

# **CONSTITUTION OF THE OXFORD SENIOR TENNIS CLUB**

## **NAME AND OBJECTS**

1. The Club is called the Oxford Senior Tennis Club. The Club's objects are the support, development, improvement and promotion of real tennis in the City and County of Oxford; and the income and property of the Club shall be applied solely to those objects.

## **COMPLIANCE**

2. (a) The Club shall be administered in accordance with the regulations set out in this Constitution as amended from time to time at a General Meeting of the Club by a majority of the Members attending such a Meeting.

(b) The Club shall effect and maintain registration with the Tennis and Rackets Association (T&RA); and make every effort to comply with all safety procedures which the T&RA prescribes, or recommends as good practice.

(c) The Club shall observe the Code of Conduct on Safety Matters as may be adopted from time to time by the Committee, ensure compliance with the Code by the members of the Club, and follow an appropriate procedure for risk assessment. Both the Code of Conduct and the procedure for risk assessment must be acceptable to the Area Safety Officer (Sport) ("the Safety Officer").

## **MEMBERSHIP**

3. The members of the Club shall be those who apply for and are admitted to and maintained in membership by the Committee, and who have paid the relevant Club subscription.

4. The Committee may remove a person from membership for good cause. The person concerned may appeal against such removal to the Chairman for the time being of the Oxford University Tennis Foundation.

## **MEETINGS OF THE MEMBERS**

5. There shall be an Annual General Meeting for all the members of the Club in January, convened by the Secretary on not less than fourteen days' notice.

6. The Annual General Meeting will:

(a) receive the annual report of the Committee for the previous year and the annual accounts of the Club for the previous year, the report and accounts having been approved by the Committee;

(b) receive a report from the Committee on the Club's compliance with paragraph 2 above;

(c) elect the Officer Holders (with the exception of the Secretary) and not more than ~~four~~six (4)6 additional members of the Committee; the Committee's nominations for the Officers shall be contained in the notice of the Meeting: any alternative nominations must be seconded and have the consent of the nominee, and must be received in writing by the Secretary not less than seven days before the date of the Meeting; (amendment passed by Annual Meeting held on 15 January 2013)

(d) consider any other motions of which due notice in accordance with paragraph 7 has been given, and any other relevant business.

7. An Extraordinary General Meeting may be called at any time; by the Chairman, the Secretary or the Treasurer on not less than seven days' notice; or on a written requisition by seven or more members, stating the reason for which the meeting is to be called, and delivered to the Secretary not less than fourteen days before the date of the Meeting.

8. Prior to all General Meetings notice of the agenda shall be displayed on the club notice board with the notice of the Meeting.

9. The quorum for a General Meeting shall be seven members present in person or by proxy, of whom three must be members of the Committee. When any financial business is to be transacted there must be present the Treasurer, or a member of the Committee deputed by the Treasurer to represent his or her views to the Meeting (provided that where it is a case of a deputy, the only financial business transacted shall be that which was set out in the agenda accompanying the notice of the Meeting).

## **THE SECRETARY**

10. The Secretary shall be a member of the University First or Second Men's Teams and shall be elected by the members of the University First and Second Men's Teams after the Annual Blues Match with Cambridge and before the beginning of Trinity Full Term in each year; and for the avoidance of doubt the University First or Second Men's Teams are the teams which play Cambridge University in the annual Blues Match with Cambridge and the Second Teams which play Cambridge University Second Teams at the annual match between Oxford University Second Teams and Cambridge University Second Teams.

## **THE COMMITTEE**

11. The affairs of the Club shall be administered by a Committee, which shall determine the subscriptions payable by the members of the Club, and have ultimate responsibility for the activities and conduct of the affairs of the Club. The Committee shall have control of the funds and property of the Club, and of its administration.

12. The quorum for a Committee meeting shall be four members present in person. When any financial business is to be transacted, there must be present either the Treasurer or a member of the Committee deputed by the Treasurer to represent his or her views to the meeting.

13. The Committee shall be made up of the Chairman, the Secretary, the Treasurer (together, the “Office Holders”; and their offices are referred to as “the Offices”) and not more than six (6) additional members, the Committee having power to co-opt up to two (2) members in addition to those elected at the Annual General Meeting of the Club.

14. The Chairman shall have the right to preside at all meetings of the members of the Club and at all meetings of the Committee. Should the Chairman be absent, or decline to take the chair, the Committee shall elect another member of the Committee to chair the meeting.

15. The Secretary shall:

(a) maintain a register of the members of the Club,;

(b) give notice of meetings of the members and the Committee;

(c) draw up the agendas for and minutes of those meetings;

(d) take responsibility for the operation and updating of a suitable club web-page displaying (at a minimum) current club contacts, the constitution, and the Code of Conduct on Safety Matters and procedure for risk assessment approved from time to time by the Safety Officer under paragraph 2(c) above;

(e) provide the Insurance Section with full details of any insurance cover purchased from or through a national governing body pursuant to paragraph 2(b) above; and

16. The Treasurer shall:

(a) keep proper records of the Club’s financial transactions in accordance with current accepted accounting rules and practices;

(b) develop and implement control procedures to minimise the risk of financial exposure, such procedures to be reviewed regularly with the University’s Internal Audit Section (“Internal Audit”);

(c) ensure that bills are paid and cash is banked in accordance with the procedures developed under (b);

(d) prepare an annual budget for the Club and regularly inform the Committee of progress against that budget;

(e) ensure that all statutory returns are made including VAT, income tax and corporation tax if appropriate;

(f) develop and maintain a manual of written procedures for all aspects of the Treasurer's responsibility;

17. (a) Subject to paragraph 17 (b) below, the Office Holders and the members of the Committee shall be elected by the members of the Club annually, and shall be eligible for re-election. The members of the Club shall not appoint several individuals jointly to hold any of the Offices, nor allow any individual to hold more than one Office at a time.

(b) The Secretary (having been elected in accordance with paragraph 10) shall take up office at the beginning of Trinity Full Term and remain in office until the beginning of Trinity Full Term in the following year.

18. If during the period between the annual elections any vacancies occur either in respect of any of the Offices or amongst the members of Committee, the Committee shall have the power of filling the vacancy or vacancies up to the next Annual General Meeting by co-option.

19. Each Office Holder must, on relinquishing his or her appointment, promptly hand to his or her successor in Office (or to another member of the Club nominated by the Committee) all official documents and records belonging to the Club, together with (on request from the Committee) any other property of the Club which may be in his or her possession; and must complete any requirements to transfer authority relating to control of the Club's bank accounts, building society accounts, or other financial affairs.

20. Without derogating from its primary responsibility, the Committee may delegate its functions to finance and general purposes and other subcommittees which are made up exclusively of members of the Committee.

21. The Committee shall have power to make regulations and by-laws in order to implement the paragraphs of this Constitution, and to settle any disputed points not otherwise provided for in this Constitution. Any alteration to this Constitution shall require the approving vote of two-thirds of those present in person or by proxy at a General Meeting.

22. No member of the Committee shall be removed from office except by the approving votes of two-thirds of those present in person or by proxy at a General Meeting.

## **INDEMNITY**

23. So far as may be permitted by law, every member of the Committee and every officer of the Club shall be entitled to be indemnified by the Club against all costs, charges, losses, expenses and liabilities incurred by him or her in the execution or discharge of his or her duties or the exercise of his or her powers, or otherwise properly in relation to or in connection with his or her duties. This indemnity extends to any liability incurred by him or her in defending any proceedings, civil or criminal, which relate to anything done or omitted or alleged to have been done or omitted by

him or her as a member of the Committee or officer of the Club and in which judgement is given in his or her favour (or the proceedings are otherwise disposed of without any finding or admission of any material breach of duty on his or her part), or in which he or she is acquitted, or in connection with any application under any statute for relief from liability in respect of any such act or omission in which relief is granted to him or her by the Court.

24. So far as may be permitted by law, the Club may purchase and maintain for any member of the Committee or officer of the Club insurance cover against any liability which by virtue of any rule of law may attach to him or her in respect of any negligence, default, breach of duty or breach of trust of which he or she may be guilty in relation to the Club and against all costs, charges, losses and expenses and liabilities incurred by him or her and for which he or she is entitled to be indemnified by the Club by virtue of paragraph 23.

## **DISSOLUTION**

25. The Club may be dissolved at any time by the approving votes of two-thirds of those present in person or by proxy at a General Meeting.

26. In the event of the Club being dissolved, its assets shall not be distributed amongst the members, but shall be paid to the Oxford University Tennis Foundation or such other charitable body for the support of real tennis as the members shall decide.