

**SLTC MEMBERS CLUB
AMENDED RULES**

AS APPROVED BY THE EGM OF 12th FEBRUARY 2003

1. The name of the Club shall be the SLTC MEMBERS CLUB (“the Club”).
2. The Club shall be at 2a Norwood High Street, London SE27 0N.
3. The Club shall be a Members Club. It shall be non-profit making and neither its Officers, Trustees nor any member shall receive any remuneration or other monies from the Club funds. Any surplus over expenditure shall be placed in reserve for furtherance of the aims and objects of the Club. Provided that nothing herein contained shall prevent the payment to any Officer, Trustee or Member in good faith of:-
 - (a) reasonable and proper remuneration in return for any commercial or professional service actually rendered to the Club or
 - (b) interest at a reasonable and proper rate on money lent or
 - (c) reasonable rent for premises demised or let to the Club or
 - (d) the reimbursement of any money laid out on behalf of the Club.
4. The objects of the Club shall be:-
 - (a) To make grants to and support generally the charitable organisation known as the South London Theatre Centre Limited (“SLTC”).
 - (b) To provide and maintain suitable premises at which the members and their guests can meet socially and obtain refreshments including intoxicating liquor and tobacco.

The General Committee of the Club shall be provided with reasonable notice and adequate pertinent information regarding proposed grants and support given under clause 4(a) in order to determine how much of the Club’s funds to use for those purposes and how much to hold back as reserves of the Club.
5. The Club may do all such acts and things as are reasonably necessary to carry out the objects under clause 4 including the employment of staff and the acquisition and disposal of property by the Club.

MEMBERSHIP

6. Only contributor and non-contributory members of SLTC shall be qualified for membership of the Club.
7. Membership of the Club shall terminate automatically if the member ceases to be a contributory member of the SLTC.
8. The founder members of the Club shall be all those members of SLTC who at the time of the Club's foundation were members in good standing of that organisation.
9. Becoming a contributory or non-contributory member of SLTC confers automatic membership to the SLTC Members Club subject to the rules and bye-laws as laid down herein. Any breach of such rules or bye-laws may result in membership of the SLTC Members Club being suspended or terminated under clause 38 which does not affect membership of SLTC unless membership of SLTC is rescinded by the General Council of SLTC.

COMMITTEE AND OFFICERS

10. The affairs of the Club, in all matters not in these rules reserved for the Club in General Meeting, or the Trustees shall be managed by the General Committee of the Club
11. The General Committee shall consist of a Chairman, Deputy Chairman, Treasurer, Secretary, Social Administrator, Bar Manager and up to ten other members. Nominations for two members wishing to share an unassigned Committee position shall be allowed, such partners sharing one vote on the Committee. The Committee shall be elected annually at the AGM of the Club and shall go out of office in every year, but shall be eligible for re-election.
12. The General Committee may appoint one or more subcommittees for such purposes as required by the rules or as it may deem appropriate. All subcommittees shall regularly report their activities to the General Committee.
13. The General Committee may co-opt additional members and appoint such officers as are necessary to assist them in managing the affairs of the Club. Co-opted members and officers shall have no vote at Committee Meetings unless they have been co-opted to fill a vacancy created by the death or resignation of an elected member, or to fill a vacant position.
14. A quorum of the General Committee shall be not less than five of its voting membership.

TRUSTEES

15. There shall be three Trustees of the Club who shall be appointed by the Club in General Meeting from among the members who are willing to be appointed.

A Trustee shall hold office until:-

- (a) their membership of the Club ceases.
 - (b) their death.
 - (c) the receipt by the General Committee of their written resignation.
 - (d) The removal of the Trustee and appointment of a replacement Trustee by the Club in General Meeting, provided that at least TWENTY ONE days notice, in writing, shall be given to the membership that a General Meeting will consider the removal of a named Trustee.
16. All property of the Club, including land and investments, shall be held by the Trustees for the time being, in their own names so far as necessary and practicable, for the use and benefit of the Club. On a Trustee ceasing to hold office, the General Committee shall take steps to procure the appointment by the Club in General Meeting of a new Trustee in his or her place; and as soon as possible thereafter take all lawful and practicable steps to procure the vesting of all Club property into the names of the Trustees as constituted after the appointment.
17. The Trustees shall, upon reasonable notice, be given access to all papers, records and accounts of the Club, and shall collectively have the right to call an Extraordinary General Meeting of the Club, and shall have the right of attendance at any meeting of the General Committee, or any subcommittee thereof.
18. The Trustees shall in all respects act, in regard to property held by them, in accordance with the reasonable directions of the General Committee; and shall have power to sell, lease, mortgage or pledge any Club property for the purpose of raising or borrowing money for the benefit of the Club in accordance with the Committee's directions.
19. The Trustees must act unanimously.

INDEMNITY

20. The Trustees, Officers and members of the General Committee and any subcommittee shall be entitled to be indemnified by the members of the Club against any liability lawfully incurred by them on behalf of the Club.

FINANCES AND ACCOUNTS

21. The Treasurer shall keep such proper books of account as will enable him/her to present at every Annual General Meeting of the Club, or at any other time if required (on reasonable notice to him/her) by the General Committee, or the Trustees, an accurate report and statement concerning the finances of the Club, including a separate statement with regard to the purchase and supply of tobacco and intoxicating liquor, for the preceding year, or for the current year as the case may be, and shall present such report and statement accordingly.

INTOXICATING LIQUORS

22. The supply of intoxicating liquor in the Club's premises shall be permitted at the discretion of the Committee subject to the prevailing licensing laws at any given time.
23. No intoxicating liquor shall be supplied to members or to any other persons on the Club's premises other than by or on behalf of the Club.
24. The General Committee shall arrange the supply of intoxicating liquor by the Club to members on the Club premises, and shall secure the due observance of the provisions of licensing laws which are in force at that time, and all other acts relating thereto, and of any conditions attached to any licence held by or on behalf of the Club for the supply of intoxicating liquor, or to any registration certificate granted in respect of the Club's premises.
25. No person shall be paid at the expense of the Club any commission or percentage or similar payment on or with reference to purchases of intoxicating liquor by the Club; nor shall any person directly or indirectly derive any pecuniary benefit for the supply of intoxicating liquor by or on behalf of the Club to members or guests, apart from any benefit accruing to the Club as a whole.

GENERAL MEETING

26. An Annual General Meeting of the Club shall be held every year, and there shall be no more than fifteen months between one Annual General Meeting and the next.
27. A General Meeting of the Club may be summoned at any time by the General Committee, and shall be so summoned immediately upon any thirty members or one fifth of the total membership, whichever is the fewer, delivering a written request to the General Committee.
28. An Annual General Meeting or a General Meeting at which it is proposed to present a resolution, to adopt or make, alter or revoke the rules of the Club shall be called by at least TWENTY ONE days notice, in writing. For other General Meetings, at least FOURTEEN days notice, in writing, shall be given.

29. (a) The accidental omission to give notice, in writing, of a meeting to, or the non-receipt of a notice by any member entitled to receive notice, shall not invalidate the proceedings of the meeting.
- (b) The quorum at any meeting of the Club shall be 30 or one fifth of the total membership, whichever is the fewer, of the members present in person or by proxy.
30. (a) At any General Meeting of the Club, the Chairman shall be the Chairman of the General Committee. Every member of the Club shall be entitled to one vote upon every question raised. The decisions of the majority voting at any meeting in person or by proxy shall be binding on all members. In the case of equality of voting, the Chairman of the meeting shall have a second or casting vote. The Secretary shall take the minutes of the proceedings at all meetings of the Club.
- (b) If any member is unable to attend any General Meeting he/she may vote by proxy by submitting an appropriate signed proxy form to the General Committee prior to the meeting.
31. An Auditor or Auditors shall be appointed at the Annual General Meeting to hold office from the conclusion of that meeting until the conclusion of the next meeting.

VISITORS

32. A member may introduce and entertain no more than two guests at the Club at any one time, and these names shall be kept at the Club premises in a Visitors Book which both the member and his/her guest will sign. Guests may not remain on the premises after the departure of their host who shall be completely responsible for their good conduct.
33. No person whose membership of the Club has been terminated or suspended under Rule 38 or whose application for membership has at any time been rejected, shall be introduced as a guest.
34. To further the objects of the Club, members of the Press and other Publicity media invited to attend the SLTC to carry out their professional duties may use the facilities of the Club and be supplied with intoxicating liquor, as may guests attending previously notified function, subject to the approval of the Committee.
35. Any guest who is signed in more than four times in any one month should be encouraged to become a member of the Club.

BYE-LAWS

36. The General Committee may from time to time make, vary and revoke the bye-laws (not inconsistent with these rules) for the regulation of the internal affairs of the Club and the conduct of members, and the bye-laws for the time being in force shall be binding on all members. These bye-laws shall form an appendix to these rules and shall remain in force unless varied or revoked by the General Committee or specifically varied or revoked at an AGM or EGM

CONDUCT OF MEMBERS

37. No betting shall be allowed in the Club. No lottery shall be promoted by any member or officer on behalf of or in any way connected with the Club or with any entertainment or event held by or in connection with the Club without the previous written authority of the General Committee. Gaming shall be permitted in the Club if it does not contravene any of the provisions of any statute for the time being in force.
38. The General Committee may suspend or terminate the membership of any member who has committed a breach of the rules or bye-laws of the Club or whose conduct, whether on the Club premises or elsewhere, is or has been, in the opinion of the Committee, contrary to the interests of the Club or injurious to its reputation, and shall not be obliged to give reasons for doing so.
39. All children under the age of 16 must be accompanied by an adult member who will be responsible for their good conduct.

NOTICES

40. Each member shall keep the Secretary informed at the Secretary's office on the Club premises of that member's private address, or of some other address at which communications may be addressed to them; nevertheless, except in the case of the notice convening any General Meeting, it shall not be necessary to send any notice intended for members generally to any member by post or otherwise but such notice may be posted on the noticeboard or other prominent place on the Club premises.

ALTERATION OF RULES

41. These rules may be revoked, added to or varied by a majority comprising two thirds or more of the members present and entitled to vote at a General Meeting of the Club of which notice has been duly given specifying the resolution intended to effect the revocation, addition or alteration. The General Meeting may make textual amendments to such resolution, so long as they fall within the general scope of the resolution.

EXCLUSION OF LIABILITY

42. Neither the Club, nor any of its officers shall be liable to any member or guest of a member for any loss or damage to any property occurring from whatever cause in or about the Club premises, nor for any injury sustained by any member or guest whilst on or entering or leaving the Club premises; and a notice to this effect shall at all times be displayed in a prominent position on the Club premises.

DISSOLUTION

43. If the number of members of the Club shall at any time fall below twenty five or if at any time the Club shall pass in General Meeting by a majority comprising two thirds or more of the members present and entitled to vote, a resolution (in this rule called “the first resolution”) of its intention to dissolve, the General Committee, or failing them the Trustees, shall discharge all debts and liabilities of the Club, and ancillary expenses, and any balance remaining in their hands shall be disposed of by them as the Club in General Meeting shall resolve; and thereupon the Club shall for all purposes be dissolved. Provided that if the Club shall not, within six months after the date of the first resolution, resolve upon the disposition of any such balance, the same shall be applied for the charitable purpose of South London Theatre Centre Limited.
 44. A copy of the notice convening any General Meeting under Rule 43 shall be sent by the Secretary by post to every member at their address last notified to the Secretary not less than fourteen days before the date appointed for the meeting, but any accidental omission to send such copy or the non-receipt of it shall not invalidate any proceedings or resolution.
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