

## THE RULES OF THE WIMBLEDON SOCIETY

(Approved at Board meeting 13 January 2022)

### 1. MEMBERSHIP AND SUBSCRIPTIONS

- (1) Membership shall be open to all who are interested in furthering the purposes of the Society. No members shall vote at any meetings of the Society if their subscription is in arrears at the time. The subscription of a member joining the Society in the three months preceding 1<sup>st</sup> January in any year shall cover membership for the Society's year commencing on 1<sup>st</sup> January following the date of joining the Society.
- (2) There shall be five classes of membership:
  - (i) Individual Membership
  - (ii) Family Membership whereby two persons (who in any General Meeting shall each have one vote) in the same family may become members for a reduced annual subscription.  
In this sub-paragraph the expression "family" includes a wife, husband, brother, sister, father, mother or child over 14 years of age.
  - (iii) Affiliate Membership, which shall be open to any organisation, whether incorporated or unincorporated, which supports the objects of the Society. Each Affiliate Member may nominate one person to exercise the Member's vote at General Meetings of the Society.
  - (iv) Honorary Membership, in respect of persons distinguished by their service to the local community and/or to the Society. The appointment of an Honorary Member shall be by resolution duly proposed to a meeting of the Board of trustees of which one clear week's notice shall have been given to every trustee and shall require a majority of three-quarters of the trustees attending and voting at such meeting. For the avoidance of doubt an Honorary Member shall not be required to pay a membership subscription but may vote at General Meetings of the Society.
  - (v) Life Membership, which may be available at the absolute discretion of the Board of trustees and on such terms as the Board shall from time to time think fit. A Life Member may vote at General Meetings of the Society.
- (3) Membership shall lapse in respect of any member whose annual subscription is not paid within three months after it falls due. The trustees shall have a discretion to refuse any application for membership and to request any member to resign but shall give such member a reason for the decision and the right to challenge such refusal or removal at an appeal conducted by a person or persons independent of the trustees
- (4) The trustees shall prescribe from time to time the rates of membership subscription which shall be paid by members or by any specified class of member.

### 2. OFFICERS

Nominations for the election of Officers, who shall always be trustees, shall be made at least fourteen days before the Annual General Meeting. Such nominations shall be supported by a seconder and the written consent of the nominee must first have been obtained. The elections of Officers shall be completed prior to the election of further trustees. Nominees for election as Officers or as other trustees shall declare at the Annual General Meeting at which their election is to be considered any financial or professional interest of theirs that might be of concern to the Society.

The Officers of the Society shall consist of: -

A Chairman  
A Deputy Chairman  
An Honorary Secretary or Secretaries  
An Honorary Treasurer

All shall relinquish their Office each year but shall be eligible for re-election at the Annual General Meeting. A Chairman shall not be eligible for re-election once he or she has served four full terms, unless there are exceptional circumstances, which members at the General Meeting shall agree. A President and Vice-Presidents (who shall not be Officers) may also be elected at a General Meeting of the Society for periods to be decided at such a Meeting. The

trustees shall have the power to fill casual vacancies occurring among the Officers of the Society.

### 3. THE BOARD

(i) The trustees (who are also the directors of the incorporated Society) shall be responsible for the management and administration of the Society. They shall meet together as a Board of Trustees as often as they determine, and at least four times each year, for this purpose and may describe such meetings by whatever title they wish. The trustees shall consist of the Officers and not less than seven and not more than 16 other members. The Board may invite anyone to attend its meetings in an advisory and non-voting capacity. The trustees shall normally (but not exclusively) be resident or work in the area of benefit.

(ii) The President and Vice-Presidents may attend any meeting of the trustees but shall not vote thereat.

(iii) Nominations for election as trustees shall be made in writing at least seven days before the Annual General Meeting. They must be supported by a seconder and the consent of the proposed nominee must first have been obtained. If the nominations exceed the number of vacancies, a ballot shall take place in such manner as shall be determined by the trustees.

(iv) At each Annual General Meeting one-third of the trustees or, if their number is not three or a multiple of three, the number nearest to one-third, must retire from office. If there is only one trustee he or she must retire. Outgoing trustees may be re-elected. The trustees to retire by rotation shall be those who have been longest in office since their last appointment. If any trustees became or were appointed trustees on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot. If a trustee is required to retire at an Annual General Meeting by provision of the Rules the retirement shall take effect upon the conclusion of the meeting.

(v) The Honorary Secretary shall give all trustees not less than 7 days' notice of each meeting.

(vi) The quorum shall comprise one-third of the trustees or the number nearest thereto.

### 4. FUNCTIONAL COMMITTEES

The trustees may constitute such functional committees from time to time as they shall consider to be necessary for such purposes and with such delegated authority as they shall determine. The Chairman and Secretary and members of such committees shall be appointed by the trustees and all actions and proceedings of each committee shall be reported to, and be confirmed by, the trustees as soon as may be.

### 5. MEETINGS

The Companies Act makes provision for the use of written resolutions (whereby written motions are circulated to those entitled to attend and vote at a meeting for those who so wish to approve the motion - a simple majority is normally required but for special resolutions the majority must be not less than 75%). For convenience, the Society normally uses voting by a show of hands at its general meetings but members may agree, by a majority, to vote by means of a written resolution.