

Revised Penylan Constitution – Accepted in an AGM on 22/03/2022

1 NAME

- (a) The name of the club shall be the Penylan Bowling and Cardiff Bridge Club.

2 OBJECTS OF THE CLUB

- (a) The objects of the Club are to provide and maintain for the members:
- A bowling green.
 - Equipment for the playing of bridge.
 - A clubhouse.
 - Facilities to afford members the means of social intercourse and recreation.

3 HOURS OF OPENING

- (a) The normal opening hours shall be 0900hrs to 2300hrs.
(b) The Management Committee (herein called the PMC) shall determine the hours during which intoxicating liquors shall be supplied within the hours permitted by the law.

4 CLUB STRUCTURE

(a) Sections and Membership Groups

- (1) There shall be three sections whose members have voting rights:
- Men's bowling.
 - Ladies' bowling.
 - Bridge.

Members may belong to more than one section, subject to the approval of the PMC and on payment of the appropriate subscription.

Each section shall hold an Annual General Meeting (herein called the AGM) of the members of the section and shall elect its officers at that meeting.

Each section shall have its own rules, none of which shall supersede this constitution.

Nominations for the election of section officers and section PMC members shall be in accordance with the rules of the relevant section.

- (2) There shall be another group of members who also have voting rights.
- Social.

These members are not members of any section.

- (3) There shall be a further group of members who have no voting rights.
- Associates.

These members are not members of any section.

(4) All members with voting rights shall have a vested interest in the assets of the Club.

(b) Officers of the Club

- (1) The Officers of the Club shall be:
- The President
 - The Honorary General Secretary

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- The Honorary Treasurer
- The Estate Manager

Where practical, these Officers should represent a balance between Bowls and Bridge. These Officers shall all be elected by the members at the AGM.

(c) Management Committee (PMC)

- (1) The business of the Club shall be managed by the PMC.
- (2) The PMC shall consist of:
 - The President.
 - The Honorary General Secretary.
 - The Honorary General Treasurer.
 - The Estate Manager
 - One member nominated by the Men's Bowls section.
 - One member nominated by the Ladies' Bowls section.
 - Two members nominated by the Bridge section.
 - One member representing the Social and Associate Members.
(This person shall be nominated by the President).
- (3) A Vice-President shall be elected from within the PMC
- (4) The President shall be Chairman of the PMC and, in his absence, the Vice-President shall be Chairman. In the absence of both the President and the Vice-President from any meeting the PMC members shall elect a Chairman from amongst those present.
- (5) The PMC shall meet a minimum of four times a year, but with never more than 13 weeks between meetings. Extra PMC meetings will be called if there is business to transact. A quorum of the PMC shall be four. The Chairman shall have a casting vote.
- (6) Any vacancy occurring on the PMC, except within one month before the AGM, may be filled by invitation of the PMC.
- (7) The seat of any member of the PMC not attending three consecutive meetings may be declared vacant by the PMC, if they think fit.
- (8) The President, Honorary General Treasurer and the Honorary General Secretary shall be ex-officio members of any sub-committee.
- (9) All PMC members shall be indemnified against risk and expenses out of the Club property.

(d) Trustees

- (1) There shall be no more than four Trustees of the Club, one of whom shall be the Estate Manager, all of whom shall be members of the Club with voting rights.

5 APPOINTMENT OF TRUSTEES

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- a) No member shall be eligible to be nominated as a Trustee until he or she has been a member for five full years. The nomination of a Trustee or Trustees shall be by resolution of the majority of the members present and voting at a General Meeting.
- b) Where practical, the Trustees should represent a balance between Bowls and Bridge. Trustees shall hold office until death or resignation or until removed from office by a resolution of the PMC.
- c) The property and effects of the Club, other than cash and the current bank account, which shall be under the control of the Honorary General Treasurer, subject to rule 8, shall be vested in the Trustees for the use and benefit of the members, to be dealt with as the PMC may, require by resolution recorded in the minutes.
- d) The Trustees shall be indemnified against risk and expenses out of the Club property.
- e) For the purpose of giving effect to the nomination of a Trustee or Trustees by a General Meeting, the President for the time being is nominated as the person to appoint a new Trustee or Trustees within the meaning of the Trustees Act 1925 Section 36, and the President shall, by deed, appoint the person or persons so nominated by the members as the new Trustee or Trustees of the Club and the provisions of the Trustees Act 1925 shall apply to any such appointment.
- f) No alterations or additions to the Club premises shall be carried out or effected without the consent of the Trustees in writing, which is not to be unreasonably withheld or delayed.
- g) At any meeting of the Trustees, two shall form a quorum.

6 NOMINATIONS FOR AND ELECTION OF OFFICERS

- a) Nominations for the position of Officers of the Club shall be made to the Honorary General Secretary not earlier than twenty-one days and not later than twelve days, prior to the AGM. These must include the signatures of the proposer and seconder and the date.
- b) The names of the nominees shall be posted on the notice board in the Club pavilion and shall remain there for ten days prior to the AGM.
- c) Nominees, proposers and seconders shall be fully paid up members.
- d) The election of Officers of the Club shall be by ballot to be held at the AGM.
- e) Members may submit a postal vote for elections of those who have been proposed and seconded for Officers of the Club. These must be received by the Honorary General Secretary no later than the morning of the meeting.
- f) No member shall be eligible to serve on the PMC until he or she has been a member of the Club for two full years.

7 AUTHORITY IN CLUB MATTERS

- a) The sole executive authority for all Club matters shall be vested in the PMC.

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- (b) All committees, other than the PMC, are sub-committees and, as such, must recommend their decisions which affect Club finances or other areas of the Club to the PMC for satisfaction.
- (c) The PMC will refer to the Bowls committees and the Bridge committee, such matters as are specific to the representative sections, and the PMC will pay due regard to the recommendations of the respective sections in arriving at its decisions.

8 POWERS AND DUTIES OF THE MANAGEMENT COMMITTEE (PMC)

The PMC shall have the following powers:

- (a) Acquire furniture, fixtures and other effects for the club.
- (b) Hire and dismiss servants employed by the club.
- (c) Authorise the purchase such items as are required by the Club sections.
- (d) Authorise the purchase all consumable stores and commodities required for the club and determine the selling price thereof.
- (e) Close any of the rooms from time to time for special purposes as they think fit.
- (f) Co-opt no more than three ordinary members of the Club onto the PMC for a period not exceeding three months.
- (g) Appoint sub-committees from amongst its members to deal with matters referred to them by the PMC in such a manner as the PMC may direct.
- (h) Co-opt any ordinary member to any sub-committee.
- (i) Open bank accounts in the names of the Club into which all monies received by the Club shall be paid forthwith.
- (j) The Officers of the Club are the authorised signatories to all Club bank accounts. The Honorary General Treasurer will agree monitoring arrangements for all bank accounts and submit them to the PMC for authorisation.
- (k) If at any time the Club in General Meetings shall pass a resolution authorising the PMC to borrow money, the PMC shall be empowered to borrow for the purposes of the Club such amount of money either at one time or from time to time and at such rate of interest and in such form and manner and upon such security as shall be specified, and the Trustees shall upon advice of the PMC make all such dispositions of the Club property or any part of the Club property and enter into such agreements in relation to the Club property as the PMC may deem proper for giving security for loans and interest. All members of the Club, whether voting on such resolutions or not, and all persons becoming members of the Club after the passing of such resolution, shall be deemed to have assented to the resolution as if they had voted in favour of it.
- (l) The Honorary General Treasurer shall present a report on financial position of the Club to the PMC on a regular basis as determined by the PMC.

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9 MANAGEMENT OF THE BAR

- (a) The PMC will appoint one of its members to take responsibility for the management of the Bar and the club Steward.
- (b) This person shall be responsible for the purchase and supply of intoxicating liquors, tobacco and other consumable stores, and for advising the PMC of the selling price thereof.
- (c) An adequate system of stocktaking shall be maintained, and an account of receipts and purchases shall be kept.
- (d) A report and financial statement shall be presented at quarterly meetings of the PMC.

10 ADMISSION TO MEMBERSHIP

- (a) The PMC shall have full power to regulate the membership of the Club.
- (b) The PMC may delegate the admission of new members to the Section Committees. These Committees must ensure that all applicants for membership complete the agreed application form and must be proposed and seconded by full members. Once approved by the Section Committee the name of the proposed member must be displayed on the notice board for seven days. The Section Secretary will then write to the member confirming their membership and collect the subscription.
- (c) Any objections to the proposed member the matter must be referred to the PMC.
- (d) Should the member fail to pay the amount due within fourteen days from the date of the notice of election, the PMC may, if it thinks fit, declare the election void.
- (e) No candidate, who has been rejected, may be proposed again for 12 months, unless by sanction of the PMC, and no candidate, who has been twice rejected, shall be again eligible.
- (f) No candidate under 10 years of age shall be eligible for election.

11 SOCIAL AND ASSOCIATE MEMBERSHIP

- (a) **Social Membership.** The number of Social Members be limited to 45 and that these would be people who have shown a commitment to the Club over several years. These members will pay a reduced membership subscription, determined by the PMC.
- (b) **Associate Membership** These members will pay a reduced subscription, determined by the PMC.
- (c) **Transition Period.** Any current Bowls and Bridge section members paying the full subscription will, if they wish, be able to become Social members when they retire from playing. Other than this there will be no new Social members until the number falls below 45. Associate Members who have been members for 5 years will be able to apply to the member representing the Social and Associate Members for Social Membership when a vacancy arises.

12 FREE SOCIAL MEMBERSHIP

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- (a) The life partners of members shall be deemed Free Social Members and shall be entitled to all the privileges of the Club accorded to Social Members but shall not be entitled to attend Club Meetings or to vote on any matter. These members do not have a vested interest in the assets of the Club.
- (b) Free Social Membership, but without voting rights, will be granted to the life partners of deceased members. These members do not have a vested interest in the assets of the Club.

13 ANNUAL SUBSCRIPTIONS

- (a) The subscriptions shall be as decided at a General Meeting of the Club.
- (b) All subscriptions are due on the 1st March and shall be paid on or before the 1st April. Although the different sports are only playable during a certain period of the year, the subscriptions entitle all members to the full use of the Club facilities during the whole year.
- (c) In the event of any member failing to pay his or her annual subscription when due, he or she shall be declared no longer a member, but shall notwithstanding resume his or her membership upon payment of the annual subscription plus the fee existing at that time for Social membership and provided such payment is made by the 1st May.
- (d) No member shall be allowed to vote or act at any meeting of the Club held after the 1st April or to have the use of any of the facilities of the Club until his or her subscription had been paid.

14 LIFE MEMBERS

- (a) Members recommended by the PMC may be elected Life members by resolution of a majority of the members present and voting at a General Meeting. Such Life members shall be excused payment of Annual Subscriptions but shall conform in all other respects to Club Rules.

15 TEMPORARY MEMBERS

- (a) A member may introduce as a Temporary Member for a period not exceeding four weeks a member of a Bowls or Bridge section. The names of such Temporary members shall be entered into a book kept for the purpose. After an interval of two days, such Temporary Members shall be entitled to all the privileges of the Club, except that they shall not attend meetings, vote or introduce guests, or have a vested interest in the assets of the Club.
- (b) At the discretion of the Bowls and Bridge Committees, Temporary Members may be asked to pay Match Fees or Table money, as appropriate.
- (c) The PMC shall have the power to introduce as Temporary Members any members of Bowling or Bridge sections on tour or taking part in International, County or Club matches or any other game or competition which they deem fit.

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- (d) Subject to the approval of the PMC, there may be admitted to the registered premises of the Club, persons other than members and their guests and intoxicating liquor may be supplied to them on behalf of the Club for consumption on the premises and not elsewhere.

16 VISITORS

- (a) A member shall be entitled to introduce visitors to the Club in accordance with any regulation which may be made by the PMC from time to time. Members shall be answerable for the conduct of their guests whilst on the Club premises. Visitors must leave the Club premises when the member introducing them does so.
- (b) The PMC may, in their absolute discretion, suspend or withdraw the privilege at any time on posting a notice to this effect on the notice board in the Club pavilion.
- (c) No person, who has been rejected as a member or who has been suspended or expelled from membership of the Club shall be introduced as a visitor.
- (d) Visitors shall not be admitted to the Club premises later than half an hour before the normal closing hour of supply.
- (e) The names of all visitors to the bar shall be entered in the Visitor's Book by the member introducing such visitors.
- (f) No person shall be introduced as a visitor on more than two occasions in any one month. The President, or in his absence a member of the PMC, shall have the authority to vary the terms of this clause in special circumstances.
- (g) Visitors may be asked to pay Match Fees or Table money, as appropriate.

17 RESIGNATION OF MEMBERS

- (a) A member may resign from membership of the Club after paying the appropriate subscription up to date and giving notice of his intention to the Honorary General Secretary in writing without prejudicing any later application for re-admission to membership.

18 COMPLAINT AGAINST MEMBERS

- (a) A complaint against a member must be made in writing to the Honorary General Secretary.
- (b) Any member against whom a complaint is lodged, shall have the right to state his or her case in person before the Committee.
- (c) The PMC may if it thinks fit, suspend a member pending investigation of a complaint. Any member suspended under this Rule shall not be introduced as a visitor and shall forfeit all rights and privileges accorded to members.

19 EXPULSION OF MEMBERS

- (a) Failure to comply with these Rules, or any By-Laws or Regulations prescribed by the Committee, misconduct or otherwise acting inconsistent with the interests of the Club

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shall render a member liable for expulsion.

- (b) If the failure relates to the conduct of a member whilst playing Bowls or Bridge then it should be investigated by the Section Chairman and the member officially warned as to his/her conduct. If this misconduct persists and particularly if it occurs while the member is representing the Club then the matter shall be referred to the PMC.
- (c) Other misconduct leading to possible expulsion shall be referred to the Club President or other Officer of the Club within 24 hours of the incident.
- (d) The President and Honorary General Secretary shall receive a written report together with any witness statements concerning the incident(s). These will be sent to the member who will be asked to comment.
- (e) The President (or in his/her absence other Officer of the Club) shall convene a panel of PMC members representing all Sections to hear the case. The member will be invited to attend and may be accompanied by a friend. The Honorary General Secretary will be in attendance.
- (f) The Panel will meet within 14 days of the incident unless the time limit is extended to 28 days by mutual consent.
- (g) The member has a right to appeal to the full PMC against the decision of the Panel.
- (h) If there is police investigation any action by the club will be suspended until the outcome of the investigation and any court proceedings is known.
- (i) The PMC may if it thinks fit, suspend a member pending investigation of a complaint. Any member suspended under this Rule shall not be introduced as a Visitor and shall forfeit all rights and privileges accorded to members.
- (j) Any member expelled by the Club is permanently barred from the Club and may not be introduced as a visitor and shall forfeit all rights and privileges accorded to members.

20 COMPLAINTS AGAINST STAFF

- (a) No member of the Club or any member of its Committees shall personally reprimand a member of staff. All complaints must be made in writing to the Honorary General Secretary for consideration by the PMC.

21 ANNUAL GENERAL MEETING (AGM)

- (a) The AGM of the Club shall normally be held in the month of February. Twenty-one days' notice of the Meeting shall be given to each member, if necessary, by post, but the posting of such notice on the Notice Board in the Club Pavilion shall be sufficient notice to all members.
- (b) Any member may propose a motion to be discussed at the AGM provided that the written notice of the proposal, duly proposed and seconded, is delivered to the Honorary General Secretary no later than 12 days prior to the AGM.
- (c) The business of the Meeting shall be
 - (i) To elect a President, an Honorary General Secretary, and Honorary Management Secretary, an Honorary General Treasurer, an Estate Manager to

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serve on the PMC.

- (ii) To receive the Financial Report and Statement of Accounts for the past year which should be 'certified' by a Certified Accountant.
- (iii) To appoint a Certified Accountant, where possible.
- (iv) To transact any other business of which due notice has been given.

22 EXTRAORDINARY GENERAL MEETING

- (a) An Extraordinary General Meeting of the club shall be called when the PMC deems it expedient or at the written request of thirty members each of whom must sign the requisition.
- (b) The Notice of Meeting shall specify the business transacted and shall be exhibited on the notice board of the Club for a period of not less than fourteen days prior to the date of the meeting. The posting of such notice shall be deemed sufficient notice to all members. No business other than that specified in the Notice shall be transacted.
- (c) Members shall not introduce the same matter for a second or subsequent Extraordinary General Meeting until the expiry for a minimum of twelve months from the date of the previous meeting.

23 ALTERATION OF RULES

- (a) New Rules shall not be made nor existing Rules altered or rescinded other than at a General Meeting of the Club.
- (b) Notice of any proposed change in the Club Rules shall be posted on the Notice Board in the Club Pavilion for twelve days prior to the meeting at which the proposal is to be discussed.
- (c) A proposition under this Rule shall be carried only by a majority of no less than two-thirds of the members present and voting at the meeting.

24 ACCOUNTS OF THE CLUB

- (a) Accounts shall be made up as at the close of business on the 31st December each year and a Financial Statement shall be available on the notice board in the Club pavilion.

25 EXCISABLE ARTICLES AND GAMING MACHINES

- (a) The laws concerning the supply of excisable articles and gaming machines shall be strictly applied.

26 CHAIRMAN, QUORUM AND CASTING VOTE

- (a) At all general Meetings of the Club forty members shall form a quorum.
- (b) The Chairman of a General Meeting shall have a casting vote.

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- (c) In the absence of the President from a General meeting, the chair shall be taken by the Vice-President and in the absence of both, the members shall elect a chairman from the body of the meeting.

27 INTERPRETATION OF RULES

- (a) In the case of difficulty or doubt as to the meaning or application of any Rule, the PMC shall have the power to decide the issue and to settle all disputes relating to the affairs of the Club and the conduct of its members.

28 MEMBERSHIP RECORDS

- (a) Personal details will be kept as required by the current UK data privacy laws.

29 ADVERTISEMENT, NOTICE ETC.

- (a) No paper or placard or printed matter shall be placed in any part of the Club without the sanction of the Committee but the President, or in his absence a member of the PMC, may at his discretion authorise the exhibition of suitable notices.

30 USE OF CLUB ADDRESS

- (a) No member shall give the address of the Club in any advertisement or use the Club address for business purposes.

31 ACCESS TO RULES

- (a) Every member of the Club shall have access to these Rules and if requested may be provided with a copy.

32 DISSOLUTION OF THE CLUB

32.1 Any proposal to wind up or dissolve the Club can only be made by the Penylan Management Committee.

32.2 Once a proposal to wind up or dissolve the Club is made by the Penylan Management Committee, no further new members will be accepted until a decision is made in accordance with Clause 32.3 below.

32.3 Any decision by the members to wind up or dissolve the Club can only be made:

(a) At a general meeting of the members of the Club called in accordance with Clause 22 (Extraordinary General Meetings), of which not less than 14 days' notice has been given to those eligible to attend and vote:

(i) by a resolution passed by a 75% majority of those voting, or

(ii) by a resolution passed by decision taken without a vote and without any expression of dissent in response to the question put to the general meeting; or

(b) By a resolution agreed in writing by all members of the Club.

32.4 Subject to payment of the Club's debts the remaining assets of the Club shall be distributed equally amongst the Members of the Club who have Voting Rights on the day prior to a proposal to wind up or dissolve the club is accepted by the Penylan Management Committee.