

# **Constitution of the SOUTHEND ON SEA RIFLE AND PISTOL CLUB adopted on the 7<sup>th</sup> day of March 2013**

## **1 Name**

The name of the Club is the **SOUTHEND ON SEA RIFLE AND PISTOL CLUB** or other such name as the Management Committee may from time to time propose.

Final decision on the name, or any changes to the existing name, will be made by the members of the Club at an Annual General Meeting or at a Special General Meeting.

## **2 Administration**

Subject to the matters set out below the Club and its property shall be administered and managed in accordance with this constitution by the members of the Management Committee, constituted by paragraph 7 of this constitution.

## **3 Objects**

The object of the club was initially to encourage skill in Rifle and Pistol shooting by providing instruction and practice in the use of these firearms to any of Her Majesty's subjects so that they will be better fitted to serve their country in the Armed forces, Territorial Army or any other organization in which their services may be required in the defence of the realm in times of peril.

In more recent times it has changed to encourage and facilitate the development of and participation in the sport of target shooting.

## **4 Powers**

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

- 4.1 to raise funds and to invite and to receive contributions provided that in raising funds the Management Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
- 4.2 to buy, take on lease or exchange any property necessary for the achievement of the objects and to maintain and equip it for use;
- 4.3 subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Club;

## SOUTHEND ON SEA RIFLE AND PISTOL CLUB CONSTITUTION (2013)

- 4.4 subject to any consents required by law to borrow money and to charge all or any part of the property of the Club with repayment of the money so borrowed;
- 4.5 to employ such staff (who shall not be members of the Management Committee) as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependants;
- 4.6 to affiliate or co-operate with other clubs, voluntary bodies and statutory authorities engaged in furtherance of the objects and to exchange information and advice with them;
- 4.7 to support any charitable trusts, associations or institutions formed for all or any of the objects;
- 4.8 to do all such lawful things as are necessary for the achievement of the objects.

### **5 Membership**

- 5.1 Membership of the Club shall be open to individuals who are interested in furthering the objects of the Club and who have paid the annual subscription as fixed from time to time by the Management Committee, who may call a Special General Meeting to discuss with Members present and if necessary get agreement by majority vote.
- 5.2 The Management Committee may unanimously and for good reason terminate the membership of any individual, provided that the individual concerned shall have the right to be heard by the Management Committee, accompanied by a friend or representative, before the final decision is made.
- 5.3 The Management Committee may create any class of member they deem necessary and may determine what benefits or rights such members may have, and may lay down procedures for the introduction of prospective new members to the Club. The exercise of any such powers by the Management Committee shall be subject to ratification by the next annual general meeting of the Club by means of appropriate amendment(s) to the byelaws of the Club.

### **6 Honorary Officers**

- 6.1 At each annual general meeting of the Club the members shall elect from amongst themselves a chairman, a secretary and a treasurer, who shall hold office from the conclusion of the meeting.

## **7 Management Committee**

- 7.1 The Management Committee shall consist of not less than 5 members and not more than **12 members**<sup>1</sup> being:
- a) the honorary officers specified in the preceding paragraph;
  - b) not less than two and not more than seven members elected at the annual general meeting who shall hold office from the conclusion of the meeting;
  - c) other elected post-holders, e.g. Club Captain, Competition Secretary, Police Liaison Officer, Child Protection Officer, as ex officio members of the Management Committee.
- 7.2. All members of the Management Committee must be full current members of the Club in their own right.
- 7.3 The Management Committee may in addition appoint two co-opted members, for example to ensure proper representation from each section of the Club, but so that no-one may be appointed as a co-opted member if, as a result, more than one third of the members of the Management Committee would be co-opted members. Each appointment of a co-opted member shall be made at a special meeting of the Management Committee called under paragraph 10.1 and shall take effect from the end of that meeting unless the appointment is to fill a place which has not been vacated in which case the appointment shall run from the date when the post becomes vacant.
- 7.4 All the members of the Management Committee shall retire from office together at the end of the annual general meeting next after the date on which they came into office but they may be re-elected or re-appointed.
- 7.5 The proceedings of the Management Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
- 7.6 No person shall be appointed as a member of the Management Committee who is aged under 18 or who would if appointed be disqualified under the provisions of paragraph 8.
- 7.7 No person shall be entitled to act as a member of the Management Committee whether on a first or any subsequent entry into office until after signing in the records of the Management Committee a declaration of acceptance and willingness to act in the trusts of the Club.
- 7.8 No person shall be entitled to act as a member of the Management Committee if they are a Member or Officer of another club and their membership would create a conflict of interest. Possible conflicts of

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<sup>1</sup> Amended AGM April 2018

interest must be declared to the Management Committee who will decide on whether the individual can become (remain) a member of the Management Committee.

## **8 Determination of Membership of the Management Committee**

A member of the Management Committee shall cease to hold office if he or she:

- 8.1 ceases to be a full current member of the Club; or
- 8.2 becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs; or
- 8.3 is absent without permission of the Management Committee from all their meetings held within a period of six months and the Management Committee resolve that his or her office be vacated; or
- 8.4 gives to the Management Committee notice that he or she wishes to resign with effect from a date at least one month after the date of the notice (unless there are exceptional reasons for shorter notice), but only if at least five members of the Management Committee remain in office when the notice of resignation is to take effect.

## **9 Management Committee Members not to be Personally Interested.**

- 9.1 Subject to the provision of paragraph 9.2 no member of the Management Committee shall acquire any interest in property belonging to the Club (otherwise than as a trustee for the Club) or receive remuneration or be interested (otherwise than as a member of the Management Committee) in any contract entered into by the Management Committee.
- 9.2 Any member of the Management Committee for the time being who is a solicitor, accountant or other person engaged in a profession may charge and be paid all the usual professional charges for business done by him or her or his or her firm when instructed by the other members of the Management Committee to act in a professional capacity on behalf of the Club, provided that at no time shall a majority of the members of the Management Committee benefit under this provision and that a member of the Management Committee shall withdraw from any meeting at which his or her own instruction or remuneration, or that of his or her firm, is under discussion.

## **10 Meetings and Proceedings of the Management Committee**

- 10.1 The Management Committee shall hold at least two ordinary meetings each year. A special meeting may be called at any time by the chairman or by any three members of the Management Committee upon not less than seven days' notice being given to the other members of the Management Committee of the matters to be discussed but if the

matters include appointment of a co-opted member then not less than 21 days' notice must be given. All notices must be given in writing, (see also paragraph 10.8).

- 10.2 The chairman shall act as chairman at meetings of the Management Committee. If the chairman is absent from any meeting, the members of the Management Committee present shall choose one of their number to be chairman of the meeting before any other business is transacted.
- 10.3 There shall be a quorum when at least half of the members of the Management Committee for the time being or three members of the Management Committee, whichever is the greater, are present at the meeting.
- 10.4 The Management Committee shall keep minutes, in records kept for the purpose, of the proceedings at meetings of the Management Committee and any sub-committee.
- 10.5 The Management Committee may from time to time make or alter the byelaws of the Club. Any such addition or alteration to the byelaws must be laid before the next annual general meeting of the Club for ratification. No byelaw, rule, standing order or other regulation may be made which is inconsistent with this constitution.
- 10.6 The Management Committee may appoint one or more advisory or sub-committees consisting of three or more members of the Management Committee for the purpose of making any enquiry or supervising or performing any function or duty which in the opinion of the Management Committee would be more conveniently undertaken or carried out by a sub-committee: provided that all acts and proceedings of any sub-committee shall be fully and promptly reported to the Management Committee.
- 10.7 The Management Committee shall ensure that at all times the club and its members shall comply with all legal requirements in force from time to time and any rules appertaining to the conduct of the activities being undertaken.
- 10.8 Notice of Management Meetings may be given by e-mail on the understanding that all members have access to e-mail and have confirmed that they are willing to use this facility.

## **11 Receipts and Expenditure**

- 11.1 The funds of the Club, including all donations, contributions and bequests, shall be paid into an account operated by the Management Committee in the name of the Club at such bank or building society as the Management Committee shall from time to time decide. The Club may operate more than one bank account. All cheques drawn on the

Club's bank account must be signed by two members of the Management Committee.

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

11.3 The Club's Auditor(s) shall examine the accounts with the invoices and vouchers prior to the A.G.M and shall certify they are correct and fairly represent the expenditure and receipts of the club, and its assets and liabilities. The Auditor(s) may at any time inspect any book, document or property of the club, in the possession of any Officer of member, and make a report thereon in writing to the Management Committee.

## **12 Property**

12.1 Subject to the provisions of paragraph 12.2 of this paragraph, the Management Committee shall cause title to:

(a) all land held by or in trust for the Club; and

(b) all investments held by or on behalf of the Club; and

(c) all assets of the Club other than land and investments;<sup>2</sup>

to be vested in not less than three individuals appointed by them as holding trustees. Holding trustees may be removed by the Management Committee at their pleasure and shall act in accordance with the lawful directions of the Management Committee. Provided that they act only in accordance with the lawful directions of the Management Committee, the holding trustees shall not be liable for acts and defaults of its members.

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

## **13 Annual General Meeting**

13.1 There shall be an annual general meeting of the Club which shall be held each year within three months of the end of the Club's financial year or as soon after as is practicable.

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<sup>2</sup> This will include trophies and club equipment.

- 13.2 Every annual general meeting shall be called by the Management Committee. The Secretary shall give at least 21 days' notice of the annual general meeting in writing to all the members of the Club. All members of the Club shall be entitled to attend and vote at the meeting.
- 13.3 The chairman of the Club then in office shall be the chairman of each annual and extraordinary general meeting, but if he is not present, before any other business is transacted, the persons present shall appoint a chairman of the meeting.
- 13.4 The Management Committee shall present to each annual general meeting the report and accounts of the Club for the preceding financial year.
- 13.5 Nominations for election to the Management Committee must be made by members of the Club in writing and must be in the hands of the Secretary to the Management Committee at least 14 days before the annual general meeting. The person nominated must confirm in writing his or her willingness to stand. Should nominees exceed vacancies, election shall be by ballot.
- 13.5 The Auditor (or Auditors) shall be elected by the membership present.

#### **14 Special General Meetings**

The Management Committee may call a special general meeting of the Club at any time. If at least 33% of the Club membership or 12 members, whichever is less, request such a meeting in writing stating the business to be considered the Secretary shall call such a meeting. At least 21 days notice must be given. The notice calling the meeting must state the business to be discussed.

#### **15 Procedure at General Meetings**

- 15.1 The Secretary or other person specially appointed by the Management Committee shall keep a full record of proceedings at every general meeting of the Club.
- 15.2 There shall be a quorum when at least 20% of the number of full members of the Club for the time being or 10 members of the Club, whichever is less, are present at any general meeting.
- 15.3 If after 30 minutes from the time stated for the commencement of the meeting there are still insufficient members present to form a quorum, the meeting shall be adjourned to another time and place. The adjourned meeting shall take place within 42 days of the date of the original meeting, or as soon after as is practicable.
- 15.4 If at the adjourned meeting there are insufficient members present to form a quorum, the meeting will proceed after a delay of 30 minutes

unless sufficient members are present before that time to form a quorum.

## **16 Notices**

Any notice required to be served on any member of the Club shall be in writing<sup>3</sup> and shall be served by the Secretary or the Management Committee on such member either personally or by sending it through the post in a prepaid letter addressed to the member at his or her last known address in the United Kingdom, and any letter so sent shall be deemed to have been received within 10 days of posting.

## **17 Voting**

Every member shall have one vote on any resolution on which he is entitled to vote. Every resolution shall be decided by a majority of votes by those present and entitled to vote on the question but in the case of a tied vote the Chairman of the meeting shall have a second and casting vote.

## **18 Alteration to the Constitution**

The constitution may be altered by a resolution supported by not less than two-thirds of the members present and voting at a general meeting. The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration proposed.

## **19 Dissolution**

If the Management Committee decides that it is necessary or advisable to dissolve the Club it shall call a meeting of all members of the Club, of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is supported by two-thirds of those present and voting the Management Committee shall have power to realise any assets held by or on behalf of the Club. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other institution or institutions having objects similar to the objects of the Club as the members of the Club may determine.

## **20 Arrangements until first Annual General Meeting**

Until the first annual general meeting takes place this constitution shall take effect as if references in it to the Management Committee were references to the persons whose signatures appear at the bottom of this document.

This constitution was adopted on the date mentioned above by the person(s) whose signature(s) appear at the bottom of this document.

Signed *John Stacey*

Honorary Chairman on 7<sup>th</sup> March 2013

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<sup>3</sup> E-mail may not be used for this purpose.