

CONSTITUTION

Adopted on the 30th (thirtieth) day of March 2020

1. NAME

The name of the Association is EASTGATE CLUB LINCOLN (the "Club").

2. ADMINISTRATION

Subject to the matters set out below, the Club and its property shall be administered and managed in accordance with this Constitution by the members of the Executive Committee, constituted by Clause 7 of this Constitution ("Executive Committee").

3. OBJECTS

The Club's objects (the "objects") are provision of facilities for, and promoting and encouraging participation in tennis, bowls and squash for its members and in furtherance of these objects the Club may seek affiliation to the appropriate Governing Bodies of the respective sports.

4. POWERS

In furtherance of the objects but not otherwise, the Executive Committee may exercise the following powers:

- 4.1. To raise funds and invite and receive contributions, provided that in raising funds the Executive Committee shall not undertake any substantial trading activities and shall conform to any relevant requirements of the law;
- 4.2. To buy, take on lease or in exchange any property necessary for the achievement of the objects to maintain and equip it for use;
- 4.3. Subject to any consents required by law, to sell, lease or dispose of all or any part of the property of the Club;
- 4.4. Subject to any consents required by law, to borrow money and to charge all or any part of the property of the Club with repayment of the money so borrowed;
- 4.5. To employ such staff (who shall not be members of the Executive Committee) as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff.
- 4.6. To co-operate with other clubs, voluntary bodies and statutory authorities in furtherance of the objects or of similar purposes and to exchange information and advice with them;
- 4.7. To establish or support any associations formed for all or any of the objects;
- 4.8. To appoint and constitute such advisory committees as the Executive Committee may think fit;
- 4.9. To do all such other lawful things including the introduction of regulations, as are necessary for the achievement of the objects.

5. MEMBERSHIP

5.1 Membership of the Club shall be open to;

5.1.1. Individuals over the age of five years who are interested in furthering the work of the Club and who have paid any annual subscription laid down from time to time by the Executive Committee.

5.1.2. Anyone interested in tennis, bowls and squash on application regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs. However, limitation of membership according to available facilities is allowable on a non-discriminatory basis and

5.1.3. Any body, corporate or unincorporated association which is interested in furthering the Club's work and has paid an annual subscription (any such body being called in this Constitution "a member organisation").

5.2. Each Member eighteen years or over shall have one vote. Members can vote at any Annual General Meeting (AGM) or Extraordinary General Meeting (EGM).

5.3. Each member organisation shall appoint an individual to represent it and to vote on its behalf at meetings of the Club, and may appoint an alternate to replace its appointed representative at any meeting of the Club if the appointed representative is unable to attend.

5.4. Each member organisation shall notify the name of the representative appointed by it and of any alternate to the Secretary. If the representative or alternate resigns from or otherwise leaves the member organisation, he or she shall forthwith cease to be the representative of the member organisation.

5.5. The Executive Committee may, by unanimous decision and for good reason, terminate the membership of any individual or member organisation, provided that the individual concerned or the appointed representative of the member organisation concerned (as the case may be) shall have the right to be heard by the Executive Committee, accompanied by a friend, before a final decision is made.

5.6. The age of any member shall be his or her age on 1st May of the current year.

6. HONORARY OFFICERS

At the AGM of the Club the members shall elect from amongst themselves a President (who will act as Chairperson), a Secretary, a Treasurer and a Membership Secretary who shall hold office from the conclusion of that meeting.

7. EXECUTIVE COMMITTEE

7.1. The Executive Committee shall consist of not less than six members nor more than ten members being:-

7.1.1. The honorary officers specified in Clause 6., i.e. President, Secretary, Treasurer and Membership Secretary;

7.1.2. Not more than three other members shall be elected at the AGM meeting who shall hold office from the conclusion of that meeting.

7.1.3. Three nominated members appointed as follows;

- Chairperson of the Tennis Sub-Committee
- Chairperson of the Bowls Sub-Committee
- Chairperson of the Squash Sub-Committee.

On approval by the rest of the Executive Committee, the Chairperson of any Sub-Committee can ask someone from their own section to represent them in their absence or invite another member of their Sub-Committee to attend a meeting but each Sub-Committee will only be entitled to one vote.

7.2. The Executive Committee may in addition appoint up to four co-opted members on the condition that the number of co-opted members should not be more than one third of the members of the Executive Committee. Each appointment of a co-opted member shall be made at an Extraordinary Meeting of the Executive Committee called under Clause 10.1 and shall take effect from the end of that meeting, unless the appointment is to fill a place which has not yet been vacated in which case the appointment shall run from the date when the post becomes vacant.

7.3. All the honorary officers of the Executive Committee mentioned in 7.1.1. shall retire from office together at the AGM but they may be re-elected or re-appointed.

7.4. The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.

7.5. Nobody shall be appointed as a member of the Executive Committee who is aged under 18 years or who would, if appointed, be disqualified under the provisions of the following clause.

7.6. Each person entitled to act as a member of the Executive Committee, whether on a first or on any subsequent entry into office, shall be deemed to accept office and act in the furtherance of the interests of the Club.

8. DETERMINATION OF MEMBERSHIP OF THE EXECUTIVE COMMITTEE

A member of the Executive Committee shall cease to hold office if he or she;

8.1. Is adjudged bankrupt or makes any composition or arrangement with creditors under the provisions of any statute;

8..2. Becomes incapable by any reason of mental disorder, illness or injury of managing and administering his or her own affairs;

8.3. Is absent without the permission of the Executive Committee from all their meetings held within any period of six months and the Executive Committee resolve that his or her office be vacated; or

8. 4. Notifies the Executive Committee a wish to resign (but only if at least three members of the Executive Committee will remain in office when the notice of resignation is to take effect.).

9. EXECUTIVE COMMITTEE MEMBERS NOT TO BE PERSONALLY INTERESTED

9.1. Subject to the provisions of sub-clause (2) of this Clause no members of the Executive Committee shall acquire any interest in property belonging to the Club (otherwise than as a trustee

for the Club) or received remuneration or be interested (other than as a member of the Executive Committee) in any contract entered into by the Executive Committee.

9.2. Any member of the Executive Committee who is a solicitor, accountant or other person engaged in a profession, may charge and be paid all the usual professional charges for business done by him or her or by his or her firm when instructed by the other members of the Executive Committee to act in a professional capacity on behalf of the Club; provided that at no time any other member of the Executive Committee benefits under this provision and that a member of the Executive Committee shall withdraw from any meeting at which his or her own instruction or remuneration, or that of his or her firm, is under discussion.

10. MEETINGS AND PROCEEDINGS OF THE EXECUTIVE COMMITTEE

10.1. The Executive Committee shall hold at least two Ordinary Meetings each year. An Extraordinary Meeting may be called at any time by the President or by any two members of the Executive Committee upon not less than four days' notice being given to the other members of the Executive Committee of the matters to be discussed. If matters include an appointment of a co-opted member, then not less than twenty-one days' notice must be given.

10.2. The President shall act as Chairperson at meetings of the Executive Committee. If the President is absent from any meeting, the members of the Executive Committee present shall choose one of their number to be Chairperson of the meeting before any other business is transacted.

10.3. There shall be a quorum when at least one third of the number of members of the Executive Committee or three members of the Executive Committee, whichever is the greater, are present at a meeting.

10.4. Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question. In the case of equality of votes the Chairperson of the meeting shall have a second or casting vote.

10.5. The Executive Committee shall keep minutes, of the proceedings of meetings of the Executive Committee and any sub-committee.

10.6. The Executive Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this Constitution.

10.7. The Executive Committee may appoint one or more sub-committees consisting of three or more members of the Executive Committee for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by the sub-committee: provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the Executive Committee.

10.8. The President, Secretary, Treasurer and Membership Secretary shall be ex-officio members of all sub-committees appointed.

11. RECEIPTS AND EXPENDITURE

11.1. The funds of the Club, including all subscriptions, donations, contributions and bequests, shall be paid into an account operated by the Treasurer on behalf of the Club of such bank as the

Executive Committee shall from time to time decide. BACS payments as necessary are made by the Treasurer.

11.2. The funds belonging to the Club shall be applied only in furthering the objects.

12. PROPERTY

12.1. Subject to the provisions of sub-clause (2) of this Clause, the Executive Committee shall cause the title to:

12.1.1. All land held by or in trust for the Club; and

12.1.2. All investments held by or on behalf of the Club: to be vested either in a corporation entitled to act as custodian trustees or in not less than three individuals appointed by them as holding trustees. Holding trustees may be removed by majority decision of the Executive Committee and shall act in accordance with the lawful directions of the Executive Committee. Provided that they act only in accordance with the lawful directions of the Executive Committee, the holding trustees shall not be liable for the acts and defaults of its members.

12.2. If a corporation entitled to act as custodian trustee has not been appointed to hold the property of the Club, the Executive Committee may permit any investments held by or in trust for the Club to be held in the name of a clearing bank, trust corporation or any stockbroking company which is a member of the international Stock Exchange (or any subsidiary of any such stockbroking company) as nominee for the Executive Committee, and may pay such a nominee reasonable and proper remuneration for acting as such.

13. ACCOUNTS

13.1. The Executive Committee shall comply with the statutory obligations with regard to:

13.1.1. the keeping of accounting records for the Club;

13.1.2. the preparation of annual statement of accounts for the Club;

13.1.3. the auditing or independent examination of the statements of account of the Club.

13.2. The financial year shall run from 1 January to 31 December.

14. ANNUAL REPORT

The Executive Committee shall comply with their statutory obligations with regard to the preparation of an annual report.

15. AGM

15.1. There shall be an AGM of the Club which shall be held in the month of March in each year or as soon as practicable thereafter.

15.2. Every AGM shall be called by the Executive Committee. The Secretary shall give at least twenty-one days' notice of the AGM to all the members of the Club. All the members of the Club shall be entitled to attend and vote at the meeting.

15.3 The President of the Club chairs AGMs, but if he or she is not present the persons present shall appoint a Chairperson of the meeting.

15.4. The Executive Committee shall present to each AGM the report and accounts of the Club for the preceding year.

15.5. Nominations for election of the Executive Committee must be made by members of the Club in writing and must be in the hands of the Secretary of the Executive Committee at least seven days before the AGM. Should nominations exceed vacancies election shall be by ballot.

16. EGMs

The Executive Committee may call an EGM of the Club at any time. If at least twenty members request such, at least twenty-one days' notice must be given. The notice must state the business to be discussed.

17. PROCEDURE AT AGMs AND EGMs

17.1. The Secretary or other person specially appointed by the Executive Committee shall keep a full record of proceedings at every AGM and EGM of the Club.

17.2. There shall be a quorum when at least one twentieth of the number of the members of the Club for the time being or ten members of the Club whichever is the greater, are present at any AGM or EGM.

18. NOTICES

Any notice required to be served on any member of the Club shall be in writing and shall be served by the Secretary or the Executive Committee on any member either personally or by corresponding to such member by email or by letter at his or her last known address in the United Kingdom and any letter so sent shall be deemed to have been received within seven days of sending.

19. ALTERATIONS TO THE CONSTITUTION

19.1. Subject to the following provisions of this Clause the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at an AGM OR EGM. The notice of the meeting must include notice of the resolution, setting out the terms of the alteration(s) proposed.

20. DISSOLUTION

If the Executive Committee decide that it is necessary or advisable to dissolve the Club it shall call an EGM of all members of the Club, of which not less than twenty-one days' notice (stating the terms of the resolution to be proposed) shall be given. Provided that there is a quorum (as set out in 17.2 above) and the proposal is confirmed by a two-thirds majority of those present and voting, the Executive Committee shall have powers to realise any assets held by or on behalf of the Club. Upon dissolution of the Club any remaining assets shall be given or transferred to another registered CASC (Community Amateur Sports Club), a registered charity or the sport's governing body for use by them in related community sports.

21 DISPLAY OF CONSTITUTION AND REGULATIONS

A copy of this Constitution and any Regulations made by the Executive Committee shall be displayed at all times on the Clubhouse Notice Board and on the Club website and all members shall be deemed to be conversant therewith.