

RULES
of the
GODALMING NAVAL CLUB

Registered under the Friendly Societies Acts 1896 – 1986

Register Number 2546W

(Revised 29/07/2015)

Registered Office

88 Meadrow, Farncombe, Godalming, Surrey GU7 3HY

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NAME AND CONSTITUTION

1. The Society is a Working Men's Club. It shall be called the **GODALMING NAVAL CLUB** and is hereafter referred to as "**THE CLUB**".

REGISTERED OFFICE

- 2.(1) The registered office of the Club shall be:

GODALMING NAVAL CLUB, 88 MEADOW, GODALMING, SURREY. GU7 3HY.

- 2.(2) In the event of any change in the situation of the registered office, notice of such change shall be sent to the Registrar within fourteen days thereafter in the form prescribed by the Treasury Regulations.

OBJECTS

3. The Club is established for the purpose of providing for its Members the means of Social Intercourse, Mutual Helpfulness, Mental and Moral Improvement and Rational Recreation.

APPLICATION OF FUNDS

- 4.(1) All moneys received on account of subscriptions, levies, fines, donations, sale of rules, or otherwise, and interest on investments shall be applied in carrying out the objects of the Club, in accordance with the rules.
- 4.(2) Any officer misapplying the funds shall repay the amount misapplied and be excluded without prejudice to his liability to prosecution for such misapplication.

INVESTMENT

- 5.(1) So much of the funds as may not be wanted for immediate use, or to meet the usual accruing liabilities, shall, with the consent of the Committee, or a majority of the Members present and entitled to vote in a General Meeting, be invested by the Trustees in any of the following ways, namely, - in the Post Office Savings Bank, or in any Savings Bank certified under the Trustee Savings Bank Act 1863, or the Trustees Savings Bank Act 1954, or in any Building Society authorised for investment by Trustees, or in the Public Funds, or in the purchase of land, or in the erection or alteration of offices or other buildings thereon, or in any investment in which the Trustees are for the time being by law authorised to invest Trust Funds.
- 5.(2) The Trustees, with the consent of a Special General Meeting, may purchase or take on lease any land and may sell, exchange, mortgage, lease, or build upon that land (with power to alter and pull down buildings and again rebuild) and a purchaser, assignee, mortgagee, or tenant shall not be bound to enquire as to the authority for any sale, exchange, mortgage or lease by the Trustees, and receipt of the Trustees shall be a discharge for all moneys arising from or in connection with such sale, exchange, mortgage or lease.
- 5.(3) Mortgages or other assurances for securing money to the Club may be vacated by a receipt endorsed or annexed, signed by the Trustees and countersigned by the Secretary, in the form contained in the Second Schedule to the Friendly Societies Act of 1896.

BORROWING

6. The Trustees, with the consent of a Special General Meeting, may borrow money for the purposes of the Club upon the security of any assets of the Club and shall have the power to execute all deeds or other documents which may be required for the purpose.

MEMBERSHIP

7.(1) Qualifications for Membership.

All Members, Honorary Members and Associate Members of the Godalming Naval Club, and all other persons whether male or female over eighteen years of age shall be eligible for membership of the Club.

7.(2) Method of Nominating and Electing Members.

- (a) All other persons shall sign an application for membership which shall be proposed by a Member of the Club, and Seconded by a Member of the Committee. The application form shall be displayed on the Club Notice Board before being considered by the Committee of Management.
- (b) All categories of Members shall be elected by the Committee of Management who may decline to elect any Member in its absolute discretion without assigning any reason for its decision.
- (c) No person shall be admitted to any class of membership without an interval of at least 48 hours between nomination for membership and his admission. New Members, other than Honorary Members shall pay the joining fee and the current years membership subscription to the Treasurer before their admission shall be deemed complete.

7.(3) Temporary Members.

Any person over eighteen years of age may be elected as a Temporary Member for four days in any one week, no more than twice in a calendar year, by any two Committee Members. The names of such persons shall be displayed on the Club Notice Board. Temporary Members shall not be called upon to pay any subscription, though will be required to pay a visitors fee, and shall not be liable for any deficiency or be entitled to share in any assets of the Club on its dissolution.

SUBSCRIPTIONS

8. Annual Subscriptions, payable on the First Day of January each year, shall be such sums as may be from time to time be determined by the Committee of Management at their meeting in November each year. The sum so decided shall be posted on the Club Notice Board, together with the Visitors entrance fee which shall be determined at the same time. Such sums shall not exceed £15.00 per year.

VISITORS

- 9.(1) Visitors may be introduced by Members of the Club subject to names being entered in a book kept for that purpose and to their host being responsible for their conduct at all times. The visitor may only stay on Club premises while accompanied by the Member signing them in. A visitors fee of £1 will be payable.

- 9.(2)** No Member may introduce more than two guests in any one day, and no person may be allowed into the Club as a guest on more than two occasions in the same month.

DISQUALIFICATIONS & FORFEITURES OF MEMBERSHIP

10.(1) Non Payment of Subscription.

If any Member shall fail to pay his Subscription within one month of the date on which it shall become due, the Secretary shall write to him requiring payment of his Subscription within seven days. The name of any Member who has neglected to pay his Subscription by the last day of February shall become a lapsed Member and may only be re-admitted with the consent of the Committee and on payment of joining and membership fees.

10.(2) Resignation.

Any Member may resign at any time by giving written notice to the Secretary whereupon he shall immediately cease to be a Member. No Member shall be entitled to the return of his Subscription or any part thereof.

10.(3) Expulsion.

The Committee of Management may expel any Member who breaks the Rules of the Club or whose conduct either within or outside the Club shall in its opinion render him unfit for Membership. Any Member who the Committee of Management intends to expel shall be given notice of the Committee's resolution in writing. If the Member shall within seven days of the service of such notice request in writing a hearing before the Committee of Management, he shall be entitled to appear at a meeting of the Committee. A Member shall not be expelled unless at least a majority of the Committee Members present at the meeting at which he appears shall vote in favour of his expulsion. If a Member shall not request a hearing before the Committee of Management, he shall be deemed to be expelled at the expiration of seven days from the date of service of the notice informing him of the Committee's intention. A Member who is expelled shall not be entitled to the return of his Subscription or any part thereof. Any Member aggrieved by the decision of the Committee of Management may refer the matter to arbitration as provided by Rule 22.

10.(4) Withdrawal from Club Premises.

The Secretary, President, Vice President or Chairman shall have the power to order the withdrawal from the Club premises of any Member who misconducts himself and such Member shall have no right of re-entry to the Club premises until summoned to meet the Committee of Management.

CHANGE OF RESIDENCE

- 11.** Every Member shall give written notice to the Secretary of any change of permanent address.

MEETINGS

- 12.(1)** The Annual General Meeting shall be held not later than 30th April every year.
- 12.(2)** A Special General Meeting shall be held whenever the Committee of Management think expedient, and whenever twelve Members so request in writing, signed by them and delivered to the Secretary.

- 12.(3)** At least fourteen days notice of any General Meeting, stating the business to be transacted at such meeting, shall be posted on the Club Notice Board.
- 12.(4)** All General Meetings shall be held at the Registered Office unless the Committee of Management (either general or in a particular case) otherwise decide.
- 12.(5)** At all General Meetings, the President, or if he shall not be present, the Vice President, or if he shall not be present, the Chairman, shall preside. Fifteen Members shall form a quorum.
- 12.(6)** Every Member present shall have one vote, except the Presiding Member who shall have a casting vote only.

OFFICERS

- 13.(1)** The Club shall have the following Officers who shall form the Committee of Management: - Three Trustees, a President, a Vice President, a Chairman, a Treasurer, a Secretary and a minimum of five Committeemen.
- 13.(2)** All the Officers shall be over twenty one years of age. A Member shall not be nominated for office if he is six weeks in arrears with his Subscriptions. The same person shall not be Secretary, or Treasurer and a Trustee of the Club.
- 13.(3)** The Trustees, The President and the Vice President shall be elected to hold office during the pleasure of the Club by a majority of Members present at an Annual or Special General Meeting at which they are entitled to vote. The Treasurer, the Secretary and all other Officers shall be elected for a term of three years by a majority of Members present at an Annual or Special General Meeting at which they are entitled to vote. A retiring Officer shall be eligible for re-election. At their first meeting following each Annual General Meeting, the Committee of Management shall elect from their number a Chairman, who shall hold office until the close of the next Annual General Meeting. A retiring Chairman shall be eligible for re-election.

All Officers making up the Committee of Management as defined in Rule 13.(1) shall be elected to serve the appropriate terms of office by a majority of Members present at an Annual or Special General Meeting at which they are entitled to vote.
- 13.(4)** Any Officer may be removed by resolution of a Special General Meeting which may proceed to fill the vacancy.
- 13.(5)** In case any Officer (other than a Trustee) shall die, resign, be removed or become unfit or incapable to act, the Committee may at any time appoint a person to fill the vacancy until the next Annual General Meeting, unless the vacancy is previously filled at a Special General Meeting.
- 13.(6)** In the event of any Trustee dying, resigning or being removed from office, another shall be appointed by a resolution of a majority of the Members present and entitled to vote at the Annual General Meeting or at a Special General Meeting. Every resolution appointing a Trustee shall be entered on the minutes of the meeting at which he is appointed.
- 13.(7)** A copy of such resolution, signed by such Trustee, shall be forwarded within fourteen days, by the Secretary, to the Registrar in the form prescribed by the Treasury Regulations.
- 13.(8)** At their first meeting following each Annual General Meeting, the Committee of Management shall elect a Sub-Committee to be called the Finance Committee. It shall

consist of three Committeemen and any other Officers who may be elected for the purpose. It shall be the duty of the Finance Committee to take a record of the stock of goods held on the first convenient day of each month unless an Agent has been duly appointed by the Committee of Management for that purpose, to check all demands for payment with the Order Book, Delivery Notes and Invoices, and report to the Committee of Management Whether such stock vouches the correctness of the returns made by the Steward and whether the Demands are in order and correct.

The Finance Committee shall also see that vouchers are produced by the Secretary for all payments made by him and shall report at each meeting of the Committee of Management whether the Secretary's Cash Book has been duly made up and that the amount there shown as standing to the credit of the Club appears also in the Treasurer's Book or Books and in the Club's Bank Pass Book. These Books, duly made up to date, shall be laid on the table at each meeting of the Committee of Management. All cheques drawn on the Club's account shall be signed by the Secretary and either the Chairman or Treasurer. Two Signatures are required. All cheques drawn on the Club's account shall be signed by two signatures from: the Secretary, the Treasurer, the Chairman. Internet/sole access may be authorised by the Committee subject to suitable and proper safeguards being in place at all times.

13.(9) The Steward and other servants of the Club shall be appointed and be subject to dismissal by the Committee of Management.

13.(10) Every Officer or Servant having the receipt or charge of money shall, before taking upon himself the execution of his office or service, give security to the Trustees through a Guarantee Society or by a Bond in Pursuance of the Act, in such sum as the Committee may direct, being not less than a sum sufficient to cover the maximum amount of cash which the Officer or Servant is likely at any time to hold.

TRUSTEES

14.(1) All Deeds, Documents of Title and Securities for money shall be held by the Trustees, who shall take such measures for the safe custody and preservation thereof at the expense of the Club as they may think fit, and they shall be responsible for the safe custody of all such Deeds, Documents and Securities as are placed in their hands or under their control, and shall produce them for inspection by the Auditors when required by them, and whenever else required by a Resolution of a General Meeting, or of the Committee.

14.(2) The Trustees shall be the persons to sue and be sued on behalf of the Club.

14.(3) If any Trustee, being removed from his office, refuse or neglect to assign or transfer any property of the Club as General Meeting may direct, such Trustee shall (if he be a Member) be expelled, and cease to have any claim on the Club without prejudice to any liability to prosecution.

TREASURER

15. The Treasurer shall pay all the monies received by the Club from any source whatever 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 of Management shall direct. He shall keep such accounts as the Committee of Management shall direct. He shall produce all Books, Documents, Property and Money of the Club in his possession and render

a Full and Clear Account at each Audit, and whenever required by a Resolution of the Club or the Committee of Management, or by the Trustees. He shall also give up all Books, Documents, Moneys and Property of the Club in his possession when required to do so by a Resolution of the Club, or of the Committee of Management, or by the Trustees. For his services, he shall receive such sum as the Committee of Management shall determine.

SECRETARY

- 16.** The Secretary shall attend all meetings of the Club and of the Management Committee; he shall record correctly the names of the Officers there present, and the Minutes of the Proceedings, which he shall transcribe into a Book to be authenticated by the signature of the Chairman as the proceedings of the meeting, he shall receive Proposals for Admission to the Club; he shall forthwith hand over all Moneys received by him to the Treasurer (other than Moneys drawn from the Bank as an Imprest Account). He shall produce all Books, Documents, Property and Money of the Club in his possession and render a Full and Clear Account at each Audit and whenever required by Resolution of the Club or of the Committee of Management or by the Trustees. He shall pay over all Moneys, and give up all Books, Documents and Property belonging to the Club when ordered to do so by a Resolution thereof or of the Committee of Management or by the Trustees.

He shall Summon and give Due Notice of all Meetings of the Club and of the Committee of Management and keep the Accounts, Documents and Papers of the Club in such manner and for such purposes as the Committee of Management may appoint, and shall prepare all Returns and other Documents required by the Act or the Treasury Regulations and duly forward them to the Registrar.

The Secretary shall on all occasions, in the execution of his office, act under the Superintendence, Control and Direction of the Committee of Management. For his services, he shall receive such sum as the Committee of Management shall determine.

COMMITTEE OF MANAGEMENT

- 17.(1)** The entirely elected Committee, shall be responsible for the purchase of alcohol by the Club and it's supply to Members on behalf of the Club. The Committee shall meet on such days and hours as may be agreed from time to time. The Chairman, or if he not be present, an Acting Chairman elected by the Officers present, shall preside. Any Five shall form a Quorum, and shall have Full Power to Superintend and Conduct the Business of the Club according to the Rules thereof, and shall in all things Act For and In the Name of the Club. Every question shall be decided by a Majority of Votes, and if the votes are equal, the Chairman or in his absence, the Acting Chairman, shall have a Casting Vote in addition to his vote as a Member. Any three of the Committee may call a Special Meeting thereof, by giving Seven Clear Days' Notice in Writing to the Secretary, but at such Special Meeting, No Other Business Than That Specified in the Notice shall be taken into consideration.
- 17.(2)** The Committee shall have the power to make such By-Laws as it may consider necessary for the Good Government and Order of the Club, provided that no such By-Law shall conflict with any of the Rules. A copy of all such By-Laws shall be posted in a Conspicuous Place within the Club House.

ACCOUNTS

- 18.(1)** The Committee shall cause Proper Accounts of the Club to be kept by the Secretary in accordance with the requirements of the relevant section(s) of the Friendly Societies Act, 1974.
- 18.(2)** It shall be the duty of the Committee to keep a Copy of the Last Annual Balance Sheet and of the Report of the Auditor on the Balance Sheet always hung up in a conspicuous place at the Registered Office of the Club.

INSPECTION OF BOOKS

- 19.** The Committee of Management shall cause the Books to be available for the Inspection of any Member or Person having an Interest in the Funds of the Club at all reasonable hours, at the Registered Office or at any place where the Books are kept, and it shall be the Duty of the Secretary to produce them accordingly.

AUDIT

- 20.(1)** An Audit, where necessary in law or where the Membership require, will be carried out by a Registered Auditor or two or more Lay Auditors where the condition for appointing Lay Auditors prevail.
- 20.(2)** Save as provided in paragraph (3) of this Rule every appointment of an Auditor shall be made by Resolution of a General Meeting of the Club.
- 20.(3)** The Committee may appoint an Auditor to fill any casual vacancy occurring between General Meetings of the Club
- 20.(4)** An Auditor appointed to Audit the Accounts and Balance Sheet of the Club for the Preceding Year of Account (whether by a General Meeting or by the Committee) shall re-appointed as Auditor of the Club for the Current Year of Account (whether or not any Resolution expressly re-appointing him has been passed) unless:
- (a)** A Resolution has been passed at a General Meeting of the Club appointing somebody instead of him or providing expressly that he shall not be re-appointed or
 - (b)** He has given to the Club Notice in Writing of his un-willingness to be re-appointed or
 - (c)** He is ineligible for Appointment as Auditor of the Club for the Current Year of Account or
 - (d)** He has Ceased to Act as Auditor of the Club by reason of Incapacity

Providing that a Retiring Auditor shall not be automatically re-appointed by virtue of this Rule if Notice of an Intended Resolution to Appoint Another Person in his place has been given in accordance with Paragraph (6) of this Rule and the Resolution cannot be proceeded with because of the Death, Incapacity or Ineligibility of that Other Person.

- 20.(5)** A Resolution at a General Meeting of the Club
- (a)** Appointing Another Person as Auditor in place of a Retiring Auditor or
 - (b)** providing expressly that a Retiring Auditor shall not be re-appointed shall not be effective unless Notice of the Intention to move it has been given to the Club not less than twenty-eight days before the Meeting at which it is moved. On receipt by the Club of Notice of the

Intention to move any such Resolution, the Club shall Give Notice of the Resolution to the Members in accordance with Section 34 of the Friendly Societies Act 1974. The Club shall also give notice to the Retiring Auditor In Accordance with Section 356 of the Friendly Societies Act 1974 and shall give Notice to the Members in accordance with that Section of any Representations Made or Intended to be Made by the Retiring Auditor.

20.(6) None of the following persons shall be appointed as Auditor of the Club

(a) An Officer or Servant of the Club.

(b) A person who is a partner of or in the employment of or who employs an Officer or Servant of the Club.

20.(7) The Auditor shall in accordance with Section 38 of the Friendly Societies Act 1974 make a Report to the Club and 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.

20.(8) The Auditor shall have the right of access at all times to the Books, Deeds and Accounts of the Club and to all other documents relating to its affairs, and shall be entitled to require from the Officers of the Club such information and explanations as he thinks necessary for the performance of the duties of the Auditors.

ANNUAL RETURN

21.(1) Every Year before the 1st June, the Secretary of the Club shall send the Registrar an Annual Return relating to its affairs for the period required to be included in the Return.

The Return shall be made up for the period beginning with the Date of Registration of the Club or with the 1st January of the year preceding the year in which the Return is required to be sent whichever is the later and ending with the 31st December then last inclusively. The Return must be made in the Form prescribed by the Chief Registrar and contain such particulars as may from time to time be required by the Form. A copy of the Report of the Auditor on the Accounts and Balance Sheet contained in the Return must be sent with the Annual Return.

21.(2) The Secretary shall supply gratuitously to every Member or Person interested in the Funds of the Club on his application, either a Copy of the Last Annual Return or a Balance Sheet or Other Document duly Audited, containing the same particulars relating to the affairs of the Club as are contained in the Annual Return together with a copy of the Report of the Auditor on the Annual Return or his Report on the Balance Sheet or Other Document supplied in lieu of the Annual Return.

DISPUTES

22.(1) If any Dispute shall arise between a Member or Person claiming through a Member or Under the Rules, or any Person Aggrieved who has ceased to be a Member, or any Person claiming through such Person Aggrieved, and the Club, or any Officer of the Club, It Shall Be Decided By Reference To Arbitration.

22.(2) Five Arbitrators shall be elected at a General Meeting, none of them being directly or indirectly interested in the Funds of the Club, and any Vacancy or Vacancies shall be filled at a General Meeting. The Complaining Party to a Dispute, or Someone Appointed by him, Shall

Draw Three Names Out Of Five By Lot in the usual way and the three Arbitrators whose Names are First Drawn shall Decide The Dispute.

- 22.(3)** In this Rule the expression “Dispute” includes any Dispute arising on the question whether a Member or Person Aggrieved is entitled to be or continue to be a Member or to be re-instated as a Member but, save as aforesaid, in the case of a Person who has ceased to be a Member, does not include any Dispute on a Question between him and the Club or an Officer thereof, which arose whilst he was a Member or arises out of his previous relation as a Member of the Club.
- 22.(4)** Any dispute arising out of, or not covered by, these rules, shall be referred to the Committee, whose decision shall be final.

APPLICATIONS TO THE REGISTRAR

- 23.** One-Fifth of the Total Number of Members, or if the Number of Members is 1000 or more, then such Number of Members as is Prescribed by the Act, by an Application in Writing to the Chief Registrar, signed by them in the Forms respectively provided by the Treasury Regulations in that behalf, may apply:
- (a)** For the Appointment of One or More Inspectors to Examine Into and Report on the Affairs of the Club.
- (b)** For the Calling of a Special Meeting of the Club.
- (c)** For an Investigation into the Affairs of the Club with a view to the Dissolution thereof where the Funds are insufficient to meet the existing claims thereon.

VOLUNTARY DISSOLUTION

- 24.** 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 prescribed by the Treasury Regulations. On Dissolution of the Club, any surplus assets over liabilities shall be divided rateably amongst the persons who are Members of the Club and the Date of the Instrument of Dissolution.

NOTICES

- 25.** All Summonses and Notices shall be deemed to have been duly served if delivered at or sent by ordinary post addressed to the last known address of the Member or Person for whom they are intended.

COPIES OF RULES

- 26.** The Secretary shall be supplied by the committee of Management with copies of these Rules and shall deliver to every Person on Demand a copy

AMENDMENT OF RULES

- 27.(1)** No new Rule shall be made, nor shall any of the Rules herein contained or hereafter to be made, be amended or rescinded unless with the consent of the Majority of those Members

present at a General Meeting of which Notice has been given specifying the intention to propose such New Rule or Amendment.

27.(2) No New Rule or Amendment of Rule is Valid until Registered.

HOURS OF OPENING AND CLOSING AND PERMITTED HOURS

28.(1) The Club shall be Opened and Closed at such Hours as may from time to time be Fixed by the Committee and Posted in the Club Premises.

28.(2) The Committee shall have the power to Fix Permitted Hours for the supply of Intoxicants in the Club and from time to time Alter the Hours so Fixed within the Limits Permitted by the Licensing Justices for the District under the Licensing Act 1964.

INTERPRETATION

29. In these Rules, unless the contrary intention appears:

- (a)** Words in the Singular shall include the Plural and words in the Plural shall include the Singular.
- (b)** Words in the Masculine shall include the Feminine.
- (c)** "The Act" means the Friendly Societies Acts 1896 to 1986 and any Acts amending or substituted for them and for the time being in force.

GODALMING NAVAL CLUB

Signed By:

SECRETARY

(Richard Fulleylove)

TREASURER

(Jane Williams)

KEN MOFFAT

(Chairman)

GRAHAME BROWNE

(Vice President)

DATE: 19th AUGUST 2015