

RULES OF THE MILLER CENTRE CLUB - NOVEMBER 2021.

1. NAME.

The Club shall be called The Miller Centre Club (hereinafter called "the Club").

2. PREMISES.

The premises of the Club shall be at the Miller Centre, 30 Godstone Road, Caterham, Surrey CR3 6RA.

3. OBJECTS.

The objects of the Club shall be:

- a. To promote or assist in the promotion of theatrical or other entertainments and recreational and leisure time activities at the Miller Centre.
- b. To provide opportunities and facilities for recreation, social welfare, social intercourse and refreshment for the benefit of its members.
- c. To provide a healthy and safe environment for staff, volunteers, members of the Club and visitors.
- d. To assist with the maintenance and management of the Miller Centre in furtherance of the above objects.

4. RULES OF THE CLUB.

- a. An up-to-date copy of the Rules of the Club shall be kept in a binder in the Box Office and shall be made available (during normal opening hours) for inspection by any member on request.
- b. It will be the responsibility of the Committee to keep such copy of the Rules up to date.
- c. A supply of the Rules of the Club, together with details of any amendments, shall be kept by the Secretary and copies shall be available to any member on request.

5. MEMBERSHIP.

There shall be the following classes of membership:

- a. Ordinary Membership for those who pay their subscriptions annually.
- b. Life Membership for those who have passed their 60 birthday and choose to pay a lump sum by way of subscription.
- c. Joint Membership for those who share the same address.
- d. Honorary Life Membership for those who have given outstanding service to the Club.

6. PRIVILEGES OF MEMBERSHIP

Members are entitled to:

- a. Book tickets for performances in the auditorium before they are offered to the general public.

- b. Enrol as members of any sub-group formed by Club Members and sanctioned by the Committee.
- c. Receive copies of the newsletter with joint members receiving one copy per household.
- d. Vote at the AGM and Special General Meetings and take part in the Club proceedings
- e. Any member who becomes heavily involved with the administration or Club activities may be nominated as a "Helper" This nomination must be accepted by the committee and the "Helpers" card over stamped with a 'H'. "Helpers" will be invited to the final full dress rehearsal of performances and other special occasions organised by the Club.

7. APPLICATIONS, RESIGNATIONS AND TERMINATIONS

- a. Admission.
Admission is available to people over 18. The committee will decide whether membership applications should be accepted or rejected and need not give reasons for Refusal. They may impose an upper limit on the number of members from time to time, having regard to the availability of resources and they must ensure that the majority of ordinary members at any time are aged 50 or over.
- b. Resignation.
Any member may resign their membership by giving notice in writing to the Secretary to that effect.
- c. Termination of Membership.
Any member may have their membership cancelled by the committee. Such cancellation with reasons shall be advised to the member by letter signed by the Chairman and Secretary and forwarded to the member's last known address by recorded delivery. Any person, ceasing to be a member of the Club, shall forfeit all rights to, and claims upon, the Club and its property and funds.
- d. Membership Cards.
Membership cards will be provided to members and production of such cards may be demanded from time to time as proof of membership, particularly when purchasing tickets, admission to events or when applying for a parking concession.

8. SUBSCRIPTIONS.

- a. Subscriptions for all categories of membership shall be set by the committee. Those paid annually will fall due on 1st August unless it is the first subscription of a newly elected member who joins the Club after 31st January. Such members will be deemed to be fully paid up until 31st July of the following year.
- b. Applicants whose memberships are rejected by the Committee shall have their subscriptions returned within ten days of the Committee's decision.
- c. Members who fail to pay their annual subscription within 28 days of a reminder being sent will automatically cease to be a member of the Club.

9. COMMITTEE.

- a. The affairs of the Club shall be managed by a Committee of 12 members consisting of Chairman, Treasurer, Secretary and members.
- b. The three officers shall be elected each year at the Annual General Meeting. The remaining members of the Committee will be elected to serve for 3 years , at the end of which period they shall retire but be eligible for re-election.
- c. The Committee may co-opt additional members at its discretion. They will serve until the following Annual General Meeting.

10. VACANCIES.

- a. Vacancies on the Committee shall be filled by members entitled to vote at the Annual General Meeting in accordance with provisions of Rule 24.
- b. Vacancies on the Committee shall be advised to members at least 30 days before the date of the Annual General Meeting. Proposals to fill the positions of officers of the Club or other specific areas of responsibility may be made by any member of the Club and must be notified to the Secretary at least seven days before the date of the Annual General Meeting. Such proposals must bear the signature of the proposer and seconder and must state in which capacity on the Committee the proposed person will serve. The proposal must include a signed statement from the nominee that they are prepared to serve on the Committee and carry out the duties of the office or responsibility for which they are proposed.
- c. If more than one nomination is received for anyone vacancy, voting shall be in writing on voting papers to be supplied by the secretary at the annual general meeting. Such papers shall list the candidates and the position on the Committee that they are prepared to fill. Two scrutineers shall be nominated at the Annual General Meeting from the members present. The scrutineers will be responsible for collecting the voting papers from members, counting the votes and announcing the result.

11. PREMISES AND ASSETS.

The premises and major assets of furniture and equipment belong to The Miller Centre Trust and are managed by the Trustees of that Trust. Any major changes are to be negotiated with that Trust.

12. COMMITTEE MEETINGS.

Meetings of the Committee shall be held at intervals of no more than two calendar months. Each meeting shall be under the control of the Chairman of the Club. If the Chairman is absent from any meeting the members present at the meeting shall appoint one of the Committee to act as Chairman for that meeting.

13. QUORUM AND VOTING.

Five members shall constitute a quorum for any meeting of the Committee. All decisions to be made by the Committee shall be taken by a majority vote of those attending, with the Chairman of the meeting having, if necessary, a casting vote.

14. ATTENDANCE AT COMMITTEE MEETINGS

If any member of the Committee shall, without prior agreement of the Committee, be absent from four consecutive Committee meetings, the Committee may request that member to resign from the Committee.

15. MINUTES.

Minutes of Committee meetings shall be recorded in either writing or typescript, signed by the Chairman at the next meeting subject to the agreement of the members present at that meeting. Such minutes are to be kept in a book, binder or database and shall be available to any Club member (during normal opening hours) for inspection on the Club's premises, subject to application being made to the Secretary beforehand.

16. REGULATIONS.

The Committee may from time to time make, repeal, and amend such regulations (consistent with these rules) as it shall think expedient for the management and wellbeing of the Club. All regulations made under this rule shall be binding upon all members of the Club until repealed by the Committee or set aside by a resolution of a General Meeting.

17. SUB-COMMITTEES.

The Committee may from time to time appoint, from amongst the members of the Club, such sub-committees as it may deem necessary or expedient and may depute or refer to them such powers and duties of the Committee as the Committee may determine. All sub-committees shall periodically report their proceedings to the Committee and shall conduct their business in accordance with the directions of the Committee. Two members shall constitute a quorum of any sub-committee.

18. SPECIAL INTEREST GROUPS.

The Committee may approve the formation of a group having a special interest, within the limitations of the Main Objects of the Club set out in Rule 3. Each special interest group shall be organised and controlled by a Member of the Club who shall be responsible to the Committee for the activities of that group. Special interest groups may appoint their own officers and committees to conduct their affairs subject to the power of the Committee to impose conditions on the conduct of such groups. All members of such groups must be Members of the Club. In certain cases, the committee may appoint a qualified person to run an activity, if no Club member is available to do so.

For Groups to have timeslots and space made available for their activities on Club premises, group leaders are required to maintain a list of names and membership numbers of the group members and to share this information with the Activities Coordinator at periodic intervals.

19. BAR MANAGER.

A Bar Manager will be charged with the management and purchase and sale by the Club of intoxicating liquor. The Bar Manager shall be an ordinary member of the Club Committee. The Bar Manager shall fix all prices for the sale of intoxicating liquor subject to the approval

of the Club Committee. The Bar Manager shall maintain such records of stock and finance as the Treasurer or Auditor may require

20. THE ANNUAL GENERAL MEETING.

The Annual General Meeting of the Club shall be held not more than 4 months after the end of the Financial Year as defined in Rule 27(a) upon a date and at a time to be fixed by the Committee for the following purposes:

- a. To receive from the Committee a report, balance sheet and statement of accounts for the preceding financial year.
- b. To fill the vacancies on the Committee and to appoint an Auditor for the ensuing year.
- c. To decide on any resolutions which may be duly submitted to the meeting as hereinafter provided.

21. NOTICE OF BUSINESS.

Any member desirous of moving any resolution at the Annual General Meeting shall give notice thereof in writing to the Secretary not less than three weeks before the date of such meeting.

22. SPECIAL GENERAL MEETING

The Committee may at any time for any special purpose call a Special General Meeting and shall do so forthwith upon the requisition in writing of any 20 members stating the purpose for which the meeting is required.

23. CONVENING GENERAL MEETINGS.

Fourteen days at least before the Annual General Meeting or any Special General Meeting, a notice of such meeting and of the business to be transacted thereat shall be posted in the Club premises and a copy thereof shall be sent to every member and no business other than that which notice has been given shall be brought forward for resolution at such meeting.

The report audited, balance sheet and statement of accounts shall be placed in the principal Club room fourteen days at least before the Annual General Meeting and copies shall be available at the Annual General Meeting and on request by any member.

24. PROCEEDINGS AT GENERAL MEETINGS.

At all General Meetings of the Club the Chairman or Vice Chairman or in their absence a member selected by the Committee, shall take the Chair. Every Ordinary or Life Member present shall be entitled to vote upon every motion and in the case of an equality of votes the Chairman shall have a second or casting vote. The Committee shall be empowered, if they think fit, to make regulations for enabling members unable to be present to vote by proxy or in writing.

25. QUORUM.

The quorum at all General Meetings shall be as follows:

For motions proposing any repeal, addition to or amendment of the rules or regulations, 30;
for all other business, 20.

26. AMENDMENTS.

No amendments, other than a motion for adjournment, shall be moved to any resolution proposed at an Annual or Special General Meeting unless written notice thereof shall have been sent to the Secretary not less than seven days previous to the meeting. Whenever such notice shall be given the same shall be forthwith posted in the Club Premises. The Secretary shall be responsible for recording minutes of business conducted at any Annual or Special General Meeting and copies of such minutes will be made available to members at the following Annual General Meeting and will be signed by the Chairman as a true record.

27. FINANCE.

a. Financial Year.

The Financial Year of the Club shall be from 1st August in one year to 31st July the following year.

b. Accounts.

The financial affairs of the Club shall be under the control of the Treasurer who shall report on them to the Committee as required.

c. Bank Signatures.

Five members of the Committee shall be signatories on all bank accounts opened in the Club's name. All operations on any bank account maintained in the Club's name shall require two signatories with the exception that only one signature shall be required on cheques up to £20.

d. Subsidiary Accounts

Special interest groups or sub-committees may with the consent of the Committee, maintain their own funds.

e. Audit.

The accounts of the Club shall as soon as possible after the end of the financial year be audited by a professional accountant, who shall be appointed at the Annual General Meeting and who shall not be a member of the Club. A vacancy occurring in the office of auditor during the Club year shall be filled by the Committee appointing another auditor until the next Annual General Meeting.

28. GAMES.

Regulations made by the Committee may lay down the conditions upon which any game may be played in the Club premises and may prohibit any games, the playing of which are unlawful or would in the opinion of the Committee be injurious to the interests of the Club.

29. VISITORS.

Every member shall be allowed to introduce visitors subject to such regulations as shall be made from time to time by the Committee. Every visitor shall be considered as a guest of a member introducing them and the member shall be responsible for the conduct of such visitors while they are on Club premises.

Club members responsible for children visiting the Club premises should refer to the Centre's Child Protection Policy.

30. MEMBERS NOT TO MAKE A PROFIT OUT OF CLUB.

No member shall, except for professional services rendered at the request of the Committee, on any pretence or in any manner receive any profit, salary or emoluments from the transactions of the Club.

31. PRIVATE BENEFIT NOT TO ACCRUE ON PURCHASE ETC. OF LIQUOR.

No person shall at any time be entitled to receive at the expense of the Club or any member thereof any commission, percentage or similar payment on or with reference to the purchase of intoxicating liquor by the Club: nor shall any person directly or indirectly derive any pecuniary benefit from the supply of intoxicating liquor by or on behalf of the Club to any member or guests apart from any benefit accruing to the Club as a whole and apart from any benefit which a person derives indirectly by reason of the supply giving rise to or contributing to a general gain from the carrying on of the Club.

32. CLUB SHALL NOT BE USED FOR BUSINESS.

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

33. EXCLUSION OF LIABILITY.

Neither the Club nor any officer or Committee member thereof shall be liable to any member or guest, for either injury sustained by any such person whilst on entering or leaving the Club's premises, or the building or grounds, in which the said premises are situated or the loss of or damage to any property belonging to such persons howsoever or wheresoever caused.

34. MEMBERS ADDRESS.

Every member of the Club shall from time to time communicate to the Secretary their address and all notices posted to such address shall be considered as having been duly given on the second day following the date of posting.

35. INTERPRETATION OF THE RULES.

In these rules, where the context so admits, the expression "member" includes all membership types. The Committee shall be the sole authority for the interpretation of these rules and the regulations made from time to time by the Committee. The decision of the Committee upon any matter affecting the Club and not provided for by these rules or by the regulations shall be final and binding on the members.

36. AMENDMENT OF RULES.

These rules may be added to, repealed or amended at any Annual General or Special General Meeting, provided that no such resolution shall be deemed to have been passed unless it is carried by a majority of at least two thirds of the members voting, provided a quorum of at least 30 members is present.

The secretary shall within 28 days of the making of any such alteration or addition to these rules give written notice of such alterations to the Chief Executive of the Local Authority in which the Club is situated.

37. DISSOLUTION.

If at any General Meeting a resolution for the dissolution of the Club shall be passed by a majority of the members present and at a Special General Meeting held not less than six weeks thereafter (of which not less than four weeks written notice shall have been given to each member) and at which not less than one half of all 'Helper' members shall be present, that resolution shall be confirmed by a resolution passed by a majority of two thirds of the members voting thereon. The Committee shall thereupon, or at such future date as shall be specified in such resolution, proceed to realise the property of the Club and, after discharge of all liabilities, any remaining assets in whatever form shall be donated to The Miller Centre Trust.