

Notes

- (1) These notes do not form part of the Club's constitution.
- (2) Please read the document accompanying this template and the template **Private Members' Club Constitution** and please also read the **Guidance Note: Clubs** which explains the different types of Clubs.
- (3) This template does not include a list of members who are to be supplied at the Club.
- (4) The Equality Act 2010 permits a club to restrict its membership to those who share a "protected characteristic", e.g. the members are to be of a particular age. However, whilst the inclusion of such a restriction is not in breach of the requirements of the Act, it is not recommended that a club restrict its membership to those who share a "protected characteristic". It is recommended that a club take legal advice as to whether such a restriction is a requirement.
- (5) Clauses 6.3 and 12: Note that a member can only be removed by members at an AGM or SGM: there is no power for a committee or sub-committee of members to remove a member of the committee.
- (6) In connection with Clause 13, the accounts should be scrutinised and reported on by the committee or sub-committee based on the following. Clauses 13.1 and 13.2 should be based on the following. Clauses 13.3 and 13.4 should be based on the following.
- less than, say, £10,000: the accounts should be audited by two members
 - more than, say, £10,000 and less than, say, £20,000: the accounts should be audited by two independent persons
 - more than, say, £20,000 and less than, say, £50,000: the accounts should be audited by two independent persons
 - more than, say, £50,000: the accounts should be audited by a professional accountant
- These thresholds are only guidelines and should be adapted to the Club's circumstances and legal or accounting requirements.
- (7) Clause 16.2: Delete those provisions which no right is to be given to vote in the net assets of the Club on its dissolution.

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Private (sports and/or social)

form constitution

Date of adoption of this constitution

1. Name and address

The club shall be called <<[insert name of Club]>> [and it shall be affiliated to <<[insert name of affiliated club]>>]

[The [premises][address] of the Club shall be <<[insert address]>>]

2. Objects

The objects of the Club are

[organize][encourage][promote] [the sport(s) of <<insert name of sport(s)>>] [and] [provide] [indoor] [and] [outdoor] [activities] [for its members [and] [the life] [and for guests of members] [offer coaching and competition] [promote the Club within the limits of the law]

[at all levels] **OR** [sports] [and] [social] [activities] [in the <<insert area>>] [in accordance with the Rules] [of <<insert name of sport(s)>>]

3. Membership [and guests]

3.1 All members will be

[The Secretary shall make a paper copy of the Rules available for inspection to any member on request]

OR

[The Secretary shall send the Rules to any member on request]

OR

[The Club shall make the Rules available on its website]

[The Secretary shall make a paper copy of the Rules available for inspection to any member on request]

3.2 By applying to become a member, the applicant will be deemed to accept that, upon acceptance by the Club, the Rules will apply to him/her and will govern the relationship between that member and all other members

[The applicant will be deemed to accept that, upon application, the Rules will apply to him/her and will govern the relationship between that member and all other members]

3.3 Subject to Clause 3.1, the Club shall be open to anyone:

[The Club shall be open to anyone:

[over the age of 18 years] [in the following categories] [- ordinary member] [- associate member] [- social member] [- senior member] [- junior member] [- life member]]

[An ordinary member is any person <> years of age]]
[A senior member is anyone <> years of age]]
[A junior member is anyone <> years of age]]
[An associate member is a person <> years of age]]
[A social member is anyone <> years of age]]
[A life member is anyone <> years of age]]

3.4 The membership at any one time shall

[be limited in total number <>]

OR

[be limited to such total number <>]

OR

[consist of not more than a total of <>]

[of whom not more than <>]

[and] [of whom not more than <>]

[and] [of whom not more than <>]

[and] [of whom not more than <>]

[and] [of whom not more than <>]

[and] [of whom not more than <>]

3.5 An application for membership must be in writing and submitted

to the Secretary [to the Club]

[not [an associate] [member]].

The applicant must be signed by the applicant

and be signed by the Secretary

that an applicant is eligible for membership

the Committee will

[accept the application]

OR

[consider his/her application and the Rules]

Committee shall, subject to the Rules

whether or not to accept to membership

3.6 The Secretary will

applicant written

membership [in the

[that his/her application has been accepted]

OR

[whether his/her application has been accepted]

and, if it is accepted, stating that membership

3.7 The date on which

acceptance of his/her

3.8 A register of membership

name and address

member, and dates

withdrawal, and re-acceptance

Secretary of any change

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years of age]]

age]]

on>>]

ilities]

esolves from time to time]

ers of [all categories]]

ordinary members]

y be associate members]

y be social members]

y be junior members]

y be senior members]

y be life members]

n must be in writing and submitted

from any existing member [[who is

or that person to be elected as a

tegrity of membership applied for,

oser]. If the Committee concludes

according to Clauses 3.3 and 3.4,

cept him/her as a member. The

have absolute discretion to decide

member]

cation for membership send the

whether he/she is eligible for

d, if he/she is eligible, confirming

e Rules

a member will be the date of

Secretary. It shall contain the full

[and] [email address] of each

encement, cessation, suspension,

ership. Members must notify the

one number] [and] email address]

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3.9 Any member may resign by giving notice in writing to the Secretary

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3.10 If the Committee considers that a member is in breach of any of the Rules or has behaved in an unsociable or detrimental to the enjoyment and safety of the Club or likely to bring the Club into disrepute or cause damage to the Club, the Committee may at a regular Committee meeting suspend membership from that member. Any such suspension shall be for at least [7] days prior notice of the intent of the Committee of the meeting, and the complaints against him/her, so that he/she wishes to explain his/her conduct or speak in his/her defence. No appeal against any such resolution to suspend membership will be considered

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3.11 Any member who has resigned or whose membership fees within one calendar month of them becoming a member may re-join the Club on the acceptance by the Committee of the fees outstanding and their payment of the membership application accompanying

3.12 [A person (other than a member) whose membership is suspended or withdrawn) may attend any event or activity as a guest of an ordinary member. That member [shall produce his/her membership card] [and] [must accompany his/her guest] [and] shall be responsible for his/her guest's behaviour. The name and address of each guest shall only be entered into the visitors' book and each guest shall only be charged a visitor's fee, if any, as is decided from time to time by the Committee]

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4. Equality

4.1 Subject to Clause 3.10, membership shall be open to anyone regardless of any characteristics: sex, sexual orientation, gender reassignment, civil partnership, pregnancy, age, disability, nationality, race, religion, political belief, or other beliefs

4.2 The Club is fully committed to equality of opportunity and is responsible for ensuring that all members, [guest of a member,] volunteer, employee or job applicant receive favourable treatment on the grounds of any such characteristics

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4.3 Any discriminatory conduct by any member against any other member [or guest of a member] or any volunteer, employee or job applicant on the grounds of any characteristic may be treated by the Committee as gross misconduct and may result in immediate exclusion by it (from the Club's premises) of a member guilty of such conduct or harassment and, in the case of Clause 3.10, termination of his/her membership

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5. Membership fees

5.1 Membership fees will be payable by every member

5.2 [The [annual] membership fee shall be set annually and agreed by [the Committee] OR [the AGM]].

OR

[The annual fee will be:

£<<amount>> for an ordinary member

£<<amount>> for a senior member

£<<amount>> for a junior member

£<<amount>> for an associate member

£<<amount>> for a social member]

[A person whose application for membership is accepted by the Committee (whether or not that person has previously been a member) >> [year(s)]] will become a life member upon payment of the fee of £<<amount>>

5.3 [The annual fee will be payable in <<month>> of each year][in equal monthly amounts][if applicable]

6. Management Committee

6.1 The Club shall have a Management Committee as follows:

6.1.1 It is responsible for the management and conduct of all aspects of the Club's business, and shall act on behalf of the members;

6.1.2 It must in accordance with Clause 13 keep accounts, make them available for inspection by members, and have them [examined][if applicable]

6.1.3 It must maintain a fund for the Club;

6.1.4 It shall pursue and arrange and carry out hearings of members, and of suspension or withdrawal of membership;

6.1.5 It shall exclude members in accordance with Clause 4.3; [and]

6.1.6 It may make and enforce codes of practice] consistent with this constitution, and in this constitution, form the Rules) for the [regulation and affairs] [management and well-being] of the Club;

6.1.7 [It may employ staff if necessary]

6.2 Members shall be elected to the following offices as Officers of the Management Committee [and to the positions from time to time which the Committee establishes]

(a) Chairperson

(b) Vice Chair

(c) Secretary

- (d) Treasurer
- (e) [Publicity Officer]
- (f) [Fundraiser]
- (g) [Volunteer Coordinator]
- (h) <<insert title of any other Officer

6.3 The term of office of an Officer shall be the expiry of [one] year after he/she is elected or appointed or until retirement at an AGM pursuant to Clause 6.6, resignation or death or removal pursuant to Clause 12

6.4 In the event of any Officer becoming vacant due to resignation, death or removal, any eligible person may be appointed by the Committee [or, if the Committee so decides, any additional offices pursuant to Clause 6.5, a member of the Club may be appointed by the Committee, in either case] at a resolution passed at the next AGM or if soon after the death or removal

6.5 The Committee may appoint as many Officers as it feels are necessary, and subject to any earlier provisions, they shall hold office until retirement at the next AGM. Officers shall not be entitled to a vote on the Committee. The Committee may also from time to time establish offices in accordance with Clause 6.2]

6.6 Each Officer in position shall retire at that AGM but shall hold office until the next AGM, whereupon elections of Officers shall be held at the AGM shall be held

6.7 Any person who has been elected or appointed at an AGM [or appointed by the Committee] provided that, notwithstanding anything else in this Constitution, shall hold office as an Officer for more than a

[cumulative] **OR** [cumulative] period of [three] years

6.8 [Where any land is held in trust for the Club or any investments are held by or on behalf of the Club]

6.8.1 The Committee shall have power to all such land and investments is vested in the Committee or [persons][Officers] appointed by the Committee for the Club;

6.8.2 The Committee shall appoint (and remove) the holding trustees at any time; and

6.8.3 The terms of appointment of the holding trustees must provide that they may be removed by the Committee and they will not be liable for the acts and defaults of the members of the Club]

7. Committee meetings

7.1 Meetings of the Committee shall be called by the Secretary or Chairperson

- 7.2 The Committee shall meet at least once during the year, as required by the business to be transacted [normally once every month or at least <<number>> times per year] [throughout the year]
- 7.3 Special additional meetings may be called by the Secretary on instructions from either the Chairperson or the Committee, provided that not more than [three][four] Officers are present
- 7.4 The quorum for a meeting shall be [three][four][five] Officers without which no decisions shall be made
- 7.5 The Committee may make decisions on a basis of a simple majority vote of those Officers present
- [except that where s. 38(1)(b) of the Companies Act 2006 applies, a majority of 75% of the votes of the members of the Committee shall be required]
- [suspend or withdraw the membership of any Officer pursuant to Clause 3.10] [, or] [exclude a member of the Club pursuant to Clause 3.10] [or] [appoint an Officer pursuant to Clause 6.4]
- a [75%] [two thirds] majority of the Officers present is required and the quorum to be present shall be [four][five][six]
- 7.6 In the case of equality of votes, the Chairperson shall [not] be entitled to an additional casting vote
- 7.7 Decisions may be made by a majority of the Officers present, provided that if requested by any Officer, a meeting shall be held
- 7.8 Minutes of all proceedings shall be taken and must be open to inspection by any member of the Club on application to the Secretary
8. **Committee – Miscellaneous**
- 8.1 No Officer shall receive any remuneration from the Club in money or money's worth with the exception of expenses properly incurred
- 8.2 The following Officers shall be authorised to sign Club cheques: two from the Chairperson, Treasurer and Secretary
- 8.3 A person shall only be eligible to stand for election as an Officer if he/she is [[an ordinary member of the Club] [or] [a senior member of the Club]] and shall automatically cease to be eligible if he/she ceases to be [such] a member
- 8.4 The Committee may invite any member of the Club to attend any of its meetings as an observer [or participant] but shall have no power to vote or be counted in the quorum [or right to tender a motion]
9. **Annual General Meetings**
- 9.1 An AGM of [all] Officers shall be held in every year not more than [15] months after the AGM of the previous year

- 9.2 The Secretary shall give [21] clear days written notice of the AGM to [all] **OR** [Voting] members by sending a copy of the notice to each of them [at their home address] [by email] [and][or] [posting the notice on the Club notice board] [and] [posting the notice on the Club website]. The Secretary shall not give notice of the AGM to any person who is not a member.
- 9.3 The Secretary shall send the agenda for the AGM to all those [Voting] members to whom notice of the AGM is to be sent. The agenda may be sent or posted separately, it shall be in the same manner as the notice of AGM and shall be sent not less than [7][14] days before the AGM.
- 9.4 Nominations by [Voting] members shall be sent to the Secretary at least [21][28] days before the AGM. All nominations must be seconded by another [Voting] member. All nominations prior to the AGM, must be in writing. All nominations must have the written consent of the proposer.
- 9.5 [Voting] [M][m]embers may submit any business to be considered at the AGM to the Secretary in writing of any business to be considered at the AGM, not less than [7] days before the date of the AGM.
- 9.6 The business of the AGM shall be to:
- 9.6.1 Confirm the minutes of the previous AGM and any other General Meetings held since the last AGM;
 - 9.6.2 Receive the accounts from the Treasurer;
 - 9.6.3 Receive the report from the Committee from the Secretary;
 - 9.6.4 Elect an [auditor];
 - 9.6.5 Elect the Officers, including the Chairperson, Vice Chair, Secretary, Treasurer, and other Officers;
 - 9.6.6 Remove any Officer if so resolved;
 - 9.6.7 [Fix the Club year];
 - 9.6.8 Transact such business as may be moved in writing by the Secretary in accordance with the agenda and approved by [Voting] members and included on the agenda;
 - 9.6.9 Transact such business as may be moved in writing by the Chairperson in his/her discretion and approved by the consent of the meeting.
- 9.7 At all AGMs and Special Meetings the chair will be taken by the Chairperson, or, in his/her absence, the deputy appointed by the [Voting] members attending.
- 9.8 All [Voting] members shall be entitled to vote at the AGM, and each [Voting] member shall have one vote on any separate issue at an AGM. [A member who is not a [Voting] member shall not be entitled either to vote or to have a vote but may attend and

Speak at an AGM]

- 9.9 Every matter to be decided by the members at an AGM, except where otherwise determined by a simple majority of [Voting] members, shall be recorded but abstention shall be recorded but shall not count as a vote.

- 9.10 In the case of equal votes, the chair of the meeting shall have a second and casting vote. In his/her discretion the chair may direct a written poll.

- 9.11 Minutes of all AGMs and Special General Meetings shall be kept and formally adopted.

10. Special General Meetings

- 10.1 A Special General Meeting may be called by the Committee or by a Special General Meeting to deal with any special matter which the Committee or Special General Meeting wishes to place before the Club, including any alteration to the Constitution, removal of any Officer, or dissolution of the Club.

- 10.2 A Special General Meeting may be called at any time by the Committee or by a Special General Meeting on receipt by the Secretary in writing from not less than [25%] of the [Voting] members.

- 10.3 Subject to Clauses 10.1 and 10.2, the procedures for Special General Meetings will be the same as for AGMs.

11. Quorum at General Meetings

The requirements for a quorum at General Meetings shall be as follows:

- 11.1 At an AGM, subject to Clause 11.3, the quorum shall be:
11.1.1 The quorum shall be the greater number is greater, either [25%] of the [Voting] members; and
11.1.2 That number of Officers (of whom at least [2] are the Chairman and Treasurer)

- 11.2 At a Special General Meeting, subject to Clause 11.3, the quorum shall be:

[the same as for an AGM]

OR

[whichever number is greater of [five] [Voting] members or [eight] [Voting] members] (of whom at least [three] must be the Chairman, Secretary and Treasurer)

- 11.3 Where a Special General Meeting considers a resolution for:

11.3.1 Removal of
greater, either
members;

11.3.2 Alteration of
greater, either

11.3.3 Dissolution
members

m shall be whichever number is
[Voting] members or [eight] [Voting]

orum shall be whichever number is
of the [Voting] members; and

n shall be [50%] of the [Voting]

12. **Removal of Officers, alteration of the Constitution, and dissolution of the Club**

An Officer may be removed
or the Club may be dissolved
AGM] but not otherwise. The
proposal to pass such a resolution

or this constitution may be altered,
Special General Meeting [or at an
with Clause 11.3, shall apply to any

12.1 Within [7] clear days
Secretary shall give
days written notice of

Secretary of the proposal, the
days and not more than [42] clear

12.2 It must be proposed
[Voting] member;

and must be seconded by another

12.3 It shall only be passed
those [Voting] members

four are at least [two thirds][75%] of
and

12.4 In the case of equal
and casting vote

meeting shall [not] have a second

13. **Accounts and [audit][examination]**

13.1 The Committee must
through the Treasurer

accounts of the finances of the Club

13.2 As soon as practicable
AGM

the financial year and before every

[the accounts must be audited]
The auditor must be appointed

accountant who is not a member.

OR

[the accounts must be [audited]
Officers] **OR** [two independent
[auditors][examiners]. They
year]

to [[Voting] members who are not
not members], acting as honorary
each AGM to act for the following

14. **Property and funds of the Club**

14.1 At all times up to and

of the Club [except as provided by

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Clause 14.3 in the [division] of the assets amongst members on dissolution]:

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14.1.1 In no circumstances shall any property or funds of the Club or any income or profits of the Club be paid to or received by any member or [division] or indirect private benefit of any member; and

14.1.2 The property of the Club plus income or profits of the Club shall be used for the objects of the Club

14.2 If a resolution is passed, thereupon or on such date as is specified in the resolution, the [division] shall proceed to realise the assets of the Club and distribute the proceeds amongst the members of the Club

14.3 After discharging all liabilities of the Club pursuant to Clause 14.2, the remaining assets of the Club shall be distributed as follows:

[not be paid or distributed to any other voluntary organisation]
OR
[be divided equally amongst the members]
OR
[be divided amongst the [division] as follows: <<insert details of how the division will be made>>]

and on completion of the [division]

OR
[transfer to such other organisation]
the Club will be dissolved

15. Indemnity

15.1 Except as provided in Clause 15.2, every Officer [and each other member] of the Club shall be entitled to be indemnified by the Club to the extent of those of its assets which may be applied against all costs, expenses and liabilities whatsoever incurred by such person in the proper execution and discharge of his or her duties on behalf of the Club

15.2 No Officer [or other member] shall be indemnified in accordance with Clause 15.1 in respect of costs, expenses and liabilities arise in connection with any duty or breach of trust by that Officer [or other member] whether purported discharge of duties has not been properly authorised by the Committee

16. Definitions

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In this constitution:

- 16.1

“member” means a member by the Committee for so long as he/she remains a member of the categories of membership listed in Clause 3.3 of the constitution;
- 16.2

["Voting members" means
[all members;]
OR
[each of the following categories: [ordinary] [senior] [junior] [associate] [social] [and] [life] members of the Club];
- 16.3

“Committee” means the Committee comprising those members who are Officers from the Club;
- 16.4

“AGM” means an AGM of the Club;
- 16.5

“Officer” means an Officer elected as such pursuant to this constitution; and
- 16.6

“the Rules” means the Rules of the Club together with the rules and regulations [and] made from time to time by the Committee

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