

1. Name

The Club is called Priory Tennis Club ("the Club").

2. Definitions

2.1 "Chair" means the person elected annually to be the Chair of the Club in accordance with Rule 9;

"The CCLTA" means Cheshire County Lawn Tennis Association.

"The Secretary" means the person elected annually to be the Secretary of the Club in accordance with Rule 9;

"The Finance Officer" means the person elected annually to be the Finance Officer of the Club in accordance with Rule 9;

"The LTA" means the Lawn Tennis Association (the governing body of Tennis within Great Britain, the Channel Islands and Isle of Man) of The National Tennis Centre, 100 Priory Lane, Roehampton London, SW15 5JQ;

"The Management Committee" means the committee appointed pursuant to Rule 9 to manage the Club;

"The Members" mean the members of the Club admitted from time to time to membership of the Club in accordance with Rule 5;

"The President" means the person selected annually by the Management Committee;

"The Trustees" mean the persons appointed from time to time to be the trustees of the Club in accordance with Rule 10.7 (Appendix A).

2.2 Words denoting the singular number include the plural number and vice versa; and words denoting persons include bodies corporate (however incorporated) and unincorporated, including unincorporated associations of persons and partnerships.

3. Objectives

The objectives of the Club are:

(a) To provide tennis and social activities for its Members

(b) To encourage increased participation in tennis and to promote, improve, develop and support the interests of tennis

(c) To provide and maintain Club premises at Cheetham Park, Mottram Road, Stalybridge, Cheshire SK15 2QX

(d) to affiliate to the CCLTA (and by doing so affiliate to the LTA) and to comply with and uphold the Rules and Regulations of the CCLTA and the LTA as amended from time to time and the rules and regulations of anybody to which the LTA is affiliated;

(e) To affiliate to such tennis leagues as determined by the Management Committee;

(f) to acquire, establish, own, operate and turn to account in any way the tennis court facilities of the Club together with buildings and easements, fixtures and fittings and accessories as shall be thought advisable;

(g) to make rules, regulations, bye-laws and standing orders concerning the operation of the Club including without limitation regulations concerning disciplinary procedures that may be taken against the Members;

(h) to discipline the Members where permitted by its Rules/Regulations and to refer its Members to be disciplined by the LTA or the CCLTA (as appropriate) where so required by the Rules and Regulations of the LTA or the CCLTA (as the case may be);

(i) To do all such other things as the Management Committee thinks fit to further the interests of the Club or to be incidental or conducive to the attainment of all or any of the objects stated in this Rule 3.

4. Application of Profit

The Club is a non-profit-making organisation. All profits and surpluses will be used to maintain or improve the Club's facilities and in furtherance of the Club's objects. No profit or surplus will be distributed other than to the Members on winding-up or dissolution of the Club.

5. Membership

5.1 There shall be the following classes of membership for the Club:

Life Member (not to exceed 3)

Full Member

Intermediate Member

Adult Weekday Member

Senior Member

Junior Member 4-11Yrs

Junior Member 12-17Yrs

Family Membership

Parent Kidzone

Pickleball on Kidzone

Parent Social Member Non-Playing Member

Life Members, Full Members, Intermediate Members, Adult Weekday Members, Senior Members and Non-Playing Members shall be entitled to receive notice of Annual and Extraordinary General Meetings. Please see Rule 13.4 for eligible members that are able to vote at both A.G.M and E.G.M's. British Tennis members over the age of 9 on 1st January shall be entitled to enter the draw for Wimbledon ticket allocations.

5.2 Eligibility for membership

5.2.1 All applicants for membership shall be treated fairly and equitably regardless of ethnic origin, nationality, colour, religion, beliefs, sex, disability or political or sexual orientation, age or marital status.

5.2.2 All persons are eligible for Life membership at the discretion of the Management Committee. The number of Life Members shall not exceed four at any one time.

5.2.3 All persons are eligible for Full membership provided they are at least 24 years old on 1st April.

5.2.4 All persons are eligible for Intermediate membership provided they are over 18years old and under 24 years old on 1st April.

5.2.5 Persons below the age of 18 on 1st April may be elected as Junior Members without the right to hold office, to vote at general meetings and purchase a key to the Club's premises.

5.2.6 All persons may be elected as Weekday Members and permitted to play any weekday from 9 a.m. - 4 p.m.

5.2.7 All persons may be elected as Non Playing Members who shall be social members/patrons invited to attend social functions.

5.2.8 Family membership shall consist of one Member and their child/ children less than 18 years of age on 1st April.

5.3 Admission of Members

5.3.1 Every candidate for membership must complete an application form.

5.3.2 The application form, together with the appropriate subscription, must be sent to the Membership Officer.

5.3.3 Applications for membership shall be considered by the Membership Secretary who can authorise membership of the club. Any applications that relate to a former member's non-payment of membership fees, inappropriate behaviour at the club or previously lapsed or expelled membership shall be referred to the Committee.

5.3.4 Until a candidate is confirmed as a Member, the candidate is not entitled to any privileges of the Club except at the discretion of the Management Committee.

5.3.5 A list of Members' names and category of membership (excluding those members in the 4-11 and 12-17) shall be displayed on the Club's notice board together with a list of those who have not renewed.

5.4 Subscriptions

5.4.1 The annual subscription for each type of Member shall be determined annually by the Management Committee. Proposed subscriptions will be advised to members in January or February each year and members will have the opportunity to call an EGM in accordance with the Club Rules.

5.4.2 The Members shall pay the annual subscription fees set by the Management Committee.

5.4.3 No candidate who has been elected a Member shall be entitled to the privileges of membership until they have paid their first annual subscription.

5.4.4 Any Member whose subscription is not paid by 30th April shall be deemed to have resigned their membership of the Club.

5.4.5 The Membership Officer shall be responsible for collecting, recording and banking annual subscriptions.

All members will be informed of the code for court entry, which may be changed from time to time by the Management Committee at its discretion. They will also have the right to purchase a key to the club's premises.

6. Resignation

A Member may withdraw from membership of the Club by giving written notice to the Honorary Secretary by 28th February; otherwise the annual subscription fee is payable. Membership shall not be transferable in any event and shall cease immediately on death or dissolution or on the failure of the Member to comply or to continue to comply with any condition of membership set out in these Rules.

7. Complaints and disciplinary procedures.

Any complaint of misconduct or notification of a concern regarding particular circumstances and/or conduct of a Member will be dealt with according to the Priory Tennis Club Complaints and Disciplinary Procedures.

8. Effect of Resignation or Expulsion

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. 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.

9. The Management Committee

9.1 The Club shall be managed by a Management Committee consisting of:

- (a) The Chair
- (c) The Vice-Chair
- (d) The Secretary
- (e) The Finance Officer
- (f) The Membership Officer
- (h) The Marketing Officer
- (h) The Tennis Development Manager
- (h) The Facilities Manager
- (i) The Social Secretary
- (j) The Bar Manager
- (k) The Junior Liaison Officer
- (l) The Welfare Officer
- (m) The Assistant Welfare Officer

This is dependent on whether there are sufficient volunteers to fill the above roles.

9.2 The Secretary shall prominently display on the club notice board each year a nomination form for the election of members of the Management Committee. Those persons proposed to be nominated as members of the Management Committee, including existing members of the Management Committee who do not wish to retire, must be nominated by any two Full Members on the form prescribed by the Management Committee and must be submitted to the Secretary by such date as the Management Committee shall prescribe each year. No Member may nominate more than one candidate for any one office.

9.3 If there is only one candidate nominated to fill any particular vacancy, that candidate shall be declared elected unopposed for that particular vacancy at the next annual general meeting. If there is more than one candidate for any particular vacancy there shall be an election at the annual general meeting for that position.

9.4 The Management Committee shall be elected at the Annual General Meeting in each year, and subject to termination of office by resignation, removal or otherwise, the members remain in office until they or their successors are re-elected or elected (as the case may be) at the Annual General Meeting following their re-election or election (as the case may be).

9.5 In addition to the members elected or appointed in accordance with this Rule 9, the Management Committee may co-opt further Members who shall serve until the next Annual General Meeting. Co-opted members shall be entitled to vote at the meetings of the Management Committee.

9.6 The Management Committee may appoint any Member to fill any casual vacancy on the Management Committee until the next Annual General Meeting when that person shall retire but shall be eligible for re-election.

9.7 Retiring members of the Management Committee may be re-elected.

9.8 A member of the Management Committee shall be deemed to have vacated office if:

- (a) They resign their office by notice to the Club;
- (b) They are, or may be, suffering from mental disorder;
- (c) They shall without sufficient reason, for more than three consecutive meetings of the Management Committee, has been absent without permission of the Management Committee and the Management Committee resolves that their office be vacated;
- (d) They are requested to resign by not less than two-thirds of the other Management Committee members acting together.

10. Proceedings of the Management Committee

10.1 Management Committee meetings shall be held as often as the Management Committee thinks fit provided that there shall not be less than 9 meetings each year. The quorum of such meetings shall be five. The Secretary shall give all the members of the Management Committee not less than fourteen days' notice of a meeting.

10.2 The Chair and the Secretary shall have discretion to call emergency meetings of the Management Committee, without notice, if they consider it to be in the interests of the Club.

10.3 The Chair shall be the Chair of the Management Committee. Unless they are unwilling to do so, the Chair shall preside at every meeting of the Management Committee at which they are present. If there is no person holding that office or if the Chair is unwilling to preside or is not present within ten minutes after the time appointed for the meeting, the members of the Management Committee present may appoint one of their numbers to be Chair of the meeting.

10.4 Decisions of the Management Committee shall be made by a simple majority and in the event of equality of votes the Chair (or the acting Chair of that meeting) shall have a casting or additional vote.

10.5 The Management Committee may from time to time appoint from among its number such sub-committees 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.

10.6 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 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.

10.7 The Management Committee shall appoint Trustees, to hold office until death or resignation unless removed from office by a resolution of the Management Committee. The Chair from time to time is nominated as the person to appoint new Trustees within the meaning of Section 36 of the Trustee Act 1925. A new Trustee or new Trustees shall be

nominated by resolution of the Management Committee and the Chair shall by deed duly appoint the person or persons so nominated as the new Trustee or Trustees of the Club and the provisions of the Trustee Act 1925 shall apply to any such appointment. Any statement of fact in any such deed of appointment shall in favour of a person dealing with the Club or the Committee in good faith be conclusive evidence of the fact so stated.

10.8 The number of Trustees shall not be more than four or less than two.

10.9 Upon production of receipts for agreed work, members of the Management Committee and Team Captains shall be entitled to reimbursement of all expenses properly incurred by them in the management of the affairs of the Club.

11. Annual General Meeting

11.1 The Annual General Meeting of the Club shall be held at such time as the Management Committee shall decide each year to transact the following business:

- (a) To receive the Committee'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, the financial examiner's report on the accounts and the Finance Officer's report as to the financial position of the Club;
- (c) To remove and elect the financial examiner or confirm that he remain in office;
- (d) To elect the members of the Management Committee;
- (e) To decide on any resolution this may be duly submitted in accordance with Rule 11.2 below;
- (f) To deal with any special matters which the Management Committee desires to bring before the membership.

11.2 Notice of any resolution proposed to be moved at the Annual General Meeting shall be given in writing to the Secretary not less than twenty-eight days before the meeting.

11.3 No period greater than fifteen months shall elapse between one annual general meeting and the next.

12. Extraordinary General Meetings

12.1 An Extraordinary General Meeting may be called at any time by the Management Committee or shall be called within twenty-one days of receipt by the Secretary of a requisition in writing signed by not less than twelve Members stating the purposes for which the meeting is required and the resolutions proposed.

13. Procedures at the Annual and Extraordinary General Meetings

13.1 The Secretary shall send to each Member at their last known address written notice of the date of the General Meeting together with the resolutions to be proposed at least twenty-one days before the meeting.

13.2 The quorum for the Annual and Extraordinary General Meetings shall be twelve Members.

13.3 The Chair shall preside at all meetings of the Club but if he is not present within fifteen 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 Chair of the meeting.

13.4 Each Adult Weekday Member, Full Adult Member, Intermediate Member, Senior Member, or Life Member shall have one vote and resolutions shall be passed shall be passed by a simple majority of those Members present and voting.

13.5 The Secretary, or in their absence a member of the Management Committee, shall take minutes at Annual and Extraordinary General Meetings.

13.6 There shall be no right for a member to vote by proxy. No person may represent more than one Member.

14. Purchase and supply of liquor

14.1 The ordering and purchase of intoxicating liquor and other bar requisites for the Club will be at the discretion of the Bar Manager or their authorised deputy.

14.2 Payment to the supplier will be made by the Finance Officer on receipt of an invoice authorised by the Bar Manager.

15. Sale of intoxicating liquor to Non-Members

15.1 Subject to any conditions attached to the Liquor Licence for the Club premises, intoxicating liquor may not be sold to people admitted to the Club premises, other than Members and their guests, by or on behalf of the Club for consumption on the premises and not elsewhere.

15.2 Liquor consumed on the Club premises must be purchased from the Club premises. Liquor purchased elsewhere may not be consumed on the Club premises except by prior agreement of the Bar Manager a corkage charge will be made.

16. Emolument

No Member shall, except for professional services rendered at the request of the Management Committee, receive any profit or emolument from the funds or transactions of the Club.

17. Guests Playing Tennis

17.1 Any Life Member, Full Member, Intermediate Member, Weekday Member or Non Playing Member may introduce a guest to the Club, provided that the guest has not previously been declined membership or expelled from the Club.

17.2 Junior Members may introduce a guest, under the age of 18 on 1st April on no more than three occasions in any calendar year and upon payment of the current guest fee.

17.3 Any member introducing a guest must enter the name and address of the guest together with their own name in a book which must be kept on the Club's premises and arrange for payment of the current guest fee, to be placed in the envelope provided for this purpose and handed to a member of the Management Committee.

17.4 The guest fee will be decided by the Management Committee and will be displayed prominently on the Club's premises.

17.5 No-one may be admitted as a guest on more than three occasions in any calendar year.

18. Opening of Club premises

The Club is open at such times and for such periods as the Management Committee shall decide.

19. Permitted hours

The permitted hours for the supply of intoxicating liquor are as indicated in the Liquor Licence for the Club's premises.

20. Alteration of the Rules

These Rules may be altered by resolution at an Annual or Extraordinary General Meeting provided that the resolution shall not be passed unless carried by a simple majority of the Members present and eligible to vote at the General Meeting, the notice of which contained particulars of the proposed alteration or addition.

21. Regulations, Bye-laws and Standing Orders

The Management Committee shall have power to make, repeal and amend such regulations, bye-laws and standing orders as it may from time to time consider necessary for the wellbeing of the Club. Such regulations, bye-laws and standing orders and any repeals or amendments to them shall have effect until set aside by the Management Committee.

22. Finance

22.1 All monies payable to the Club shall be received by the person authorised by the Management Committee to receive such monies and shall be deposited in a bank account in the name of the Club.

22.2 At the discretion of the Management Committee, no sum shall be drawn from that account except by cheque signed by two of the four signatories who shall be Committee members, voted for by the committee. Any moneys not required for immediate use may be invested as the Management Committee in its discretion thinks fit.

22.3 Subject to Rule 25.3, 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.

22.4 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.

22.5 The Finance Officer shall record the financial transactions of the Club in such manner as the Management Committee determines.

22.6 Full accounts of the financial affairs of the Club shall be prepared each year and shall be duly examined by the financial examiners. The accounts must be made available to every Member when notice concerning the Annual General Meeting is given.

22.7 The Finance Officer of the Club is required to maintain a separate bank Account for the Tennis Court Sinking Fund and to allocate monies into that account each year. The amount is subject to the recommendation of the Finance Officer and agreement of the Committee to facilitate the replacement of the tennis courts as required.

22.8 The Club members agree that the Club hereby indemnifies the individual Trustees and/or Management Committee members in the event of a legal claim being made against the club and/or Trustees and/or members of the Management Committee. In such circumstances any costs incurred by the club for the purposes of instructing solicitors, defending or settling such a claim, and/or payment of all associated costs, including costs awarded against the club, its members and/or Trustees in the event of a finding against it or them at court, are to be financed from Club funds and/or any other sources of funding, including, but not confined to loans, mortgages, and debentures, and not by individuals or bodies comprising of Trustees and/or Management Committee members. The Club members agree that it is intended that this provision should cover the Trustees and/or members of the Management Committee without limitation from this date forward in perpetuity with the exception that this indemnity shall not be operative in the event of fraudulent or criminal activity on the part of a Trustee or member of the Management Committee.

23. Borrowing

23.1 The Management Committee may borrow money on behalf of the Club for the purposes of the Club from time to time at its own discretion and with the sanction of an Annual or Extraordinary General Meeting.

23.2 When so borrowing the Management Committee shall have power to raise in any way any sum or sums of money and to raise and secure the repayment of any sum or sums of money in such manner and on such terms and conditions as it thinks fit, and in particular by mortgage of or charge upon or by the issue of debentures charged upon all or any part of the property of the Club.

23.3 The Management Committee shall have no power to pledge the personal liability of any Member for repayment of any sums so borrowed.

23.4 The Trustees shall, at the discretion of the Management Committee, make such dispositions of the Club's property or any part thereof, and enter into and execute such agreements and instruments in relation thereto, as the Management Committee may deem proper for giving security for such moneys and the interest payable thereon.

24. Property

24.1 The property of the Club, other than cash at the bank, shall be vested in the Trustees.

24.2 Upon production of receipts, the Trustees shall be entitled to reimbursement of all expenses properly incurred by them in the discharge of their duties.

25. Dissolution

25.1 A resolution to dissolve the Club shall only be proposed at an Extraordinary General Meeting and shall only be passed if carried by a majority of at least three-quarters of the Members present and voting.

25.2 The dissolution shall take effect from the date of the resolution and the members of the Management Committee shall be responsible for the winding-up of the assets and liabilities of the Club.

25.3 After settling all liabilities of the Club, the Committee shall dispose of the net assets remaining to one or more of the following:

- a. To another Club with similar sports purposes which is a registered charity and/or
- b. To another Club with similar sports purposes which is a registered Community Amateur Sports Club and/or
- c. To the Club's national governing bodies for use by them for related community sports

APPENDIX A

TRUSTEES:

Victoria Schofield
Martin Crowther
Richard Wood