

Westmorland Park Lawn Tennis Club

CONSTITUTION AND BY-LAWS

ISSUE 5.0

Minor changes adopted at the WPLTC EGM and AGM on 8 March 2021.

ARTICLE 1 – NAME

1. The name of this club shall be the Westmorland Park Lawn Tennis Club (WPLTC).

ARTICLE 2 – PARTNERSHIP WITH BRACKNELL FOREST BOROUGH COUNCIL (BFBC)

1. BFBC and WPLTC will work in partnership. BFBC will undertake repairs and maintenance of the courts and the clubhouse. WPLTC will undertake day-to-day management of the courts and will organize club activities.

ARTICLE 3 - AFFILIATION TO OTHER ORGANISATIONS

1. The Club is supported in its activities by BFBC.

ARTICLE 4 – OBJECTIVES

1. The objectives of the WPLTC are to:
 - a. Provide tennis, social and other activities for its Members and generally encourage and facilitate the playing of tennis.
 - b. Promote, improve, develop and support the interests of tennis.
 - c. Foster goodwill and sportsmanship.
 - d. Affiliate to the County LTA (CLTA) and to comply with and uphold the Rules and Regulations of the CLTA and the LTA as amended from time to time and the rules and regulations of any body to which the LTA is affiliated.
 - e. Develop the Club as agreed with BFBC.
 - f. Make rules, regulations, by-laws and standing orders concerning the operation of the Club including without limitation regulations concerning disciplinary procedures that may be taken against the Members.
 - g. Discipline the Members where permitted by its Rules/Regulations and to refer its Members to be disciplined by the LTA or the CLTA (as appropriate) where so required by the Rules and Regulations of the LTA or the CLTA (as the case may be).
 - h. Do all such other things as the Management Committee thinks fit to further the interests of the Club or be incidental or conducive to the attainment of all or any of the objects stated in this Article.

ARTICLE 5 - FUNDING

1. The Club shall be a non-profit-making organization.

2. Annual membership fees shall be agreed together by the Club and BFBC.
3. Funds from Membership fees shall be paid in full to BFBC, except that 10% shall be passed to the Club for disposal as the Management Committee sees fit.
4. At the discretion of BFBC, further funding may be provided to the Club for pre-defined expenditure.
5. The Club shall raise and use additional funds as agreed by the Management Committee.

ARTICLE 6 – MEMBERSHIP

1. Membership of the Club shall be open to all residents of BFBC and, at the discretion of the Committee and where the Committee considers that the Club would benefit, to certain applicants from outside BFBC. Priority for membership will be given to those living in Warfield.
2. Any person who wishes to become a member must submit an application in such form as the Management Committee shall decide. The Management Committee shall have the absolute right to refuse or rescind Membership.
3. Membership shall be divided into three classes:
 - a. Individual Adult (18 years of age or over as of 1 January of the current year).
 - b. Junior (under 18 years of age on 1 January of the current year).
 - c. Family (not more than two adults and 4 junior members residing in the same household).
4. The annual subscription for each type of Member shall be determined from time to time by the Management Committee.
5. The Members shall pay the entrance fee (if any) and annual subscription fees set by the Management Committee.
6. No candidate who has been elected a Member shall be entitled to the privileges of membership until they have paid the entrance fee (if any) and their annual subscription.

ARTICLE 7 - RESIGNATION

1. A member may withdraw from membership of the Club at any time. Membership shall not be transferable in any event and shall cease immediately on death or dissolution.

ARTICLE 8 - EXPULSION

1. The Management Committee shall have power to expel a Member who behaves in such a way that, in the Committee's opinion, it would not be in the interests of the Club for them to remain a Member.
2. A Member shall not be expelled unless they are given 14 days' written notice of the meeting of the Management Committee at which their expulsion shall be considered and written details of the complaint made against them.

3. The Member shall be given an opportunity to make written representation and/or to appear before a meeting of the Management Committee to answer complaints made against them and to cross-examine any witnesses. The Member must not be expelled unless at least two-thirds of the Management Committee then present vote in favour of their expulsion.
4. The Management Committee may exclude the Member from the Club's activities until the meeting considering their expulsion has been held. For the avoidance of doubt, the Member shall be entitled to attend that meeting and be supported as they wish.

ARTICLE 9 - EFFECT OF RESIGNATION OR EXPULSION

1. Any person ceasing to be a Member forfeits all right to and claim upon the Club, its property and its funds and they have no right to the return of any part of their subscription. However, the Management Committee may refund an appropriate part of a resigning Member's subscription if it considers it appropriate taking account of all the circumstances.

ARTICLE 10 - THE MANAGEMENT COMMITTEE

1. The Management Committee, of no less than 6 and no more than 12, shall be elected at the annual general meeting (AGM) in each year. Subject to termination of office by resignation, removal or otherwise, the members shall remain in office until they or their successors are re-elected or elected at the annual general meeting following their re-election or election.
2. The Committee shall elect from their number individuals to fill the following posts:
 - a. The President, if required.
 - b. The Chairman.
 - c. The Vice-Chairman.
 - d. The Honorary Secretary.
 - e. The Honorary Treasurer.
3. New members of the Management Committee may be proposed at the AGM, in which case there shall be a proposer and seconder. In the event of there being more than 12 nominations for the Management Committee, a ballot shall be held to determine the Committee Membership.
4. In addition to the members elected or appointed in accordance with this Article, the Management Committee may co-opt up to 2 further Members who shall serve until the next AGM. Co-opted members shall be entitled to vote at the meetings of the Management Committee.
5. The Management Committee may appoint any Member to fill any casual vacancy on the Management Committee until the next AGM when that person shall retire but shall be eligible for re-election.
6. Retiring members of the Management Committee may be re-elected.
7. A member of the Management Committee shall be deemed to have vacated office if:

- a. They shall without sufficient reason for 4 or more consecutive meetings of the Management Committee have been absent without permission of the Management Committee and the Management Committee resolves that their office be vacated; or
- b. They are requested to resign by not less than two-thirds of the other Management Committee members acting together.

ARTICLE 11 - PROCEEDINGS OF THE MANAGEMENT COMMITTEE

1. Management Committee meetings shall be held as often as the Management Committee thinks fit provided that there shall not be less than 3 meetings each year. A quorum shall consist of not less than one half of the total members of the Committee in that current year and shall be empowered to transact Club business. The Chairman and the Honorary Secretary shall have discretion to call emergency meetings of the Management Committee if they consider it to be in the interests of the Club. The Honorary Secretary shall give all the members of the Management Committee not less than 10 days' notice of a meeting.
2. The Chairman shall be the chairman of the Management Committee. Unless they are unwilling to do so, the Chairman shall preside at every meeting of the Management Committee at which they are present. But if there is no person holding that office, or if the Chairman is unwilling to preside or is not present within 10 minutes after the time appointed for the meeting, the Vice-Chairman shall preside. If there is no Vice Chairman or if they are unwilling to preside, or if they are not present within five minutes after the time appointed for the meeting, the members of the Management Committee present may appoint one of their number to be chairman of the meeting.
3. Decisions of the Management Committee shall be made by a simple majority, and in the event of equality of votes the Chairman (or the acting chairman of that meeting) shall have a casting or additional vote.
4. The Management Committee may from time to time appoint from among its number such subcommittees as it considers necessary and may delegate to them such of the powers and duties of the Management Committee as the Management Committee may determine. All sub-committees shall periodically report their proceedings to the Management Committee and shall conduct their business in accordance with the directions of the Management Committee.
5. The Management Committee shall be responsible for the management of the Club and shall have the sole right of appointing and determining the terms and conditions of service of any employees of the Club. The Management Committee shall have power to enter into contracts for the purposes of the Club on behalf of all the Members. Committee members may incur such reasonable expenses as may be necessary for the conduct and care of the Club affairs. Management committee members acting properly and in good faith shall not be liable for any losses incurred by employees.
6. The members of the Management Committee shall be entitled to an indemnity out of either LTA insurance or the assets of the Club for all expenses and other liabilities properly incurred by them in the management of the affairs of the Club.
7. Any member of the Management Committee may participate in a meeting of the Management Committee by way of video conferencing or conference telephone or similar equipment which allows every person participating to hear and speak to one another throughout such meeting. A person so participating shall be deemed to be present in person at the meeting and shall accordingly be counted in the quorum and be entitled to vote. Such a meeting shall be deemed to take place where the largest group of those

participating is assembled or, if there is no such group, where the chairman of the meeting is.

8. The Committee may from time to time, solicit and receive donations, bequests, legacies, and grants, and to enter into agreements, contracts and undertakings for the enhancement of the Club.
9. If not already represented on the Committee, a BFBC representative shall be invited to attend meetings in a non-voting capacity.

ARTICLE 12 - ANNUAL GENERAL MEETING

1. The AGM of the Club shall be held in the month of March or April each year to transact the following business:
 - a. To receive the Chairman's report of the activities of the Club during the previous year.
 - b. To receive and consider the accounts of the Club for the previous year.
 - c. To elect the members of the Management Committee.
 - d. To decide on any resolution which may be duly submitted in accordance with Article 14 Paragraph 4.
 - e. To deal with any special matters which the Management Committee desires to bring before the membership.

ARTICLE 13 - EXTRAORDINARY GENERAL MEETING (EGM)

1. An EGM may be called at any time by the Management Committee, and shall be called within 21 days of receipt by the Honorary Secretary of a requisition in writing signed by not less than 10 Members stating the purposes for which the meeting is required and the resolutions proposed.

ARTICLE 14 - PROCEDURES AT THE ANNUAL AND EXTRAORDINARY GENERAL MEETINGS

1. The Honorary Secretary shall send to each Member at their last known address or email address notice of the date of the AGM and EGMs together with the resolutions to be proposed at least 21 days before the meeting.
2. The quorum for the AGM and EGMs shall be 5 Members.
3. The Chairman shall preside at all meetings of the Club, but if they are not present within 15 minutes after the time appointed for the meeting or has signified their inability to be present at the meeting, the Members present (and entitled to vote) may choose one of the other members of the Management Committee present to preside, and if no other member of the Management Committee is present or willing to preside, the Members present (and entitled to vote) may choose one of their number to be chairman of the meeting.
4. Notice of any resolution proposed to be moved at the AGM shall be given in writing to the Honorary Secretary not less than 14 days before the meeting.

5. No amendment (other than a motion for adjournment) may be moved to any resolution proposed unless written notice of the amendment has been sent to the Honorary Secretary not less than 7 days previous to the meeting or with the meeting's consent.
6. Whenever notice of any proposed resolution or amendment is given, it shall be sent to each Member at their last known address or email address and placed on the club notice board within 48 hours of receipt and left there until the relevant meeting is held.
7. Adult Members shall be entitled to receive notice of, attend and vote at general meetings. The other members shall be entitled to all the other privileges of membership other than the right to receive notice of, attend and vote at general meetings.
8. A member of the Management Committee shall be appointed by the Chairman, or the person chairing the meeting, to take minutes at a given AGM or EGM.
9. There shall be no right for a member to vote by proxy. No person may represent more than one Member.

ARTICLE 15 – GUESTS

1. Any Member may introduce guests to the Club, provided that the guest's application for membership has not been declined and the guest has not been expelled from the Club.
2. Members may bring only one guest on any one occasion. The same guest may not be invited on more than 5 occasions per year. Any member wishing to exceed this limit must obtain the prior approval of the Honorary Secretary who shall be prepared to provide details of such requests at the following committee meeting. Where possible, members should avoid inviting guests at peak playing times.

ARTICLE 16 - ALTERATION OF THE CONSTITUTION

1. These Rules may be altered by resolution at the AGM or an EGM provided that the resolution shall not be passed unless carried by a majority of at least two-thirds of the Members present and voting at the general meeting, the notice of which contained particulars of the proposed alteration or addition.

ARTICLE 17 – CLUB REGULATIONS AND BY-LAWS

1. The Management Committee shall have power to make, repeal and amend such regulations, by-laws and standing orders as it may from time to time consider necessary for the wellbeing of the Club. Such regulations, by-laws and standing orders and any repeals or amendments to them shall have effect until set aside by the Management Committee.
2. BFBC shall have the right to sole use of the courts at certain dates/times that will be notified to club members in advance via the club notice board.

ARTICLE 18 – FINANCE

1. All monies payable to the Club shall be received by the person authorised by the Management Committee to receive such monies.

2. Subject to Article 20 paragraph 3, the income and property of the Club shall be applied only in furtherance of the objects of the Club and no part thereof shall be paid by way of bonus, dividend or profit to any Member.
3. The Management Committee shall have power to authorise the payment of remuneration and expenses to any officer, member of the Management Committee, Member or employee of the Club and to any other person or persons for services rendered to the Club.
4. The financial transactions of the Club shall be recorded by the Treasurer in such manner as the Management Committee thinks fit.
5. Full accounts of the financial affairs of the Club shall be prepared each year. The accounts shall be audited as required by the Management Committee who shall agree that either BFBC or 2 members of the club, not being members of the committee, shall be elected to serve as auditors for the ensuing year. Such auditors must audit the accounts of the club within 21 days of the end of the financial year. The accounts shall be made available to every Member at the AGM.

ARTICLE 19 – BORROWING

1. The Management Committee, with at least the agreement of 2/3 of the committee members, may borrow monies on behalf of the Club for the purposes of the Club from time to time with the sanction of a general meeting.
2. When so borrowing, the Management Committee shall have power to raise in any way any sums of money and to raise and secure the repayment of any sums of money in such manner and on such terms and conditions as it thinks fit.
3. The Management Committee shall have no power to pledge the personal liability of any Member for repayment of any sums so borrowed.
4. If at any time the club in EGM passes a resolution authorising the management committee to borrow money:
 - a. The management committee may borrow for the purposes of the club the amount of money (either at one time or from time to time) and at the rate of interest, in the form and manner and upon the security specified in the resolution and
 - b. The management committee may make any disposition of the property owned by WPLTC or any part of it and enter into any agreement in relation to the property owned by WPLTC as the management committee thinks proper to give security for the loan and interest.

ARTICLE 20 – DISSOLUTION

1. A resolution to dissolve the Club shall be proposed only at an EGM and shall be passed only if carried by a majority of at least three-quarters of the Members present and voting.
2. The dissolution shall take effect from the date of the resolution and the members of the Management Committee, in conjunction with BFBC, shall be responsible for the winding-up of the assets and liabilities of the Club.

3. At the EGM, the Committee shall propose what happens to the assets of the Club after the discharge of the debts and liabilities of the Club have been paid, and the members shall vote on this proposal.