

Rules of St. Robert's Catholic Club

1. NAME, OFFICE and OBJECT of the CLUB.

- 1.1. The Club is an unincorporated members Club and shall be called "St. Robert's Catholic Club" and its Registered Office shall be at 5A Robert Street, Harrogate HG1 1HP.*
- 1.2. The Club shall primarily exist as a parish and community facility for local people, will retain a Catholic ethos and will remain associated with St. Robert's Catholic Church. In accordance with custom and practice since the Club's foundation, the Parish Priest of St Robert's Catholic Church from time to time shall be entitled to hold the office of Honorary Club President and all priests and deacons of the parish from time to time shall be entitled to automatic Club membership which will last until their departure from the parish. In keeping with the Catholic tradition of welcoming the stranger, non-Catholics shall be eligible for membership and be able to stand for the Committee but not for appointment as Trustees. It is not necessary for people to become members to use the Club facilities.*
- 1.3. The objects of the Club shall be to encourage social and related activities between members and visitors and the promotion of cultural activities and entertainment.*
- 1.4. These rules shall only be altered at a General Meeting and then only by a majority consisting of two-thirds of the members present. Only paid up members may attend and vote.*
- 1.5. Members shall be bound by the amendments so determined and adopted in accordance with this rule.*
- 1.6. Any change or alteration made in accordance with these rules shall be displayed on the notice board and shall be deemed to be notice to members and shall be binding on every member. In addition, an up-to-date set of Rules will be posted on the Club website and made available for down-loading to all visitors to the website.*

2. MEMBERSHIP.

- 2.1. Membership shall only be available to applicants over the age of 18 years.*
- 2.2. All candidates for election to membership must be proposed and seconded by two members of the Club. Their names and proposers names shall be submitted to the Committee for election or rejection. The Committee may decline any application to membership or for renewal of membership as they shall, in their reasonable discretion decide without having to give reasons. In applying this discretion the Committee may have particular regard to the record of active financial and social support for the Club given by the applicant in prior years.*
- 2.3. The Committee is entitled in its reasonable discretion to determine periods when membership subscription is closed and during which new members shall not be admitted.*
- 2.4. Each member shall be supplied with a membership card and a copy of these rules in their latest updated form shall be posted on the Club notice board and on the Club website at all times.*

3. SUBSCRIPTIONS.

- 3.1. Annual Membership subscriptions costs shall be decided by the Committee by majority vote. The Committee shall have the power at its reasonable discretion to vary rates of subscription and entrance fee to such sums as may appear necessary having particular regard to encouraging members to use Club facilities and support Club activities both financially and socially throughout the year.*

- 3.2.** *Subscriptions shall be payable in April each year. If any member fails to pay his subscription by 30th April, the Committee shall have the discretion to extend the period of payment by one month or expel that member unless a reasonable explanation is forthcoming. The member may re-apply but this will be treated as a new membership application in accordance with Rule 2.2.*
- 3.3.** *Subscriptions must be paid to the Treasurer who must record them in an approved manner and be responsible for updating the record of each paid up member. The Secretary should keep an up to date list of members.*

4. CESSATION OF MEMBERSHIP.

4.1. Membership may cease by

4.1.1. *non-payment of subscriptions (in accordance with RULE 3.2),*

4.1.2. *resignation of the member*

4.1.3. *expulsion by the Committee, in a case where the conduct of any member, in the opinion of the Committee,*

4.1.3.1 is damaging to the Catholic ethos, character or interest of the Club, or

4.1.3.2 is deleterious to the smooth and business-like management of General meetings, Committee meetings or Trustee meetings, or

4.1.3.3 introduces rancour or racist, misogynistic, homophobic or other prejudicial or unkind language or behaviour into any of the aforesaid meetings or mars them with irrelevant political or contentious comments, or

4.1.3.4 could undermine the continuing existence or purpose of the Club as a going concern or

4.1.3.5 could otherwise bring the Club into disrepute, or

4.1.3.6 is grossly disrespectful of any Committee member or Trustee of the Club in respect of the performance of their duties, or

4.1.3.6 otherwise breaches any express Rule relating to the conduct of members set out herein.

In any such circumstances the Committee may expel that member on 7 days notice in writing to the member. The notice shall inform the affected member of the nature of the charge against them and by whom it is made if other than the Committee itself. No suspension (as referred to below) or expulsion shall take place unless agreed by simple majority of the Committee present at a meeting. The accused member shall have the opportunity of making representations to the Committee or offering an explanation following posting of the Committee's notice of expulsion . The Committee should have 3 days notice of such a meeting. Non-members may also be excluded from the Club for similar behaviour at the total discretion of the Committee.

4.2. *Membership of any member may be suspended by the Committee at any time to allow investigation or enquiry to be made of any matter affecting such member.*

4.3. *Where an expulsion or cessation of membership takes place for any reason the date of the cessation of membership shall be the date so certified by the Committee for all purposes and shall be binding on all parties.*

4.4. *Membership is not transferable and shall cease on death.*

5. MANAGEMENT OF CLUB AFFAIRS

- 5.1. The Committee shall have control of the operational management of the Club and its assets.*
- 5.2. The Committee shall be bound by any majority resolutions or recommendations of any General Meeting.*
- 5.3. The Club should have the following Officers: a Chair, Secretary and Treasurer. The Management Committee should include these three officials plus up to six elected members. The Committee can also co-opt up to three additional non-voting members to the Committee if it feels they need them.*
- 5.4. The Committee shall meet at least once a quarter to consider inter alia the quarterly financial statements of the Club and at any other times the Chair feels necessary for the efficient discharge of Club business.*
- 5.5. Decisions of the Committee shall only be made at a meeting of the Committee at which a quorum is present. Five voting members will form a quorum. Other than the quarterly meetings referred to in Rule 5.4, Committee meetings*
 - 5.5.1 may be held via electronic conferencing of Committee members or*
 - 5.5.2 be deemed to have been held following an exchange of e-mails affirming the consent of at least 51% of the other members of the Committee to any decision previously made by the Officers referred to at Rule 5.3 above.*
- 5.6. Any member of the Committee who misses four consecutive meetings, except by reasons approved, shall forfeit their position on the Committee.*
- 5.7. The Committee is empowered to make bye laws for the general regulation of the Club and the conduct of the General Meeting of Members. Such bye laws should not conflict with these General Rules (and in the event of any conflict these rules shall take precedence).*
- 5.8. The Committee is empowered to appoint sub-Committees to arrange and carry out any activities for or on behalf of Club members provided that the sub-Committee reports and is accountable to the Committee on its activities on a regular basis.*
- 5.9. The Secretary should carry out the requirements of the Committee including drafting the meeting agendas, taking minutes and circulating copies of the same to all Committee members. The Secretary and the Treasurer shall keep securely on the Club premises a copy of the list of all names and addresses of members and a record of subscriptions.*
- 5.10. The Officers may receive such payment as Officers, if any, as the General Meeting may decide from time to time by ordinary resolution. Officers may be paid for their services in any capacity other than Officer as the Committee may decide from time to time. Any payments should be disclosed in the annual accounts.*
- 5.11. The Treasurer shall receive all monies and shall pay them to the credit of an account in the Club's name. They shall keep an account of money received and banked and any money paid out on behalf of the Club.*
- 5.12. All reasonable expenses properly incurred by Club officials or Committee members on behalf of the Club and with the approval of the Committee shall be reimbursed from Club funds.*
- 5.13. The Club's annual accounts for the immediately-prior year shall be audited annually by an auditor appointed at the Annual General Meeting at the start of the relevant year. These should be presented for adoption at the Annual General Meeting.*
- 5.14. The Committee may vary opening hours for the sale of alcohol within the limits of the Premises Licence which is 12 noon to 12 pm each day, except on Sunday when the Club must close for the sale of alcohol by 11pm. The Committee may open the premises at any time for social activities not including the sale of alcohol.*

- 5.15.** *The Committee shall have the power to engage or dismiss all employees and leaseholders in accordance with general law or the terms of any agreed lease.*
- 5.16.** *Any Committee-approved Leaseholder of Club premises from time to time may vary the opening hours for sale of alcohol in line with the Premises Licence and otherwise should open to members a minimum of those hours agreed in the lease as varied from time to time in agreement with the Committee.*
- 5.17.** *The ordering of trading and capital goods must be done by the Treasurer who should receive prior approval of capital purchases from the Committee and will account to the Committee for all goods purchased on behalf of the Club.*
- 5.18.** *No betting or unlawful gambling is allowed on Club premises and members will be responsible for ensuring compliance with this prohibition by their accompanying visitors as well as themselves.*
- 5.19.** *Members or visitors who damage Club property must make good the same and members will be responsible personally and for their accompanying visitors for ensuring compliance with this Rule .*
- 5.20.** *Children are welcome in the Club during normal opening hours with supervising parents or guardians.*
- 5.20.1.** *Children under 14 years of age should leave the Club by 9.00pm.*
- 5.20.2.** *Children 14 years and older may remain during normal opening hours and use the facilities as long as they are under the direct supervision of their parent or guardian.*
- 5.20.3.** *At private, family events children of all ages are welcome as long as they are under the supervision of their parent or guardian.*
- 5.20.4.** *Children under 14 years of age are not allowed to make any purchases at the Club bar.*

6. ELECTION OF OFFICERS AND COMMITTEE.

- 6.1.** *There shall be an election of the Committee by show of hands or, where the result is too close to call for the Chair as presiding Officer, by ballot every year at the Annual General Meeting (“AGM”).*
- 6.2.** *These shall be nominated on a list provided and posted on the Club notice board at least three weeks prior to the AGM. All candidates, proposers and seconders must be fully paid up members. For the avoidance of doubt a member is entitled to propose a candidate and second a different candidate.*
- 6.3.** *Each member is entitled to one vote for each vacancy, but no member may give more than one vote to any one candidate per vacancy. Should a show of hands or ballot result in two or more candidates receiving an equal number of votes a further vote may be taken on those candidates until one triumphs or the Chair may elect to exercise a casting vote in favour of one of the tied candidates.*
- 6.4.** *Only paid-up members of the Club of 21 years of age or over are eligible for Committee membership and if any member of the Committee is expelled as a member of the Club in accordance with Rule 3.2 they will automatically be expelled as a Committee member and not subsequently be entitled to be proposed for re-election as a Committee member. Any member of the Committee may be removed at any time during a year in which they have been appointed by a majority of three quarters of the members present at any Extraordinary General Meeting called for that purpose. Seven days’ notice must be given of such a meeting.*
- 6.5.** *The overriding duties of the Committee members are to ensure to the best of their abilities that the Club*

6.5.1 is managed in the best interests of the current and future membership as a going concern; and

6.5.2 is positively promoted by them to members and non-members, that they attend and support Club activities financially and socially reasonably regularly throughout their term of office and that they do not promote the interests or reputation of other social Clubs or venues in preference to the Club.

In the event of a failure or perceived failure of a Committee member to comply with any of these duties in the discharge of their Committee membership, the other members of the Committee shall be entitled following a two-third majority vote to call an Extraordinary General Meeting of the Club members in order to remove that Committee member from office. That Committee member will be entitled to make representations in their defence before such meeting before a vote is called.

Notwithstanding Rule 6.4, the matter shall be determined by a simple majority vote of the paid-up members attending the Extraordinary General Meeting.

7. GENERAL MEETINGS

- 7.1.** The General Meetings shall be chaired by the Club Chair and in their absence by such Committee member as the Committee shall decide. Such Chair or their approved replacement ("Presiding Officer") shall in their reasonable discretion determine questions of eligibility to vote any resolution proposed.
- 7.2.** The **Annual General Meeting** should be held at a regular time each year on a day to be fixed by the Committee. The Committee should give at least twenty one days' notice of the meeting date and time. Notices of motion for inclusion in the agenda must be submitted in writing to the Secretary, at least seven days prior to the meeting. No other business other than on the Agenda can be transacted.
- 7.3.** An **Extraordinary General Meeting** may be called at any time the Committee deems appropriate or upon a request by letter to the Secretary signed by not less than 51% of paid up members. The request must state clearly the object of the proposed meeting. The Committee will decide on the date and time of any such meeting and give at least twenty one days' notice to members. At least seven days prior to an Extraordinary General Meeting members should be informed in writing with details of any proposals or amendments., to allow them to familiarise themselves with the issues before the meeting.

8. TRUSTEES.

- 8.1.** The Club should have not less than 3 or more than 5 Trustees who should all be Catholics over the age of 21 years and paid-up members at all times during their term of office. They must be appointed at an Annual General Meeting or, where an existing Trustee resigns or is dismissed by a General Meeting, at an Extraordinary General Meeting called specifically for the purpose and shall remain in office for a period of three years at the pleasure of the Club's members in General Meeting provided that if any Trustee is expelled as a member of the Club in accordance with Rule 3.2 they will be automatically expelled as a Trustee and not subsequently be entitled to be proposed for re-election as a Trustee . Subject to the members' continuing pleasure, a Trustee's first 3-year term may be renewed twice more following expiry by re-election at subsequent AGMs but shall be subject to a cumulative maximum term of office of 9 years following which they must stand

down and may never thereafter be re-elected to this office. For the purpose of this Rule, the Trustees in office following the AGM adopting these Rules shall be deemed to have been elected for the first time at that AGM.

- 8.2.** All the property of the Club shall be vested in the Trustees, who represent and act for the Club's current and future membership. No personal liability save in respect of intentional or reckless breaches of these Rules or of the trust vested in them by the membership shall attach to a Trustee except to the extent of such Club assets and funds as may actually be received personally by them. They shall arrange safe custody of the deeds of Club property and shall produce them to and act on the instructions of the Committee in relation thereto on request.
- 8.3.** The overriding duties of the Trustees are to ensure to the best of their abilities that the Club
- 8.3.1 maintains a Catholic ethos which is respected by all members; and
- 8.3.2 is managed by the Committee in the best interests of the current and future membership as a going concern; and
- 8.3.3 is positively promoted by them to members and non-members, that they attend and support Club activities financially and socially reasonably regularly throughout their term of office and that they do not promote the interests or reputation of other social clubs or venues in preference to the Club.
- In the event of a failure or perceived failure of a Trustee to comply with any of these duties in the discharge of their Trusteeship, the Committee shall be entitled following a two-third majority vote to call an Extraordinary General Meeting of the Club members in order to remove that Trustee from office. That Trustee will be entitled to make representations in their defence before such meeting before a vote is called. The matter shall be determined by a simple majority vote of the paid-up members attending the Extraordinary General Meeting.
- 8.4.** When a new Trustee is appointed details must be forwarded in writing by an appointed representative of the Committee to the Club's solicitors for updating of the Club property title. A copy of the AGM minutes, which details the appointment, should be included. Similarly, details of any Trustee who resigns, or cannot fulfil their obligation, should be reported to the Club's solicitors in the same way after the General Meeting concerned or within 7 days of effectiveness of the resignation.
- 8.5.** The Trustees may, but only when authorised by a General Meeting following a dissolution of the Club in accordance with Rule 9, hold purchase or take or lease any land or buildings and may sell, exchange, mortgage, lease or build upon land, with power to alter and pull down buildings and re-build again in all cases on behalf of the Club members at the date of dissolution..
- 8.6.** A Trustee has the right to be invited to and attend any of the 4 quarterly financial Committee meetings as an observer but is not entitled to vote at any meeting. However, when the Trustees unanimously comment on a matter within their competence as guardians of the constitution, the Committee should be bound to act in accordance with their opinion. The Trustees should meet alone at least twice per year.
- 8.7.** The Trustees in unanimity shall be entitled to ask for such information, including accounts, budgets, minutes of meetings and sub-Committee reports, as they may reasonably require in order to discharge their duties as Trustees.

9. DISSOLUTION

A resolution of the members to dissolve the Club may only be heard and voted on in the following circumstances

- 9.1. If proposed by the Committee or upon request by letter to the Secretary signed by not less than 51% of paid up members. Any such proposal or request should be accompanied by a statement of the reasons for the motion and should be approved by the Trustees as being in the best interests of the members before an E.G.M. is convened. (in accordance with RULE 7.3)*
- 9.2. At any such General Meeting (or adjourned meeting) the Chair shall be entitled to call for an adjournment of up to 14 days for the purpose of the Committee taking legal, financial or other advice on the implications of the dissolution (or any related questions).*
- 9.3. At any such General Meeting (but not at any subsequently held adjourned meeting) not less than 51% of paid up members in attendance at such meeting shall be entitled to call for an adjournment of up to 14 days for the purposes of the Committee taking legal, financial or other advice on the implications of a dissolution (or any related question).*
- 9.4. A resolution of the members to wind up and dissolve the Club shall only be passed by at least a majority consisting of two thirds of paid-up members present voting in favour.*
- 9.5. Upon the passing of a resolution to wind up and dissolve the Club the Committee and Trustees shall be entitled to continue to act for the purposes of realising the assets of the Club and the payments of its liabilities and creditors. The Trustees should act in respect of the assets held by them in accordance with the directions of the Committee. Any surplus available for distribution following payment of outstanding liabilities and creditors shall be fully distributed to such charities as may be determined by an EGM of eligible members convened by the Committee specifically for this purpose.*
- 9.6. An eligible member is a member who has had continuing paid-up membership for a minimum of the three consecutive years immediately prior and including the year of any dissolution.*
- 9.7. Following the passing of a resolution to wind up and dissolve the Club, the Committee, with such assistance as they may require from the Trustees, shall have the power to appoint an insolvency practitioner to deal with the dissolution, which in the case of a solvent liquidation, shall be a person or persons, of their choosing and/ or in all cases, to appoint agents and advisers at the cost of the Club to deal with all matters relating to dissolution as efficiently as possible for the benefit of the paid-up members entitled to determine the distribution of any surplus.*

10. DATA PROTECTION

10.1 In this Rule, "Data Protection Legislation" ("DPL") shall mean the Data Protection Act 2018, the General Data Protection Regulation (Regulation 2016/679), the Privacy and Electronic Communications (EC Directive) Regulations 2003 each as amended from time to time, and any applicable UK legislation that modifies, implements or applies them.

10.2 The Committee shall appoint a Data Protection Officer ("DPO") and establish and maintain a Data Protection Policy to ensure that members', employees' and other personal data (as defined in the DPL) held by Club Officers is stored securely and only processed by the DPO acting as Data Controller under the DPL as strictly necessary to administer the business operations of the Club and otherwise as positively consented to by each data subject (as defined by the DPL).

10.3 No personal data shall be shared with or disclosed to a third party save with the express consent of the data subject and relevant personal data will be deleted within a reasonable period of termination of a data subject's membership, employment or other relevant association with the Club.

These rules were adopted at the Annual General Meeting 2nd May 2023