when such member would have retired.

36. **GENERAL POWERS OF THE COMMITTEE** – The committee shall control all business carried on by or on account of the Society. They shall from time to time engaged, remove or discharge all employees of any description required to conduct any such business and fix their duties, salaries, or other remuneration at such rates, and require them to give such security, in such forms approved by them, as they determine. They shall frame by-laws for the regulation of the Society's activities, and may institute, prosecute, compromise or refer to arbitration any suit, debt, liability or claim against, by, to, or on the Society; and in any case for which the rules of the Society do not expressly provide, may exercise any power which could be exercised by the Society in general meeting, other than such as by the law for the time being related to Communities and Community Benefit Societies may be required to be exercised by such meetings, and so that in the exercise of any such power they do nothing inconsistent with the previous resolutions of such meetings.

And all acts or orders done or given by the committee in the name and on behalf of the Society under any power hereby given them, shall bind the Society and every member thereof as fully as if they had been acts or orders of a majority of the members of the Society, at a general meeting thereof, acting in exercise of the powers given them by the rules.

37. THE COMMITTEE TO SUMMON MEETINGS, PROVIDE BOOKS, ETC – It shall be the duty of the committee:-
- 1) To convene all meetings of the Society according to the rules thereof, subject to the provisions hereinbefore contained as to special general meeting;
 - 2) To provide proper books for entering the accounts of all business carried on on behalf of the Society, and the minutes of all meetings thereof, and of their own proceedings, and for making all such entries as are hereby required, or as any general meeting may direct;
 - 3) To provide such forms as are necessary in consequence of the provisions of the Rules, and for the same being kept, made up, or used in such manner as in their discretion they think desirable;
 - 4) To provide a sufficient supply of copies of the annual return and books of rules to comply with the directions of Rule 56.
38. THE COMMITTEE TO LAY STATEMENT OF ACCOUNTS AND REPORT BEFORE THE GENERAL MEETING – The committee shall prepare a statement of the accounts of the Society, in such form as the ordinary business meetings direct from time to time, and lay them, duly audited by the persons appointed to audit the same, before the ordinary business meeting to be held in March of each year, accompanied by a report on the position of the affairs of the Society, signed by the Chairman of the meeting at which such report was adopted.
39. TIME, PLACE OF MEETING AND QUORUM OF THE COMMITTEE – The committee shall meet at such times and places as they determine, but shall not proceed to business unless three members are present.
40. PROCEDURE OF THE COMMITTEE – If the Chairman of the committee be absent from a meeting, those members of the committee present shall elect one from their number to be chairman for the occasion. The majority of votes shall decide, and in case of an equality of votes the chairman shall have a second casting vote.
41. SPECIAL MEETING OF THE COMMITTEE – A special meeting of the committee may be called by a notice in writing given to the Secretary by two members of the committee, specifying the business to be transacted thereat. The Secretary shall thereupon call a meeting of the committee to be held at the usual place for committee meetings, not earlier than one clear day, and not later than three clear days, after receipt of such notice by the Secretary, and no business other than that in the said notice shall be transacted at the meeting.
42. APPOINTMENT OF SUB-COMMITTEES – The Committee may delegate any of the powers hereby given to them to a sub-committee of its own members, who shall, in the functions entrusted to them, conform in all respects to the instructions given them by the committee. All members of sub-committees must be members of the Club.

43. A) THE SECRETARY

There shall be a Secretary of the Society, with the duties following:-

- 1) He shall summon and attend all meetings of the Society, and of the committee, and of any sub-committee, if so required by the committee and shall keep minutes thereof in such manner as the committee direct:-
- 2) He shall make such returns relating to the business of the Society as the committee require.
- 3) He shall have charge of the documents and other papers of the Society.
- 4) The Secretary shall be appointed and removable by the Committee, who shall fix his salary, and may appoint and remove any clerks or other assistants required to aid him, and determine their duties and salaries. So long as the office is an unpaid one, a member of the committee may be appointed as such honorary secretary without vacating his place on the committee.

B) THE TREASURER

There shall be a Treasurer of the Society, with the duties following:-

- 1) He shall prepare and send all returns required to be made to the Registrar.
- 2) He shall keep the accounts in such manner as the committee direct.
- 3) He shall keep all the books relating to shares, loans or deposits required to be kept under the Rules of the Society, and the register of members, and shall receive all contributions and other payments due from the members to the Society, and keep the accounts thereof, and pay over the amount so received as the committee directs.

Both the Secretary and Treasurer shall in all things act in the discharge of their duties under the direction and control of the committee.

44. ACCOUNTS OF AND SECURITY BY OFFICERS – It shall be the duty of every person holding any office touching the receipt or charge of any moneys of the Society, under the minimum penalty attached to an offence under the Act before entering on the execution of his office, either to enter into an agreement or to become bound, with or without a surety, as the committee require, in such forms as they approve from time to time or to give the security of a guarantee society in such sums as they direct for rendering a full and true account of all moneys received or paid by him on account of the Society at such times as the committee require and for the payment of all sums due from him to the Society.
45. PAYMENT BY CHEQUE – All payments above £250 shall be authorised by two of the following: Chairman, Secretary, Treasurer and any other person authorised by the Committee to act in this capacity.
46. MINUTES TO BE EVIDENCE OF PROCEEDINGS – The minutes of all meetings of the Society or committee, containing such particulars as the committee direct from time to time shall be regularly recorded by the Secretary; and the minutes of every ordinary business meeting of the Society, and of every meeting of the committee, shall be read at the next of such meetings respectively, and signed by the Chairman of the meeting at which they are so read, and the minutes of every special general meeting shall be read at the meeting of the committee following, and signed by the chairman of such meeting; and all minutes so signed shall in the absence of evidence to the contrary, be taken as between the Society and every member thereof to be a true statement of any matter therein contained, subject to the correction of any patent error.

47. WHAT TO BE SUFFICIENT NOTICE – Every member shall be taken to have due notice of every meeting, resolution, or other matter, of which notice is required by the rules of the Society to be given, if the same is made known by giving notice to members in accordance with rules of the Society.
48. AUDIT –
- 1) The club shall in each year of account appoint a qualified auditor to audit its accounts and balance sheet for that year. For the purpose of this rule “qualified auditor” means a person who is qualified auditor under Co-operative and Community Benefit Societies Act 2014
 - 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 Committee may appoint an auditor to fill any casual vacancy occurring between general meetings of the club.
 - 4) An 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 committee) shall be reappointed as 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 the club notice in writing of his unwillingness to be re-appointed or
 - c) he is ineligible for appointment as auditor of the club for the current year of account or
 - d) he has ceased to act as auditor of the club by reason of incapacity.
 - e) Provided that a retiring auditor shall not be automatically re-appointed by virtue of this rule of 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.
 - 5) A resolution at a general meeting of the club (i) appointing another person as auditor or (ii) providing expressly that a retiring 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 auditor in accordance with Co-operative and Community Benefit Societies Act 2014 , and shall give notice to the members in accordance with that section of any representations made or intended to be made by the retiring auditor.
 - 6) None of the following persons shall be appointed as auditor of the club:
 - a. an officer or servant of the club or
 - 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 auditor shall in accordance with 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 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.

49. **THE SEAL OF THE SOCIETY** – The Society does not have a seal.
50. **BALANCE SHEET** – A copy of the account or accounts and balance sheets covering the period included in an annual return, as audited, and the report of the auditor on the balance sheet and accounts shall be posted in the registered office and shall be kept always hung up in a conspicuous place at the said office.
51. **AUDITED ACCOUNTS TO BE BINDING ON THE MEMBERS** – Every balance sheet signed by the auditor and approved of by the meeting to which it is presented shall be binding on all members of the Society.
52. **REMUNERATION OF THE AUDITOR** – The Auditor shall receive such remuneration as the committee vote from time to time.
53. **INSPECTION OF ACCOUNTS** – Any member or person having an interest in the funds of a registered society shall be allowed to inspect his own account and the books containing the names of the members, at all reasonable hours at the registered office of the Society, or at any place where the same are kept. Subject to such regulations as to the time and manner of such inspections as may be made from time to time by the general meetings of the Society.
54. **STATUTORY APPLICATIONS TO THE REGISTRAR**
 - 1) Any ten members of the Society, each of whom has been a member of the Society for not less than twelve months immediately preceding the date of the application shall have the right for one of their number or an accountant of their choosing to inspect any books of the Society at any reasonable time to be agreed with the Management Committee.
 - 2) It shall be the right of one-tenth of the whole number of members, or if the number of members shall at any time exceed 1,000 it shall be the right of 100 members by an application in writing to the Chief Registrar, signed by them in the forms respectively prescribed by the Treasury Regulations:-
 - a) To apply for the appointment of an inspector or inspectors to examine into the affairs of the Society and to report thereon, or
 - b) To apply for the calling of a special meeting of the Society.
55. **ANNUAL RETURN TO REGISTRAR** – The Secretary shall send to the Registrar once in every year, not later than 31st July, an annual return relating to the club's affairs for the period required by the Co-operative and Community Benefit Societies Act, 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 to which the Club's last annual return was made up, and ending with the date of the last balance sheet published by the club before the 31st March in the following year, or if the date of that

balance sheet is earlier than 31st December. The annual return must be made in the form prescribed by the Chief Registrar, and contain such particulars as may from time to time be required by the return.

56. **COPIES TO MEMBERS** - A copy of the last annual return, together with a copy of the report of the auditor on the accounts and balance sheet contained in the return shall be supplied gratuitously on demand to every member or person interested in the funds of the club.
57. **APPLICATION OF PROFITS** – The net profits of all business carried on by or on account of the Society shall be applied in forming a reserve fund applicable by a resolution of the ordinary business meetings on the recommendation of the committee to meet any contingency affecting the business of the Society.
58. **ARBITRATION**
- a) Every dispute between a member of the Society or any person aggrieved who has for not more than six months ceased to be a member of the Society, or any person claiming through such member or person aggrieved or claiming under the rules of the Society and the Society or an officer thereof, shall be decided in manner directed by these rules, and the decision so made shall be binding and conclusive on all parties without appeal, and shall not be removable into any Court of Law or restrainable by injunction, and application for the enforcement thereof may be made to the County Court.
 - b) There shall be five arbitrators elected at a general meeting of the Society, none of whom is directly or indirectly interested in the funds of the Society
 - c) In any case of dispute the Secretary of the Society or such other person as the committee may direct shall, in the presence of the complaining party or someone appointed by him, write the names of the arbitrators for the time being upon separate pieces of paper and place them so that the names shall be concealed and the complaining party shall draw three, and the persons whose names are so drawn shall be arbitrators to decide the dispute.
 - d) Vacancies in the number of arbitrators shall be filled by the committee subject to confirmation at the first ordinary business meeting held after any vacancy is filled.
 - e) The appointment of an arbitrator may be revoked by a resolution to that effect passed at any general meeting, which may there-upon proceed to fill the vacancy. If the vacancy is not then filled the committee shall fill the vacancy.
 - f) The costs of the arbitration shall be borne as the arbitrators direct, and the complaining party shall, before the arbitration, deposit with the Society the sum of £1 to abide the decision.
59. **HOW A MEMBER MAY BE EXPELLED** – The Committee shall have power to reprimand, suspend or expel any member whose conduct shall in their opinion render him unfit for membership; but no member unless convicted of an offence by a Court of Summary Jurisdiction or other Court, shall be suspended or expelled without first being summoned before the committee and given full opportunity to explain his conduct nor unless two thirds at least of the committee then present shall vote for his suspension or expulsion. Every member so summoned shall receive at least three days notice in

writing from the Secretary. Such notice shall contain a statement of the charge made against him. A suspended member shall forfeit all rights and privileges under these Rules but shall remain liable to pay his subscriptions, and if an officer he shall vacate his office.

60. **READMISSION OF EXPELLED MEMBER** – No expelled member shall be readmitted except by a vote of two-thirds of the members present at an ordinary business meeting, on a motion of which notice has been given.
61. **MAJORITY REQUISITE TO MAKE ALTERATIONS OF RULES** - Any rule of the Society may be rescinded or altered, or any new rule be made by a majority of two-thirds of the votes at any special general meeting.
62. **REGISTRATION OF ALTERATIONS** – Applications for the registration of every addition, repeal, or alteration shall be made to the Registrar in manner and form required by the Co-operative and Community Benefit Act 2014 so soon as is practicable after the same has been made; and a copy thereof shall be issued with every copy of the rules issued after the registration thereof. No amendment of rules is valid until registered.
63. **WINDING UP OF THE SOCIETY** – The Society may by special resolution passed in manner prescribed by the Act:-
 - 1) By a resolution to wind it up, made as is directed in regard to companies by the Companies Act 2006.
 - 2) By an instrument of dissolution signed by three-fourths of the members for the time being, and in the form prescribed by the regulations in force under the Act.
64. **INTERPRETATION** – In the construction of these rules, including this rule, the following words and expressions have respectively the meanings following, unless the subject matter or context are inconsistent therewith:-
 - 1) “The Society” means Brentham Club.
 - 2) Words importing the singular or plural number respectively include the plural and singular numbers. Words importing the masculine gender also include the feminine gender.
 - 3) “The Act” means the Co-operative and Community Benefit Societies Act 2014
 - 4) “The Committee” means the Committee of Management of the Society.
 - 5) “ A Company” means (1) any body corporate other than a society; (2) any society authorised to act in its behalf; and “a society” means any society registered under the Co-operative and Community Benefit Act or deemed to be so.
 - 6) “Lands” include tenements and hereditaments.
 - 7) “He”, “him” and “person” include a company or society.
 - 8) “Nominal Capital” means the amount of the sum allotted for the time being and not paid off.
65. **BYE LAWS** - The committee may at any time and from time to time make, alter, or revoke by-laws relating to the users of the Society’s premises or any part thereof, provided that no such by-law shall conflict with any of the rules. A copy of such by-laws shall be permanently displayed on the Society’s premises and all alterations thereof shall be reported to the following Annual General Meeting.

66. GUESTS OF MEMBERS

- 1) Members may introduce and entertain guests at the Club and there shall be kept at the Club premises a guest book which both the member and guest shall sign at the time of the introduction of the guest.
- 2) No member may introduce more than two guests in one calendar month and no person shall be allowed into the Club as a guest on more than one occasion in the same month. Variations may be made to this by the Management Committee in exceptional circumstances.
- 3) Any person whose membership of the Club has terminated under Rule 59 hereof or whose application for membership has at any time been rejected shall not be admitted as a guest.
- 4) The Committee may suspend any member who takes undue advantage of this rule or who fails to have particulars of guests entered in the guest book.
- 5) Any member introducing a guest under this rule shall be responsible for the guest's behaviour throughout his visit.
- 6) He shall also be responsible for ensuring that all his guests comply with the Club rules whilst on the premises.
- 7) Guests shall be allowed to purchase drink and to play on the gaming machines on the Club premises.

67. ADMISSION OF VISITING TEAMS TO CLUB

- 1) Members of visiting teams competing in events against Club teams or playing games on the Club premises with the consent of the Management Committee shall, on the day of the event, with their supporters be admitted entry to the Club premises for the purpose of purchasing intoxicating liquor.
- 2) They will be allowed to play on the gaming machines on the Club premises.
- 3) The management Committee reserve the right to refuse admission to any visitor or supporter at their absolute discretion.

68. In the event that the Club is liquidated, all assets whether cash, property or other, shall be transferred into the ownership of:-

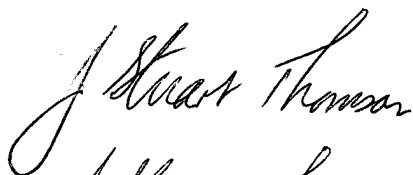
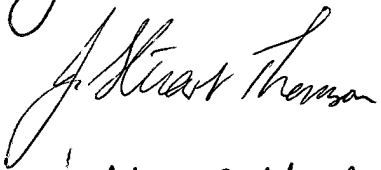

- 1) another Club with similar sporting purposes which is a Registered Charity and/or
- 2) another club with similar purposes which is a Registered CASC.

Register No. 6326 R. Middx.

Co-operative and Community Benefit Act 2014

Acknowledgement of Registry of Amendment of Rules

The foregoing amendment of the rules of the Brentham Club is registered under the Co-operative and Community Benefit Act 2014

	J. STUART THOMSON	CHAIR
	J. STUART THOMSON	ACTING SECRETARY
	WILLIAM C. MASKELL	TREASURER.