

RULES OF THE SIDCUP AND FOOTSCRAY UNITED SERVICES CLUB LIMITED

Registered No 9099 R

1. Name and Objects

The Society (hereinafter called the "Club") shall be named the SIDCUP AND FOOTSCRAY UNITED SERVICES CLUB LIMITED and its objects are to carry on the business of Club Proprietors by providing for the use of members the means of social intercourse, mutual helpfulness, mental and moral improvement, rational recreation and the other advantages of a Club; also to further advantage that comradeship which sprang up whilst serving their country.

2. Office

The Registered Office shall be at The Club House, 108 Main Road, Sidcup Kent. In the event of any change in the situation of the Registered Office, notice of such change shall be sent within 14 days thereafter by the Secretary to the Financial Services Authority in manner and form provided by the Treasury regulations in that behalf.

3. Seal of the Club

The Club shall have its name engraved in legible characters upon a Seal. The Seal shall be in the custody of the Secretary or such other Officer as the Committee appoint, and shall be used only under the authority of a resolution of the Committee; the date thereof shall be mentioned on the instrument to which the Seal is attached, and shall be attested by at least two officials and countersigned by the Secretary.

4. Use of Name

The registered name of the Club shall be kept painted or affixed on the outside of every office or place in which the business of the Club is carried on, in a conspicuous position in letters easily legible and shall be engraved in legible characters on its Seal, and shall be mentioned in legible characters on all business letters, notices, advertisements and other official publications of the Club, in all bill of exchange, promissory notes, endorsements, cheques and order for money or goods purporting to be signed by or on behalf of the Club and on all bills, invoices receipts and letters of credit of the Club.

5. Power

The Club shall have full power to do all things necessary or expedient for the accomplishment of all objects specified in its rules, including the power to purchase, hold, sell, mortgage, rent, lease or sub-lease, pull down, repair, alter, or otherwise deal with any building thereon.

6. Interpretation

In these Rules and unless the context otherwise requires words importing one gender include the other gender and words importing the singular include the plural and vice versa.

7. Admission of Members

SHARES

Shares shall not be withdrawable and shall be of the value of 10p which shall be paid at the time application is made of Ordinary Membership or Temporary Membership and returned in case the application is refused. No member shall hold more than one share and no interest of dividend shall be paid on it. Shares will not be transferable.

A Member shall forfeit the share value 10p on ceasing from whatsoever cause to be a Member. Members holding a share of the value of 5p at the date of registration of this complete amendment of the rules shall forfeit such share to the fund of the Club and be credited with a share of the value of 10p, which shall be charged against the balance of unappropriated profits.

8. Qualification for Membership

The following shall be eligible for membership:

- (1) All ex-service personnel;
- (2) All non ex-service personnel aged 18 years or over.

Unless otherwise stated all Members mentioned in this Rule shall be referred to as Ordinary Members.

Every applicant for ordinary Membership or temporary Membership must sign an application form for one share of the value of 10p and must sign such (if any) declaration of his concurrence with and adherence to the purposes of the Club as shall be required by the Committee, and details of the applicant shall be posted up in the Club for at least two days prior to his name being submitted to the Committee for his election.

Membership Limits. Membership shall be limited to 1200 or such other number that shall be determined from time to time by an Annual General Meeting.

9. Life, Temporary and Honorary Membership and visiting Guests

LIFE MEMBERS

- (1) Any Ordinary Member may at any time after payment of this share subscription and first annual subscription compound by one payment all his future subscriptions and shall thereon become a Life Member and be entitled to all the privileges of membership for Rules 14 and 27 hereof. The Compounding Fee shall be such sum (if any) as the Committee may in their discretion determine having regard to the age and financial standing of the member concerned, meritorious service to the Club, and/or colour service in the case of ex-service Members.

TEMPORARY MEMBERS

- (2) Subject as hereinafter provided, the Committee shall have power to elect Temporary Members for any period, not exceeding three months in any one year. The method of nomination and election shall be the same as for Ordinary Members as provided in Rule 8.

Temporary Members shall take up a share as provided in Rule 7 and shall pay a subscription of £1 for each month or part of a month of the period of temporary membership, or a proportionate amount of the subscription payable by Ordinary Members whichever is the greater.

Provided that the total number of Temporary Members at any one time shall not be allowed to exceed 5% of the total of Ordinary and Life Members. Members shall be entitled to all the privileges of the Club except that they shall not be qualified to be officers or members of the Committee. Neither shall they be entitled to vote (Rule 25(3)) nor to claim any share of the property of the Club on its dissolution.

HONORARY MEMBERS

- (3) The Committee may invite as Honorary Members such persons as may have distinguished themselves by meritorious service in the interests of the Club and/or community in general or of ex-service personnel in particular.

VISITING MEMBERS

- (4) Subject to the provisions of the Licensing Acts and amending Acts or any other Statute or conditions thereunder in their case made and provided the Committee may in their discretion permit the admission of members of another Club upon such terms and condition as they think fit.

Provided that Visiting Members shall be subject to the same Rules and Byelaws as other Members but shall not attend any General Meetings of the Club nor introduce guests, nor shall they be qualified to be officers or members of the Committee.

GUEST OF MEMBERS

- (5)(a) Members may introduce and entertain guests at the Club, and there shall be kept at the Club premises a Guest Book which both the Member and the Guest shall sign at the time of the introduction of the guest.

A payment of 10p or such other sum as shall from time to time be determined by the Committee, shall be made in respect of each guest introduced.

- (5)(b) No Member may introduce more than two guests in any one day without the approval of an Officer of the Club, and no person may be allowed into the Club as a Guest on more than three days in the same month. No person whose Membership has at any time been rejected shall be admitted as a Guest.

The Committee may suspend any Member who is in breach of this Rule.

- (5)(c) Any Member introducing a Guest under this Rule must accompany him or her while he or she is on the Club premises, and shall be responsible for his Guests behaviour whilst the Guest is in the Club premises.

The Member shall be responsible for ensuring that all his Guests compile with the Club Rules and the Bye-Laws whilst on the Club premises.

10. Amount of Subscription and Joining Fee

- (a) The annual subscription for an Ordinary Member shall be such sum (exclusive of VAT) that may be from time to time determined by the Membership at a General Meeting and shall become due as soon as such Member is accepted by the Committee and subsequently on the first day of January each year.
- (b) Every applicant for Ordinary Membership shall pay a joining fee of such sum (exclusive of VAT) as may from time to time be determined by the Membership at a General Meeting, to be paid in addition to the annual subscription and share subscription of 10p as soon as the applicant is accepted by the Committee.
- (c) Any Member who is over the age of 65 years and is in receipt of a national retirement pension may, after having been a member for a period of seven years or more, pay a reduced annual subscription of one – half of the annual subscription for Members as may be determined by the membership at a General Meeting.

11. Arrears of Subscription

Any member who has not paid his subscription 28 days after it has become due shall be considered as in arrear, and shall cease to be a Member and his name shall be

erased from the List of Members and he shall not be entitled to claim any share of the property of the Club on its dissolution.

No member in arrear shall be permitted to use the Club or take part in its affairs and, if the Committee shall so direct, that Secretary shall post in the Registered Office a list of the name of Members in arrear.

He shall also post in the Registered Office a list of persons who cease to be members. The Committee on receiving information in writing addressed to the Secretary that any Member has been unable to pay his subscription owing to want of work or other good cause, may at its discretion direct his name to be omitted from such lists, in which case Member shall not forfeit the privileges of Membership.

12. Register of Members

The Club shall keep at its Registered Office a register of Members in which the Secretary shall enter the following particulars:-

- (a) The name and address of Members;
- (b) A statement of the number of share held by each Member and of the amount paid or agreed to be considered as paid on the share of each Member;
- (c) A statement of other property in the Club, whether in loans, deposits, or otherwise, held by each Member
- (d) The date at which each person was entered in the register as a Member, and the date at which any person ceased to be a Member.
- (e) The names and addresses of the Officers of the Club with the offices held by them respectively, and the dates on which they assumed office;

Any Member changing his address shall notify the Club of such change within 28 days.

The Club shall also keep at its Registered Office a duplicate register of Members in which the Secretary shall enter all the particulars in the original Register of Membership other than those mentioned in paragraphs (b) and (c) hereof.

13. Cessation of Membership

Members shall cease to be Members:-

- (a) By non-payment of subscription; any Member whose membership has ceased from this cause shall not again be nominated for membership unless he previously pays all arrears due from him at the time of his ceasing to be a Member and applies for a new share in accordance with Rule 8;
- (b) By expulsion;

- (c) By resignation; but any Member wishing to resign must send written notice to the Secretary and the notice must be accompanied by the subscription due up to the date of its taking effect; or
- (d) By death

14. Committee may Expel from Membership

The Committee shall have power to reprimand, suspend for a period not exceeding six (6) months, or expel any Member who shall infringe any Rule, who conduct whether within or without the Club House shall, in their opinion render him unfit for Membership; but no Member shall be suspended or expelled without first being summoned before the Committee to explain his conduct and opportunity given to advance a defence, nor unless a majority of two-thirds of the Committee then present shall vote for this suspension or expulsion.

Every Member so summoned shall receive at least seven (7) clear days notice in writing from the Secretary; such notice shall contain a statement of the charge brought against him.

A suspended Member shall remain liable to pay his subscription.

A suspended Member shall not be permitted to serve on the Committee or hold any Office in the Club until after the expiration of a period of three (3) years from the conclusion of his meeting

THE DECISION OF THE COMMITTEE IS FINAL

15. GENERAL MEETINGS

- (1) A General Meeting of the Members shall be held in April of each year, on the date to be fixed by the Committee, of which at least fourteen (14) days notice with an agenda of business to be conducted at such a meeting shall be posted in the club; the business of each General Meeting shall be receive a Statement of the Accounts and Balance Sheet and the report of the Auditors for the previous twelve months; and such other business as may be submitted by the Committee, or by any Member who shall have given notice in writing of the Motion he proposes to make, at least nine (9) days before the date of such meetings and a Report by the Committee for the year, shall be presented.

SPECIAL GENERAL MEETINGS: HOW TO BE CALLED

- (2) A Special General Meeting shall be called by the Secretary in the following cases:-
 - (a) Upon the direction of the Committee, and in accordance with such directions

- (b) On a requisition signed by either thirty or one-seventh, whichever is the less, of the Life and Ordinary Members, stating the special object thereof. Such meetings shall be held within not less than fourteen (14) days and not more than twenty one (21) days from the date of receipt by the Secretary of the requisition.
- (c) As mentioned in Rule 17, section (3)

NOTICE TO BE GIVEN

- (3) Notice of any Special General Meeting, and of the objects for which it is called shall be posted by the Secretary in the Club House for at least ten (10) days prior to the date of the meeting, except in the case of a Special General Meeting called by the Secretary under Rule 17 Section 3. Should the Secretary not convene a Special General Meeting in the manner required hereby for seven (7) clear days after a duly signed requisition has been delivered to him, any of the requisitionists may call such a Meeting giving such notice as is provided by this Rule.

BUSINESS

- (4) No other business than that named in the Notice shall be brought before a Special General Meeting.

QUORUM

- (5) A General Meeting may proceed to business if forty (40) Members are present within an hour after the time fixed for the meeting otherwise the meeting if a Special General Meeting, convened on the requisition of the Members, shall be dissolved; but if an Ordinary Meeting or a Special General Meeting convened by order of the Committee, it shall stand adjourned to the week following at the same time, and the Meeting so adjourned may proceed to business whatever be the number of members present. No meeting shall become incompetent to transact business from the want of a quorum arising after the chair has been taken.

ADJOURNMENT

- (6) Any General Meeting, duly constituted, may adjourn to such time as the Members present direct, and may continue any such adjournment from time to time. No business shall be brought on at any adjourned Meeting which could not have been transacted at the original meeting.

RESCINDING RESOLUTION

- (7) No resolution passed by a General Meeting or a Committee Meeting shall be rescinded unless notice has been given at a previous General or Committee Meeting, as the case may be.

(8) Every Ordinary Member present shall have one (1) vote on each motion.

16. Rules

(1) The Secretary shall be supplied by the Committee with the copies of the rules and shall be bound to deliver a copy of any authorised person, on demand on such payment (no exceeding 10p) as the Committee may from time to time determine.

AMENDMENT

(2) These Rules may be amended only at an Annual General Meeting or a Special General Meeting called for that purpose, but a notice of any proposed amendment shall be posted in the Club for at least seven (7) days previous to the Meeting to which the amendment is to be submitted, and any amendment shall require a majority of at least two-thirds of the Members present at such a Meeting. No amendment of the rules is valid until registered.

BYE-LAWS

(3) The Committee shall have power to make such bye-laws as it may consider necessary for the good government and Order of the Club, including the admission of Visiting Members and Guests provided that no such bye-laws shall conflict with any of the Rules. A copy of all such bye-laws shall conflict with any of the Rules. A copy of all such bye-laws shall be posted in a conspicuous place within the Club House.

17. Committee

(1) The Committee shall consist of the President, Vice-President, Chairman of the Committee, Deputy Secretary, Treasurer, Deputy Treasurer, Membership Secretary and five (5) Committeemen, all of whom shall be above 21 years of age provided that are Life Members or Ordinary Members of the Club.

The Committee shall control the management of the Club and shall have the exclusive power to appoint and remove and fix the remuneration of the secretary and Deputy Secretary, and to engage or dismiss and fix the remuneration of any paid servant. It shall have the power to purchase such articles and do all such things as it may deem necessary for the carrying out of the objects of the Club.

It shall have due regard to any resolution or recommendations of any General or Special Meeting. But nothing in these Rules shall enable the Committee to declare any dividends or make any monetary grants to the Members or to apply the Club funds except for the purposes specified in Rule 21.

The Committee shall not enter into any agreement binding the Club to purchase excisables from any person or persons, or in any way to part with its absolute control and that of the Club Members over the supply of the Licensing Act 1964 and amending Acts.

It shall meet at least once per month for general business and the Chairman of the committee (or in his absence a Chairman elected by the Committee for the purposes of that meeting only) shall preside, and shall have a casting vote, in addition to his vote as a Member, and not less than one-third of the total number of the Committee shall form a quorum.

No resolution of the Committee shall be rescinded, unless notice has been given at the previous Meeting of the Committee.

RETIREMENT, VACATION OR CESSATION OF MEMBERSHIP

- (2)(i) Any Member not attending for three (3) consecutive Committee Meetings shall unless he send an explanation which the Committee consider satisfactory, cease to be a member of the Committee.

Any Member who shall cease to be a Life or Ordinary Member, or whose name should properly appear in the list mentioned in Rule 11, of persons who have ceased to be Members or who is suspended under Rule 14, or who shall cease membership of the Club, by any reason shall vacate his seat.

- (2)(ii) The President and Vice-President shall be elected annually at the Annual General Meeting or at any other Special General Meeting convened for that purpose and the President and Vice-President may seek re-election to their respective Offices for a further period of one (1) year provided that neither shall serve for more than two (2) consecutive years in the Office of President or Vice-President respectively.

All Committee Members shall hold their Office until the fourth (4) annual Meeting following their election.

A casual vacancy occurring in the Committee during its year of Office may, at its discretion, be filled by the Committee co-opting an Ordinary or Life Member willing so to serve for the remainder of the year of Office such co-opted Member shall retire with the senior Committee Members at the Annual General Meeting but otherwise be eligible for election to the new Committee.

REMOVAL OF COMMITTEE

- (3) The Committee, or any Members or Members thereof, may be removed by a majority of two-thirds of the Members present and entitled to vote at a Special General

Meeting called for that purpose. In the event of the removal or resignation of the whole or the majority of the Committee, the Secretary (or in the event of him being one of the number to be removed or resigning, a Chairman elected by the Special General Meeting) shall obtain propositions, appoint scrutineers and hold a ballot, the result of which shall be forthwith declared. The times and notices required by Rule 15 for Special General Meetings shall not apply to this case, but three (3) days shall be allowed for propositions.

FINANCE AND SUB – COMMITTEES

- (4) The Committee shall at the first Meeting following each election, select a sub-committee to be called the Bar and Finance Committee. It shall consist of five (5) persons exclusive of the President, Vice-President, secretary or Deputy Secretary, Treasurer and Deputy Treasurer (who shall attend this Committee and take part in the proceedings).

It shall be the duty of the Bar and Finance Committee to take a record of the stock of goods held by the Club on the first convenient day of each month, either by themselves or by an agent duly appointed for that purpose; check all demands for payment with the order book of the Club, and with the delivery notes and invoices; and to report to the whole Committee whether such stock vouches the correctness of the returns made to the Club by the Steward, and whether the demands are in order and correct.

It shall see that all vouchers are produced by the Secretary for all payments made by him or by order of the Committee; and it shall especially be the duty of the Bar and Finance Committee to report to the next meeting of the Committee whether the Secretary's cash book has been duly made up each week and that the amount there shown standing to the credit of the Club appears also in the Treasurer's book or books and in the passbook of the bank with which the current drawing account of the Club is kept in the name of the Club. Subject as hereinafter provided all cheques drawn on the Club's account shall be signed by the Treasurer together with the President or Secretary or Deputy Treasurer. The proceedings of the Bar and Finance Committee shall be recorded by the Secretary in a minute book kept for that purpose,

The Committee may appoint other sub-committees as the occasion requires. Such Sub-Committees shall be responsible to the Committee and all moneys voted for the use of or received by the Sub-Committee shall be dealt with in accordance with Rule 18(4).

ORDERS

- (5) The Committee, or any Officers authorised by them, shall have the power to give orders for such goods to be supplied and work to be done as may be necessary for

carrying out the purposes of the Club; but nothing in this Rule shall empower the Committee to incur expenditure except as is consistent with the purposes for which the Club is established. No Officer or Member of the Committee of the Club shall by virtue of his appointment have power to order goods or work to be done or dispose of the funds of the Club.

18. Officers

- (1) The Officers of the Club shall consist of a President, Vice-President, Chairman of the Committee, Secretary, Deputy Secretary, Treasurer, Deputy Treasurer and Membership Secretary.

The President, Vice-President, Chairman of the Committee, Treasurer, Deputy Treasurer and Membership Secretary shall have been Life Members or Ordinary Members for not less than two (2) years at the date of nomination for election (Rule 25(1)), and shall be elected by ballot at the Annual General Meeting convened as provided in Rule 15(1).

The Chairman of the Committee shall be elected for a term of four (4) years.

In the event of a vacancy arising amongst the Officers by death resignation, or any other cause, the Committee shall have the power to elect a Member to fill the vacancy until the next General Meeting. Any Officer shall vacate his Office if suspended from membership under Rule 14, or on ceasing membership from any other cause.

The Officers of the Committee shall receive such Honorarium (if any) as the Committee or a General Meeting of the Members may from time to time determine, and every Officer or servant dealing with the monies of the Club shall enter into a Bond with a recognised guarantee society for the due performance of his duties in such sum as the Committee or a General Meeting of the Members may determine

CHAIRMAN

- (2) The Chairman shall take the chair at all Meetings of the Club or of any Committee held under these Rules, and at Committee Meetings only shall have a casting vote in addition to his vote as a Member, in the event of equality of voting as provided in Rule 17(1).

TREASURER

- (3) The Treasurer shall be responsible for the paying into the bank all moneys received by the Club from all sources, without any deduction for any purpose whatsoever, to the credit of an account opened in the name of the Club at such bank and in such manners as the Committee may direct, and further, shall keep such accounts and pay such

debts of the Club as the Committee shall direct and shall when required to do so, render to the Committee or a General Meeting an account of any moneys received and expended by him.

The Deputy Treasurer shall be responsible for familiarising himself with the Treasurer's duties and shall afford him such assistance as may be from time to time requested or directed by the Committee. In the event of the office of Treasurer becoming vacant through death, resignation or other cause, the Committee shall have power to appoint the Deputy Treasurer to the Treasurer's office as provided in section (1) of this Rule.

THE SECRETARY : GENERAL DUTIES

- (4) The Secretary shall, in the event of intoxicants being consumed in the Club House, keep upon the Club premises a list of the names and addresses of the Members of the Club and a subscription book or books in which shall be recorded the payments of such Members.

He shall carry out the directions of the Committee, and, subject to such direction, shall receive moneys on account of the Club, and pay the same to the Treasurer, and keep such accounts as the Committee may direct.

He shall attend all meetings, take minutes of the proceedings, prepare balance sheets and submit the same to the Auditor.

ANNUAL RETURN TO FINANCIAL SERVICES AUTHORITY

- (5) The Secretary shall send to the Registrar once in every year not later than 31st March, an annual return relating to the Club's affairs for the period required by the Financial Services Authority to be included in the return, together with a copy of the report of the Auditor on the Club's accounts for the period included in the return and a copy of each balance sheet made during the period and of any report of the Auditor on that balance sheet.

The annual return shall be made up for the period beginning with the date to which the Club's last annual return was made up, and ending with the date of the last balance sheet published by the Club before 31st March in the following year, or if the date of that balance sheet is earlier than 31st August or later than 31st January, with 31st December. The annual return must be made in the form prescribed by the Financial Services Authority, and contain such particulars as may from time to time be required by the return.

COPIES TO MEMBERS

- (6) A copy of the last annual return, together with a copy of the report of the Auditor on the accounts and balance sheet contained in the return shall be supplied gratuitously on demand to every Member or person interested in the funds of the Club.

BALANCE SHEET

- (7) A copy of the accounts or accounts and balance sheets, covering the period included in an annual return, as audited, and the report of the Auditor on the balance sheet and accounts, shall be posted in the registered office and shall be kept always hung up in a conspicuous place at the said office.

LICENSING ACT 1964 AND AMENDING ACTS

- (8) The President and Secretary shall ensure that the provision of the Licensing Acts shall be strictly complied with and they shall jointly and severally be responsible for the supplying to the Clerk to the Justices, the Police Authority, the Fire Authority and to H.M. Customs and Excise all such returns and information and notification of amendments to the Rules as may be required under the Licensing Acts and shall ensure that proper application is made in time for registration thereunder or a certificate of registration or renewal or variation as the case may be from time to time on behalf of the Club.

INSPECTION OF BOOKS BY MEMBERS

- (9) It shall be the right of any Member or person having an interest in the funds, to inspect at the Registered Office, or wherever they are kept, the minute books, books of account, and books containing the names of the Members of the Club, including all the particulars mentioned in the duplicate register of Members, upon fourteen (14) days written notice to the Secretary, and it shall be the duty of the Secretary to produce the same for inspection accordingly, but no person, unless an Officer of the Club or specially authorised by a resolution thereof, can inspect the loan or deposit account of any other Member without his written consent.

19. Borrowing Powers

The Club shall have power to borrow money for the purposes of the Club and to issue loan stock and to secure the repayment of any money borrowed by mortgaging or charging any of its property, provided that the amount of money borrowed for the time being remaining undischarged shall not exceed £150,000 and that the interest paid or to be paid in respect of any money borrowed (except money borrowed by way of bank overdraft or by way of mortgage of the Club's premises) shall not exceed five (5) per cent per annum, or one (1) per cent per annum above the Barclays Bank plc base lending rate, whichever is the greater.

20. Audit

- (1) The Club shall in each year of account appoint a qualified Auditor to audit its accounts and balance sheet for that year. For the purposes of this Rule "qualified Auditor" means a person who is a qualified Auditor under section 7 of the Friendly and Industrial Provident Societies Act 1968 and amending Acts.
- (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.
- (3) The Committee may appoint an Auditor to fill any casual vacancy occurring between General Meetings of the Club.
- (4) An Auditor appointed to audit the accounts and balance sheet of the Club the preceding year of account (whether by a General Meeting or by the Committee) shall be 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 unwillingness 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.

Provided that a retiring Auditor shall not automatically be re-appointed by virtue of this Rule if notice of an intended resolution to appoint another person his place has been given in accordance with paragraph (4) of this Rule and the resolution cannot be proceeded with because the death, incapacity or ineligibility of that other person.

- (5) A resolution at a General Meeting of the Club
 - (i) appointing another person as Auditor in place of a retiring Auditor, or
 - (ii) 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 28 days before the meeting at which it is moved.

On receipt by the Club of the intention to move any such resolution, the Club shall give notice of the resolution to the Members and to the retiring Auditor in accordance with section 6 of the Friendly and Industrial Societies Act 1968 and amending Acts, 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.

- (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;
 - (c) a body corporate.
- (7) The Auditor shall in accordance with section 9 of the Friendly and Industrial Societies Act 1968 and amending Acts, make a report to the Club on 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.
- (8) The Auditor shall have a 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.

21. Application of Profits

The value of the furniture and fixtures of the Club shall be depreciated at an annual rate of not less than ten (10) per cent and subject to this the profits shall be applied as follows :-

- (a) In the interests generally of all Members at the discretion of the majority of the Members present and voting at a General Meeting
- (b) Any other lawful purpose authorised at an Annual or Special Meeting provided always that except by the dissolution of the club, or in the necessary purposes of the Club's maintenance or as interest on Loans, no profits or finds of the Club shall be distributed among the Members.

22. Investments

The Committee may invest the funds of the club in a manner expressly authorised by the Industrial and Provident Societies Act 1965 and amending Acts.

23. Statutory Application to the Financial Service Authority

- (1) Any ten (10) Members of the Club, each of whom has been a Member for not less than twelve (12) months immediately preceding the date of the application, may apply to the Financial Service Authority in the form prescribed by the treasury Regulations to appoint an actuary or accountant to inspect the books of the Club and to report

thereon, pursuant to section 47(1) of the Industrial and Provident societies Act 1965 and amending acts.

- (2) One-tenth of the whole of Member, or if the number of Members shall at any time exceed one thousand (1,000) then one hundred (100) Members may by an application in writing to the Chief Registrar, signed by them in the forms respectively prescribed by the Treasury Regulations:-
- (a) Apply for the appointment of an inspector or inspectors to examine the affairs of the Club and to report thereon; or
- (b) Apply for the calling of a Special Meeting of the Club.

24. Dissolution

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 provided by the Treasury Regulations in that behalf, or by winding up in a manner provided by the Industrial and Provident Societies Act and amending Acts.

25. Administrative Rules

CONDUCT OF ELECTIONS

NOMINATIONS

- (1)(a) The elections of Officers and Committee shall be by ballot.

At least fourteen (14) days before the day fixed for the Annual General Meeting, a nomination sheet shall be posted in the Registered Office by the Secretary, on which candidates for any Office must be entered, and such sheet shall remain open until 24 hours preceding the Annual General Meeting.

Any Life Member or Ordinary Member shall be eligible for nomination only after he shall have been a Life Member or Ordinary Member of at least two (2) years standing, and must be proposed and seconded by two (2) Life Members or Ordinary Members who must themselves sign the sheet.

- (b) No Member hold more than one Office.
- (c) All Members shall be eligible for Office on the Committee, provided they are not disqualified by sections (2) (3) and (4) of Rule 9.
- (d) The foregoing provisions in paragraph (a) of the Section shall not apply in the case of a Special General Meeting called in an emergency pursuant to Rule 17(3) hereof.

SCRUTINEERS

- (2) The ballot shall be carried out under the direction of the Committee by three (3) scrutineers appointed by the General Meeting, but who may not be candidates, members of the Committee, or Officers.

WHO MAY VOTE

- (3) Each Ordinary Member or Life Member of the Club shall have one (1) vote for each vacancy, but no Members may give more than one vote to any one candidate. Temporary Members, Visiting Members and Honorary Members shall not be entitled to vote.

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- (4) Should the ballot result in two or more candidates receiving an equal number of votes, the names of such candidates shall be written on slips of paper, which shall be placed so the names are concealed, and the President, or in his absence some person appointed by the scrutineers, shall draw as many slips as there are vacancies to be filled, and the names so drawn shall be declared duly elected.

SCRUTINY

- (5) Scrutineers shall, at the conclusion of the ballot, seal up the ballot papers and hand them to the Secretary, who shall retain them for seven (7) days, A scrutiny shall take place if a written demand be presented to the Secretary within seven days from the close of the ballot, signed by not less than one-tenth of the financial Members of the Club, and a scrutiny shall be carried out by three (3) fresh scrutineers, to be named by the Committee, and their decision shall be final.

26. Settlement of Disputes

All disputes between a Member or person aggrieved who has not for more than six (6) months ceased to be a Member and any person claiming through such Member or person aggrieved or under the Rules, and the Club or an official shall be referred for arbitration.

27. Misconduct of Members

No gaming, other than that permitted by law, drunkenness, bad language, or other misconduct shall be permitted on Club premises.

Any Member offending under this Rule shall be dealt with by the Committee under Rule 14.

Intoxicating liquor required for consumption off the premises shall be supplied to Members only whilst on the Club premises for their own use (Licensing Act 1964 section 39 and amending Acts).

Any Life, Ordinary, Temporary, Honorary or Visiting Member who contravenes, or attempts to contravene this section shall be excluded from Membership of the Club.

The Secretary and senior Officers of the Club shall have the power to order the withdrawal of any Member of whatever category offending under any of the heads specified in this Rule from the Club premises, and such Member shall not have the right of re-entry to the Club premises until summoned to meet the Committee as provided in Rule 14.

If the next ordinary meeting of the Committee be within less than three (3) days, such Member may claim to appear before them, and to have his case dealt with, waiving the length of notice required by the said Rule 14.

28. Nominations and Proceedings on Death or Bankruptcy

Upon a claim being made by the personal representatives of a deceased Member or the trustee in bankruptcy of a bankrupt Member to any property in the Club belonging to the deceased or bankrupt Member the Club shall transfer or pay such property, to which the personal representative or trustee in bankruptcy has become entitled as the personal representative or trustee in bankruptcy may direct them.

A Member may in accordance with the Industrial and Provident Societies Act 1965 and amending Acts nominate any person or person to whom (subject to the provisions of the Act as to amount and the persons who, a valid nomination may be made) any of this property in the Club at the time of his death, shall be transferred. On receiving satisfactory proof of death of a Member who has made a nomination the Club shall and if and to the extent that the nomination is valid under the said Act transfer or pay in accordance with the Act the full value of the property comprised in the nomination to the person entitled thereunder.

29. Opening and Closing Law

The club shall be opened and closed at such hours may from time to time be fixed by the Committee and as posted in the Club.

30. Permitted Hours

The permitted hours shall be such as may from time to time be fixed by the Committee in accordance with the provisions of the Licensing Act 1964 and amending Acts and as notified to the Magistrates Clerk. Provided that if an order is made under section 60 sub-section (3) or (4) of the said Act, the provisions of section 62 sub-section (2) shall apply.

INDUSTRIAL AND PROVIDENT SOCIETIES ACT 1965

Acknowledgement of registration of Amendment of Rules

Register No 9099 R.

The amendment of the Rules of the Sidcup and Fools Cray United Services club Limited to which this acknowledgement is attached, is this day registered under the Industrial and Provident societies Act 1965.

Financial Services Authority
25 The North Colonnade
Canary Wharf
London E14 5HS

SEAL

Dated 8th April 2003

Copy kept

Signatures of the Three Members and Secretary for Registration

1) W.S.Smith

2) K.Preece

3) J.Bishop

4) T.D. Aris Secretary