

# **ALL PREVIOUS RULES RESCINDED**

## **RULES OF THE**

### **WINTON AND MOORDOWN ROYAL BRITISH LEGION MEMORIAL CLUB AND INSTITUTE LIMITED**

#### **1. Conditions, Names and Objects**

##### **1.1 Conditions**

The Co-operative Society (hereinafter called the "Club") is affiliated to The Royal British Legion (referred to as the "RBL") as an officially recognised Royal British Legion Club and shall comply with such conditions as may be prescribed from time to time by the RBL for the issue of a Licence to use the words "The Royal British Legion" in the Club's name.

##### **1.2 Name**

The Club shall be named Winton and Moordown Royal British Legion Memorial Club and Institute Limited.

##### **1.3 Objects**

The objects of the Club shall be:-

1.3.1 To advance the charitable aims laid down in the Royal Charter and Schedule of Rules of the RBL and to contribute to the Benevolent Funds of the RBL.

1.3.2 To carry out the business of a bona-fide Members' Club providing the means for social activity, mutual helpfulness, mental and moral improvement, recreation, and other advantages of club membership.

1.3.3 To promote comradeship amongst members of the RBL and liaison with other Ex-Service Organisations.

1.3.4 To organise fund-raising in support of the "Poppy Appeal" and other RBL sponsored appeals.

1.3.5 To support the parent Branch in its aims and to discuss matters of mutual interest.

#### **2. Office**

The Registered Office shall be at 593 Winborne Road Bournemouth.  
Post Code BH9 2AR.

Notice of any change in the situation of the registered office shall be sent within fourteen days thereafter to the Registrar of Friendly Societies by the Secretary in the manner and form provided by statutory regulations.



### **3. Seal of Club**

The Club shall have its name engraved in legible characters upon a Seal.

The Seal shall be in the custody of the Secretary or such other Officer as the committee appoint, and shall be used only under the authority of a resolution of the Committee; the date thereof shall be mentioned on the instrument to which the Seal is attached, and shall be attested by the signatures of two Officers and by the Secretary.

### **4. Use of the Club's Name**

The registered name of the Club shall be kept painted or affixed on the outside of the Club premises, in a conspicuous position in letters easily legible, and shall be mentioned in legible characters on all business letters, notices, advertisements and other publications of the Club, in all bills of exchange, promissory notes, endorsements, cheques, and orders for money or goods purporting to be signed by or on behalf of the Club, and on all bills, invoices, receipts and letters of credit of the Club. The limited liability of the club shall be evident from the title used in that above.

### **5. Rules**

#### **5.1 Supply**

The Secretary shall be supplied by the Committee with copies of the registered rules, a copy of which will be issued to all members on their election (see Rule 8) and to any person, on demand, together with any copies of registered partial amendments for a payment not exceeding 10 pence.

#### **5.2 Amendment**

No amendment of these rules is valid until registered by the Registrar of Friendly Societies.

An application to the Registrar to amend registered rules must have the prior endorsement of the National Council of the RBL, having first been considered by the appropriate Regional Organiser, County Secretary and a subsequent general meeting of the Club called for that purpose. Notice of any proposed amendment must be posted prominently in the Club for at least fourteen days previous to the meeting to which the amendment is to be submitted and any amendment shall require the assent of at least two-thirds of the members present and voting at such a meeting.

### **6. Bye-Laws**

The Committee shall have the power to make such bye-laws as it may consider necessary for the good order and management of the Club, provided that no such bye-law conflicts with the registered rules. A copy of all such bye-laws shall be posted on the Club notice board.

### **7. Eligibility for Membership**

All financial members of the club must be fully paid-up members of the Royal British Legion as defined by the Royal Charter and Schedule of Rules including



any amendments to them which may from time to time be authorised.

All members of the Club must be at least 18 years of age.

## **8. Application for Members & Associates**

### **8.1 Membership**

Applications for membership shall be made to the Club Secretary.

Applicants must submit evidence of membership of the RBL.

Applicants must sign an application form for one share and provide a deposit of one pound which will be returned in the event of non-acceptance as a member.

The application form must contain present name, address and occupation of the applicant, signed by a proposer and a seconder, who must each be a member of the Club. This form shall be posted in the Club for at least two clear days prior to the proposed member's name being considered by the Committee.

The Committee has the sole authority to admit applicants to membership or to reject them. The decision of the Committee shall be final. The reasons for the decision shall not be conveyed to the applicant.

Upon admission the new member shall:-

- (a) purchase one share valued at one pound;
- (b) be provided with a copy of the Club's registered rules. If a charge is made, it must not exceed 10 pence;
- (c) pay the current joining fee and subscription;
- (d) receive a Club sticker to validate his Legion/Club membership card.

Until this admission procedure is fully completed, applicants are not entitled to enter the Club in their own right or to enjoy the privileges of membership.

### **8.2 Club Associates**

Applications as a club associate shall be made to the Secretary. Where applicable, applicants must submit evidence of RBL membership.

The names and addresses of applicants shall be posted in the Club for at least two clear days before association becomes valid.

The Committee may authorise the admission of a club associate from a date being two clear days from the date of receipt of the relevant application.

Payment of a subscription will be required in accordance with Rule 10.1.

Club associates shall enjoy the same facilities as financial members except they may not attend any meeting of the club, vote on any resolution or hold shares within the Club

## **9. Shares**

Shares shall not be withdrawable or transferable and shall be of the value of one pound. No member shall hold more than one share, and no interest or dividend shall be paid on it. A member shall forfeit the share value of one pound on ceasing to be a member for whatever reason.

A share held by members prior to the registration of these rules shall remain as one valid share irrespective of price paid.



## **10. Subscriptions and Joining Fees**

### **10.1 Who Pays**

All members shall pay an initial joining fee together with a subscription as may from time to time be determined by the Committee and ratified by the members at the Annual General Meeting.

Club Associates shall pay a joining fee and subscription as determined by the Committee.

Subscriptions are applicable only to the Club.

### **10.2 Payments Due**

The subscription for the current financial year becomes due as soon as an applicant is admitted (see rule 8.1) and subsequently on the first day of January being the beginning of the Club's financial year.

### **10.3 Arrears**

Any member who has not paid his subscription within eight weeks after it has become due shall be considered to be "in arrears".

The Secretary shall post in the registered office a list of the names of members in arrears within five days of their becoming in arrears and no member in arrears shall be permitted to use the Club or to take part in its affairs.

### **10.4 Lapsed Membership**

Any member whose subscription is still not paid within four weeks of becoming in arrears shall cease to become a member. The Secretary shall post in the registered office a list of the names of persons who, for this reason, have ceased to be members.

### **10.5 Excused Club Subscriptions**

The Committee, on receiving information in writing addressed to the Secretary that any member has been unable to pay the Club subscription owing to want of work or other good cause, may at its discretion excuse payment of such member's subscription for such period as it may determine, in which case such members shall not forfeit the privileges of membership, nor shall the members name be included in the lists in 10.3 and 10.4 above.

## **11. Register of Members**

### **11.1 Register**

The Club shall keep at its registered office a register in which the Secretary shall enter the following particulars:-

- (a) the names and addresses of all members;
- (b) a statement of the number and value of the share held by each member;
- (c) a statement of property in the Club; ( whether in loans 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 and Committee with the offices held by them respectively and the dates on which they assumed office.



### 11.2 Duplicate Register

The Club shall also keep at its registered office a duplicate register of members in which the Secretary shall enter all the particulars as in the original register of members other than those mentioned in paragraphs 11.1 (b) and (c) above.

### 11.3 Address Change

Any member changing his address must notify the Secretary of such change within fourteen days thereafter.

## 12. Cessation of Membership

A member shall cease to be a member:-

- (a) by non-payment of subscriptions (see rule 10);
- (b) by expulsion;
- (c) by resignation in writing and formal acceptance by the management committee;
- (d) by ceasing to be a member of the RBL as required by Rule 8;
- (e) by suspension or expulsion from membership of the RBL. If the member is subsequently found not guilty of the offence on appeal, then rights and privileges of membership be restored;
- (f) upon death.

## 13. Admission of Non-Members to the Club

In addition to members, the following may be admitted to the Club premises at the discretion of the Committee, but persons under the age of eighteen years shall not be sold or allowed to consume intoxicants on the Club premises.

### 13.1 Club Associates

13.1.1 A serving member of H.M. Forces who has not been admitted to membership under rule 7;

13.1.2 A fully paid up member of the RBL temporarily resident in the locality of the Club;

13.1.3 A member of a team attending the Club in connection with a sports or other contest;

13.1.4 A person specially invited by the committee;

13.1.5 A person engaged by the Club for a social event, may become a Club Associate for the period of such attendance, residence or engagement only.

Persons may only be admitted as Club Associates for a period or periods which together do not exceed thirty days in any one calendar year. A period of two clear days shall elapse between the nomination and admission of a Club Associate and a list of names and addresses of such persons shall be posted in the Club at least two clear days before admission in their own right and shall remain posted throughout the whole period of the association. The total number of Club Associates at any one time must not exceed 10% of the total Club membership. Club Associates shall have all the rights and privileges of affiliated Club visitors and be subject to the same rules and bye-laws.

### 13.2 Employees

Other than appointed Officers, any employee of the club may be an Associate of



the club for the period of employment. They may not hold any office in the club or be a member of the committee and may not vote at any meeting of the club nor hold a share in the Club.

### 13.3 Affiliated Club Visitors

Provided that the Club accommodation is not full, members of any club which is in receipt of the licence to use the name of the RBL in its title may (normally) be admitted to the Club upon presentation of their current Legion/Club Membership/Affiliate card. The Committee may make special arrangements regarding the admission of affiliated club visitors to special events organised at or by the Club.

The name and address of the visitor and the name of the Club to which they belong must be entered in a book kept for that purpose and the doorkeeper or other appointed official, being satisfied that they are eligible may admit them.

Affiliated club visitors shall enjoy the same facilities as members except that they may not attend any meeting of the Club or vote on any resolution, or hold a share in the Club.

### 13.4 Guests of Members

Any member, affiliated Club visitor or associate, may be accompanied by their spouse (or nominated partner) and children under the age of eighteen years as guests when the Club is open, subject to any restriction under rule 6.

In addition to their family (see above) any member, affiliated club visitor or club associate may introduce further guests provided that no member (affiliated club visitor or club associate) may introduce more than two such guests at any one time. Guests who are eligible for membership may only be introduced once in any one calendar month.

Guests and the member (affiliated club visitor or club associate) introducing them shall sign their name in a book kept for that purpose.

Members shall be responsible for the good behaviour of guests introduced by them during the period of their stay in the club. In the event that a guest is removed from the Club premises for misconduct, or other cause, the member introducing such a guest may be subject to disciplinary procedures. Members must be present throughout the period their guests are in the Club.

### 13.5 Guests Approved by the Committee

Persons attending the following functions organised by the Committee or organised by a member and approved by the Committee may be admitted to the Club and may be provided with intoxicants in accordance with Section 49 of the 'Licensing Act 1964' (or subsequent legislation), provided that such sales shall be limited by any conditions imposed on the Club's certificate of registration by the Magistrates' Court:-

- (a) sporting teams, their officials and supporters engaged in sporting fixtures in which a representative team from the Club is participating; or
- (b) occasions of a member's personal or family nature, not organised for profit and which are customary celebrations, e.g. weddings, retirements, anniversaries, etc.; or functions organised to entertain exclusively members of the RBL or members of other ex-Service organisations or units of Her Majesty's Forces or employees of the Club; or



- (c) in any twelve month period up to 12 other functions organised to further the objects of the Club (see rule 1); or
- (d) By agreement with the Club, the RBL parent Branch, Women's Section and Youth Section shall be able to use such parts of the Club premises at agreed times for meetings and other functions.

#### **13.6 Exclusions**

Notwithstanding rule 13.3, 13.4, and 13.5 the following may not be admitted as guests:-

- (a) former members who have ceased to be members under rule 12 (a), 12 (b), 12 (d) and 12 (e);
- (b) persons whose application for membership has been refused;
- (c) members who are suspended under rule 22;
- (d) members who have been ordered under rule 21 to withdraw and who have not subsequently met the Committee;
- (e) members who have been suspended or expelled from Legion membership.

### **14. Hours of Opening and Closing 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.

### **15. Permitted Hours**

The permitted hours for the supply of intoxicants shall be in accordance with Section 62 of the 'Licensing Act 1964' and schedule 1 of the 'Licensing Act 1988' (or subsequent legislation) and the total general licensing hours applicable to the Petty Sessions Division within which the Club premises are situated.

Within the permitted hours the club committee may determine the bar opening hours and this information shall be incorporated in a bye-law to be displayed on the notice board and notified to the Clerk to the Justices and Chief Officer of Police.

The permitted hours may be extended only by application to the relevant Magistrates' Court in accordance with the 'Licensing Act 1964' (or subsequent legislation).

Changes to the bar opening hours may be made by the club committee within the permitted hours. Such changes being notified as above.

### **16. General Meetings**

#### **16.1 Ordinary General Meetings (OGM)**

OGM's shall be held as directed by the Committee.

The agenda for the meeting to be posted prominently on the Club premises for at least fourteen days prior to the meeting. Additionally the meeting to be advertised in a local newspaper at least fourteen days prior to the meeting. Notice of a motion submitted in writing by any member at least seven days before the date of such meeting shall be added to the agenda by the Secretary. No matters other than those which appear on the agenda shall be discussed at an (OGM).



## 16.2 Annual General Meeting (AGM)

The AGM of the members shall be held in the month of March in each year, on a date to be fixed by the Committee. The date and time of the meeting together with an agenda of the business to be conducted and a copy of the annual accounts shall be posted prominently in the Club by the Secretary for at least fourteen days prior to the date of the meeting. It shall also be advertised in a local newspaper at least fourteen days prior to the meeting. The business of the meeting shall be to receive a report by the Committee for the previous financial year, to receive a statement of accounts, balance sheet and financial report for that period, to appoint the auditor where appropriate together with club arbitrators, officers & committee and such other business as may be included on the agenda. Notice of a relevant motion in writing submitted by any member at least seven days before the date of such meeting shall be added to the agenda by the Secretary.

## 16.3 Special General Meetings (SGM)

### 16.3.1 How to be called

A SGM shall be called by the Secretary in the following circumstances:-

- (a) upon the direction of the Committee, and in accordance with such direction;
- (b) on a requisition, signed by one-fifth of the members or thirty such members, whichever is the least, stating the special object thereof. The requisition must include both the printed name and signature of the member. Such meeting shall be held within not less than fourteen days and not more than twenty one days from the date of the receipt by the Secretary of the requisition;
- (c) As stated in rule 20 'Removal from Office'.

### 16.3.2 Notice to be given

Notice of any SGM, and of the objects for which it is called, shall be posted prominently in the Club by the Secretary for at least fourteen days prior to the date of the meeting. It shall also be advertised in a local newspaper at least fourteen days prior to the meeting. Should the secretary not give notice of a SGM in the manner required within seven clear days after a duly signed requisition has been delivered to him, any of the requisitionists may call such a meeting, giving notice as is provided by this rule.

### 16.3.3 Business

No business other than that named in the notice shall be brought before a SGM.

## 16.4 Quorum

A General Meeting (GM) may proceed to business if twenty qualified members as per rule 16.6 or one twentieth of the total qualified membership (whichever is the greater) are present within an hour after the time fixed for the meeting, otherwise the meeting, if a SGM convened on the requisition of the members, shall be dissolved; but if an OGM, AGM or SGM meeting convened by order of the Committee, shall stand adjourned to the week following at the same time, and the meeting so adjourned may proceed to business, whatever be 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.

## 16.5 Presiding Officer

The President, or the Chairman, or the Vice Chairman, or in the absence of all



these officers, a member elected by the meeting shall preside at all GM's.

#### **16.6 Voting**

All members may attend and speak at any GM. All members shall be entitled to vote on any resolution. Voting shall be decided by a simple majority of those present except as otherwise provided in these rules and in the event of a tied vote the motion shall be deemed to be lost.

#### **16.7 Adjournment**

Any GM duly constituted may adjourn to such time as the members present direct, and may continue any such adjournment from time to time. No business shall be introduced at any adjourned meeting which could not have been transacted at the original meeting.

#### **16.8 Rescinding**

No resolution passed by a GM shall be rescinded except by another GM called in accordance with rule 16.1, 16.2 and 16.3.

### **17. Officers and Honorary Posts**

#### **17.1 Officers**

Officers of the Club shall consist of a President, Chairman and Vice Chairman who shall be elected annually and be members of the Committee (see rule 19) and the Secretary and Treasurer who shall be appointed by the Committee.

#### **17.2 Honorary Vice Presidents.**

A person may be granted an award of an Honorary Vice Presidency of the Club. (Such persons should be of standing in the community and able to enhance the reputation of the Legion and its Club).

The award of a Vice Presidency of the Club, does not entitle the holder to be an officer of the Club nor a member of the committee.

A person who receives such an award may also stand for election to the committee in accordance with the registered rules as a member of the club.

#### **17.3 Vacation of Office**

Any elected Officer shall vacate his office:-

- (a) upon removal from office under rule 20;
- (b) upon cessation of membership of the Club under rule 12;
- (c) upon suspension under rule 22;
- (d) upon resignation submitted to the Secretary in writing and accepted by the Committee;
- (e) upon death.;
- (f) upon suspension or expulsion from membership of the RBL, but a successful appeal against the charge within the period of office will enable the elected officer to resume his position.

#### **17.4 Vacancies**

In the event of a vacancy arising among the elected officers, the Committee shall have power to appoint an eligible member to fill the vacancy until the next ballot held under rule 19; the period not to extend beyond the next annual ballot.



### 17.5 Honoraria

Officers other than the Secretary and Treasurer may receive such honorarium as the members in general meeting may from time to time decide. The sums awarded being tested with the local office of Inland Revenue for deductions if any and declarations on the club and individual tax returns.

### 17.6 Duties of Officers

#### 17.6.1 The President

The President shall preside at general meetings of the members, where it is inappropriate for the chairman to do so and act as the Club's ambassador. He will not normally participate in the day-to-day management of the Club.

#### 17.6.2 The Chairman

The Chairman shall preside at all GM's of the members, committee meetings and have overall responsibility for the conduct of Club affairs as directed by the Committee.

#### 17.6.3 The Vice Chairman

The Vice Chairman shall deputise for the Chairman as necessary.

#### 17.6.4 The Treasurer

The Treasurer shall be responsible for the paying into the bank all monies received by the Club from all sources, without any deduction for any purpose whatever, to the credit of an account opened in the name of the Club at such bank and in such manner as the Committee may direct, and further, shall keep such accounts and pay such debts of the Club as the Committee shall direct, and must render to the Committee or GM an account of any monies received and expended by him. He will attend all GM's and committee meetings as directed by the Committee. An appointed Treasurer shall have no voting rights in Committee.

#### 17.6.5 The Secretary

The Secretary shall keep upon the Club premises the registers of membership, and a subscription book (or books) in which shall be recorded the payment of membership subscriptions. Carry out the directions of the Committee, receive monies on account of the Club, pay the same to the Treasurer and keep such accounts as the Committee may direct.

Attend all GM's and Committee meetings as directed by the Committee, take minutes of the proceedings, ensure the preparation of accounts and annual returns, and submit the same to the auditor.

An appointed Secretary shall have no voting rights in Committee.

## 18. The Committee

### 18.1 Composition

The Committee shall be elected annually (see rule 19) and shall consist of the President, Chairman, Vice Chairman and at least six other members.

### 18.2 Employees of the Club

The Committee shall have exclusive powers to appoint, dismiss, enter into a contract of employment with and fix the remuneration of the Secretary, Treasurer, Steward and other employees. The Secretary and Treasurer may be members of the Club. The Steward and other employees may not be members of the Club, but



may obtain ex-officio association, paying subscriptions, but not holding a share in the club.

### 18.3 Management of the Club

The Committee shall be responsible for the management of the Club having regard to these rules and to any resolution of a general meeting called under rule 16.

The Committee, or any officers authorised by them, shall have the power to give orders for goods to be supplied and work to be done as may be necessary for carrying out the purposes of the Club, but nothing in this rule shall empower the Committee to incur expenditure except such as is consistent with the purposes for which the Club is established. No member shall by virtue of his appointment have power to order goods or dispose of the property of the Club.

### 18.4 Payments to Members of the Committee

Unless specifically authorised by a GM held under rule 16, a member of the Committee may not:-

- (a) supply goods to the Club for payment;
- (b) enter into a contract for work to be done for the Club;
- (c) hold any position of salary or profit paid by the Club. (Note: Honoraria may be paid to officers or other members of the Committee if specifically and individually authorised by the members at a general meeting called under rule 16).

### 18.5 Conduct of Meetings

#### 18.5.1 Frequency

The Committee shall meet at least once per month for general business. The Chairman or in his absence the Vice Chairman or in his absence a Chairman elected by the members present shall take the chair at meetings of the Committee.

#### 18.5.2 Voting

The quorum of the committee shall consist of at least one third of the total membership of the committee, where possible reflecting the constitution of the elected committee.

Each member of the committee shall have one vote only. Except where otherwise provided in these rules, motions shall be decided by a simple majority of those present and voting. In the event of a tied vote, the motion shall be deemed to be lost.

#### 18.5.3 Rescinding a Resolution

No resolution of the Committee shall be rescinded unless notice to rescind has been given at the previous meeting and all members of the Committee informed accordingly.

#### 18.5.4 Minutes

Minutes of all meetings of the Committee shall be taken by the Secretary (or in his absence a member appointed by the Committee). The Secretary shall cause the minutes of the meetings to be retained for at least ten years.

### 18.6 Vacation of Office

Committee members will vacate their office:-

- (a) upon removal from office under rule 20;



- (b) upon cessation of membership of the Club under rule 12;
- (c) upon suspension under rule 22;
- (d) upon resignation submitted to the Secretary in writing and accepted by the Committee;
- (e) upon death.
- (f) upon suspension or expulsion of membership from the RBL, a successful appeal against the offence during the period of elected service shall enable the member to resume committee service.

#### 18.7 Vacancies

In the event of a vacancy arising amongst the members of the Committee, the Committee shall have the power to appoint an eligible member to fill the vacancy until the next ballot held under rule 19; the period of appointment not to continue beyond the next annual election.

#### 18.8 Sub Committees

The Committee may appoint sub-committees as the occasion requires and such sub-committees shall be responsible to the Committee, and all monies voted for the use of or received by the sub-committee shall be dealt with in accordance with rule 17.

#### 18.9 Finance Sub Committee

The Committee shall, at the first meeting following each election, appoint a sub-committee, to be called the Finance sub-Committee. It shall consist of three members of the Committee who are not officers. The Secretary and Treasurer are to be in attendance in a non voting capacity. Other officers shall be eligible to attend in an ex-officio capacity.

It shall be the duty of the Finance sub Committee:-

- (a) to monitor the performance of the Club against budget projections;
- (b) arrange for stocktaking on the first convenient day of each month either by themselves or by an agent duly appointed for that purpose;
- (c) check all demands for payment with the order book of the Club, and with the delivery notes and invoices;
- (d) to report to the whole committee whether such stock records agree with the returns made to the Club by the Steward, and whether the demands for payment are correct;
- (e) to see that the vouchers are produced by the Secretary for all payments made;
- (f) to check whether the Secretary's cash record is correct and up to date. The amounts being reconciled with the Treasurer's records and bank statements of Club accounts;
- (g) present to the monthly meeting of the Committee up to date records.

The proceedings of the Finance sub Committee shall be recorded by the Secretary in a minute book kept for that purpose.

All cheques drawn upon Club accounts shall be signed by at least one officer and a member of the Finance sub Committee, both being authorised signatories.

#### 18.10 Fidelity Insurance.

All officers, committee members and employees of the Club whose duties may involve them handling Club money or stock must be insured under an insurance



policy which protects the Club against dishonesty and fraud. The premium shall be paid by the Club.

## **19. Conduct of Elections**

### **19.1 Procedure**

The election for appropriate officers shall be followed by that for the Committee and both shall be by ballot. A member may be nominated for more than one position but may hold no more than one. Each member of the Club shall have one vote for each vacancy. The appointment of club arbitrators shall also take place at the AGM.

### **19.2 Ballots**

Ballots shall be held either:-

- (a) during the annual general meeting;  
or
- (b) during the fourteen days following the annual general meeting. Such ballots shall remain open for at least three hours on the evenings of two consecutive days.

### **19.3 Scrutineers**

19.3.1 Ballots shall be carried out under the directions of the Committee by three scrutineers appointed by the AGM. Scrutineers shall not be candidates, committee members, officers or voting members. They must be persons who have no direct interest in the proceedings.

19.3.2 The Scrutineers shall, at the conclusion of the ballot, seal up the ballot papers and hand them to the Secretary, who shall retain them for seven days. A scrutiny shall take place if a written demand is presented to the Secretary within seven days from the close of the ballot, signed by not less than one-tenth of the members of the Club, and a scrutiny shall be carried out by three different scrutineers, to be named by the outgoing committee, and their decision shall be final.

### **19.4 Eligibility**

Any member (giving consent) shall be eligible for nomination for the committee on completion of six months membership of the club. All persons nominated to serve as Officers of the Club must have completed the qualifying period of committee service as determined in the club bye laws. Nominees must be proposed and seconded by two financial members who must sign the nomination sheet. Nominators must have completed six months membership within the club.

### **19.5 Nominations**

At least three weeks before the day fixed for any ballot, a nomination sheet shall be posted prominently on the Club premises by the Secretary, on which the names of all candidates for any position must be entered, and nominations shall remain open until twenty-four hours prior to the AGM, if the ballot is to be held at that meeting, or until the expiration of a least twenty-four hours following the AGM, if the ballot is to be held during the fourteen days following the date of the AGM.

### **19.6 Results of Ballots**

Results of ballots shall be made known within twenty four hours of the close of the



ballot, by posting a notice on the Club notice board, attested by the signatures of the scrutineers recording the number of votes polled by each candidate and indicating which of the candidates are elected, the candidates receiving the highest number of votes being those elected.

#### **19.7 Resolution of Difficulties**

19.7.1 In the event of a member being elected to more than one position he may choose which position he wishes to hold, the other position shall be filled by the nominated member receiving the next highest number of votes.

19.7.2 Should the ballot result in two or more candidates receiving an equal number of votes for the last or only vacancy or vacancies in a particular post, the names of such candidates shall be written on slips of paper, which shall be placed so that the names are concealed, and the President, or in his absence some person appointed by the scrutineers, shall then draw as many slips as there are vacancies to be filled, and the members whose names are so drawn shall be declared duly elected.

### **20. Removal from Office**

The Committee or any member or members thereof, including the elected officers, may be removed by the votes of two thirds of the members present and voting at a SGM called for that purpose. In the event of the removal or the resignation of the whole or majority of the Committee, the Secretary shall obtain nominations and appoint scrutineers and arrange for holding a ballot, and the result shall be declared to a SGM to be called by the Secretary. The time and notices required by rule 16 for SGM's shall not apply in this case, but three days shall be allowed for nominations, the ballot shall be held on the succeeding three days and the SGM held within three days of the close of the ballot.

### **21. Misconduct of Members**

No gaming (other than that permitted by law), drunkenness, prohibited drugs, bad language or other misconduct shall be permitted on the Club's premises, including the grounds and appurtenance thereof of any premises belonging to or authorised to use the title of the RBL. Any officer or any member duly authorised by the Committee shall have power to order the immediate withdrawal from the Club's premises (including the aforesaid grounds, appurtenances and premises) of any member offending under the provisions of this rule and the member may be dealt with by the Committee under rule 22. Such a member shall have no right of re-entry to the Club premises or benefits of membership until requested to attend a meeting of the Committee, except that the member may attend appropriate branch business meetings. If the next ordinary meeting of the Committee be within less than three days, the member may claim to appear before them at that meeting and to have his case dealt with, waiving the length of notice required by the said rule 22 if applicable.

### **22. Disciplinary Powers of the Committee**

The Committee shall have power to reprimand, suspend (for not less than 3 months nor more than 12 months), or expel any member who shall infringe any



rule, or whose conduct, whether within or without the Club premises, shall in their opinion, bring the name of the RBL Club or the RBL into discredit and render the member unfit for membership of the club.

No member shall be suspended or expelled without being given an opportunity to be heard by the Committee and to advance a defence, nor unless a majority of two thirds of the Committee then present and voting for his suspension or expulsion so determine.

Every member required to appear before the committee under this rule shall receive at least seven clear days notice in writing from the secretary and the appearance shall normally be within 28 days of the alleged offence. (Delivery by first class post may be anticipated on the day following the dispatch of the letter, for the purpose of giving notice to the member)

The decision of the Committee shall be notified by the Secretary in writing to the member within seven days.

A suspended member shall remain liable to pay his subscription, but shall not be permitted to use any of the facilities of the Club or take any part in the affairs of the Club except as may be provided by the Act.

The Secretary shall invalidate the Club Membership/Affiliate card by deleting the authorisation sticker and provide a replacement at the end of the specified period of suspension.

*Conduct of Disciplinary Proceedings are further described in CMN Issue 45.*

### **23. Appeals**

The decision of the Committee under rule 22 shall be final, unless any member who is suspended or expelled under this rule, shall, within twenty eight days of having been notified in writing of the decision of the Committee, lodge an appeal to the Secretary.

A member suspended or expelled shall have the right to appeal only to the independent club arbitrators. The commencement of the appeal proceedings to be normally within 28 days of the lodging of the appeal.

Arbitrators may not be members of the club but, shall be people of standing in the community such as elected councillors, J.P's or retired members of the police force. Where possible, three Arbitrators should be appointed. A single such Arbitrator may hear an appeal. Such persons must be conversant with the registered club rules and the requirements for disciplinary appeal proceedings.

Application for arbitration must be supported by a deposit of five times the RBL affiliation fee. The administration costs of arbitration shall be attributed by the Arbitrators.

The findings of all disciplinary proceedings which include the decisions of the arbitrators shall be reported to the RBL Region/County in the prescribed format.

*Conduct of appeal proceedings are detailed in CMN issue 46.*

### **24. Disputes**

Disputes being the subject of disciplinary proceedings under rules 22 and 23 shall not be covered under this rule.



#### **24.1 Between a Member and an Officer of the Club**

All disputes between a member and an officer of the Club shall, unless the Committee elect to refer the matter directly to a SGM, be settled by the Committee. The decision of the Committee shall be final, unless any party aggrieved thereby shall, within seven days, produce to the Secretary a requisition satisfying the conditions mentioned in rule 16, whereupon the decision shall be reviewed by a SGM.

#### **24.2 Between a Member and the Club**

All disputes between a member or person aggrieved who has for not more than six months ceased to be a member, or any person claiming through such member or person aggrieved under the rules (other than as provided for by rule 23) and the Club, shall be referred for arbitration by the National Council of the RBL on application by the Committee or appellant to the RBL Region Organiser/County Secretary and the decision of the Arbitrators shall be final.

Application for arbitration must be supported by a deposit of five times the RBL affiliation fee. The administration costs of arbitration shall be attributed by the Arbitrators.

### **25. Inspection of Records by Members**

#### **25.1 Statutory**

It shall be the statutory right of any member or person having an interest in the funds (having given seven days notice in writing), to inspect at the registered office, the records of account and records containing the names and addresses of the members of the Club, including all the particulars in the duplicate register of members, at all reasonable times. It shall be the duty of the Secretary to produce the same for inspection accordingly. Inspection of the loan account may be carried out by an officer of the club or person specially authorised by a resolution of the committee.

#### **25.2 Discretionary**

A member may, at the discretion of the Committee, on giving seven clear days prior notice of his reason in writing, inspect the minutes of any meeting of the Committee. Minutes of General Meetings will be available for reference by a member on giving seven days notice to the Secretary. However, the minutes may not be considered a true record of proceedings until accepted at a subsequent GM. (e.g. The minutes of the AGM become a formal record on acceptance at the next AGM.)

### **26. Annual Returns**

#### **26.1 Statutory Returns**

Every year and within the period prescribed by statute, the secretary shall send to the Registrar the annual return, in the form prescribed by the Registrar, relating to its affairs for the period required under the Industrial and Provident Societies Act 1965 to be included in the return together with:

- (a) a copy of the report of the auditor on the society's accounts for the period included in the return or with a copy of such other report (if any) as is required by statute for such period; and



- (b) a copy of each balance sheet made during that period and of the report (if any) of the auditor or other appropriate person on that balance sheet as required by statute.

## **26.2 Royal British Legion Returns**

Annual returns to the National Council via the County and Region, shall be made by the first of February or within one month of the Club's annual general meeting and shall consist of:-

- (a) three fully completed forms C4 (Licence Application);
- (b) three fully completed form C5 (Summary of Accounts);
- (c) three copies of the audited Club accounts;
- (d) three copies of the stock report;
- (e) the appropriate Licence fee;
- (f) a copy of the Club bye-laws;
- (g) any other material as may be requested on Form C4.

## **27. Surplus**

An AGM may resolve to apply the whole or any part of the surplus in any of the following ways:-

- (a) for providing for the redemption of the loan capital;
- (b) in the interests generally of the RBL and the welfare of ex-service personnel;
- (c) in promoting mutual activities and united actions between members; or
- (d) for any other lawful purpose, subject to rule 28 and in support of the objects of rule 1.

## **28. Application of Funds**

Except by the dissolution of the club or as interest on loans, no profits or funds of the Club shall be distributed among the members other than in pursuance of the provisions of rule 27.

## **29. Investments**

The Committee may invest the funds of the Club in or upon any security, being a security in which trustees are for the time being authorised by law to invest for which purposes sections 1 to 6 of the "Trustee Investment Act 1961" or any Act or Acts amending or in substitution for the same and for the time being in force shall apply as if the Club were a trustee and its funds were trust property; but not otherwise.

## **30. Loans and Loan Stock**

### **30.1 Loans**

The Committee may obtain advances of money for the purposes of the Club from members or others on bonds, or agreements, or promissory notes, or from members only on certificates in respect of indebtedness of loan stock as provided hereafter. The total amount so obtained shall not exceed £100,000

The Committee may take any such loan on such terms as to the rate and manner of repayment as it thinks fit; but terms as to the rate of interest agreed to be given on any such advance shall not exceed £5 per cent, per annum or £2 per cent, per



annum above the HSBC Bank plc base lending rate, whichever is the higher (except monies borrowed by way of a bank loan or overdraft or by way of a mortgage of the Club's premises). Any bond of the Club may be made a specific charge upon any property of the Club specified therein or in any schedule thereto, but a separate register shall be kept of all such bonds. All such bonds and other documents shall be made in such form, and shall be signed on account of the Club by such persons as the Committee may from time to time direct.

The Club shall not receive monies on deposit.

### 30.2 Loan Stock

Any amount of loan stock for sums of 50 pence, or multiples thereof, being within the total limit mentioned in the preceding rule, may be issued by the Committee to members only subject to the conditions following:-

30.2.1 It shall not confer a right to demand payment of the principal from the Club, unless the interest be not paid within one month of a demand made in writing.

30.2.2 It shall be evidenced by certificates of indebtedness under the hands of two members of the Committee and the Secretary, stating the amount of loan stock standing to the credit of the respective holders.

30.2.3 It shall bear interest at a rate not exceeding the rate prescribed in rule 30.1.

30.2.4 The Secretary shall keep a register of the holders of loan stock for the time being containing such particulars as the Committee may from time to time direct.

### 30.3 Transfer of Loan Stock

A certificate of loan stock may be transferred by a form containing such particulars as the committee direct. A fee of 5 pence shall be paid by the transferor upon each transfer. A register of all transfers, containing such particulars as the committee direct, shall be kept but no transfer shall be registered unless it is properly stamped, or if made by a member indebted to the Club, without special order of the Committee. Until the transfer of loan stock is registered no right shall be acquired against the Club by the transferee, nor shall any claim of the Club upon the transferor be affected.

### 30.4 Repayment of Loan Stock

Subject to the payment of, or a sufficient provision for, all subsisting claims on the Club, the Committee may from time to time apply any monies which they cannot profitably invest, to pay off the loan stock holders in the order in which they are entered on the register, or in exceptional circumstances in such order as the Committee may decide. If a loan stock holder, who has received notice that the Committee is prepared to pay him off, leaves the sum to be thus repaid in the hands of the Club, he shall not be entitled to any interest thereon after the expiration of the time named in the notice of repayment.

## 31. Audit

### 31.1 Appointment of Auditor/Lay Members

An audit shall be carried out of the Club's accounts and balance sheet for that year as required by law or by the membership. The audit if required by Law or by the



membership shall be carried out by a registered auditor, or two or more lay auditors where appropriate under the Deregulation (Industrial & Provident Societies) Order 1996. "Registered Auditor" is one registered with one of the supervisory bodies listed in the Companies Act 1989.

#### **31.2 Auditor's Report (where appropriate)**

The auditor shall in accordance with Section 9 of the "Friendly and Industrial and Provident Societies Act 1968" 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.

#### **31.3 Display of Balance Sheet**

The Club shall keep a copy of the last balance sheet together with the report of the auditor, displayed in a conspicuous place at the registered office.

### **32. Nominations, and Proceedings on Death or Bankruptcy**

Upon a claim being made by the personal representative of a deceased member or the trustee 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.

### **33. Statutory Applications to the Registrar**

The requisite number of members may, in accordance with the provisions of the 1965 Act apply to the Registrar:-

- (a) for the appointment of an accountant or actuary to inspect the books of the Club and report thereon;
- (b) for the appointment of an inspector to examine into the affairs of the Club and report thereon;
- (c) for the calling of a special general meeting of the Club.

### **34. RBL Licence**

The Club is bound by the conditions within the RBL Club Licence. A copy of the current years licence being displayed in a prominent position.

### **35. Disaffiliation**

The Club may disaffiliate from the Royal British Legion only by the written consent of three-fourths of the members defined in Rule 7, supporting evidence being supplied to the National Council for verification.



### **36. Dissolution**

The Club may at any time be dissolved by the consent of three-fourths of the members, testified by their signatures to an Instrument of Dissolution in the form provided by the Statutory Regulations in that behalf, or by winding up in a manner provided for by the Act.

### **37. Interpretation**

In these rules:-

- (a) words importing the singular or plural shall include the plural and singular respectively;
- (b) words importing the masculine gender shall include the feminine;
- (c) "the Act" shall mean the "Industrial and Provident Societies Acts 1965 to 1968" or any Act or Acts amending or in substitution for the same and for the time being on force;
- (d) "records" shall mean books, or computer data;
- (e) "local newspaper" shall mean a newspaper circulating in or about the locality in which the Club's registered office is situated;
- (f) reference to the "National Council" shall include successor bodies appointed within the RBL;
- (g) reference to statutes shall include subsequent legislation.
- (h) reference to the Royal Charter and its contents shall include subsequent editions.
- (i) Any reference to the Chief Registrar, Registrar, Central Office or the Registry of Friendly Societies includes reference to the statutory successor on the relevant functions of any of them.