THE ELMBRIDGE MODEL CLUB

Version 12

14th May 2026

THE CONSTITUTION

APPROVED BY THE MEMBERS AT AGM ON 29Th APRIL 2026

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1. THE CONSTITUTION.

This Constitution is based upon the former Rule Book for Elmbridge Model Club ("the Club") which was last approved by the Members at the annual general meeting held on 21st April 2005. The Rule Book is a matter only of historical interest and this Constitution now fully replaces the Rule Book which therefore has no further force or effect in relation to the Club and its governance.

2. STATUS OF THE CLUB.

The Club is an unincorporated private members club which is regulated by this Constitution.

3. HISTORY OF THE CLUB.

3.1. The Club was founded in October 1974 when around 20 members left Esher Model Flying Club with the aim of purchasing property to provide for the facilities of a multi-discipline club covering the display, construction and operation of boats, cars, planes and trains.

3.2. In order to generate the capital to achieve the aim of purchasing property the Club ran the Sandown Park Model Symposium annually from 1975 through to 2006.

3.3. For a number of years, the Club operated from rented property. By using the profit from the above shows, supplemented by a mortgage and a loan, the Club purchased a flying field in 1995, and purchased a boat lake in 1998.

3.4. In 2005 the mortgage and loans were paid off and the Club became debt free.

3.5. The profit made from the above shows combined with ongoing club joining fees, subscriptions and fund-raising activities continues to enable the Club to develop the Club's property and facilities in pursuance of the stated aims of the Club.

3.6. A more comprehensive history of the Club can be found on the Club website.

4. AIM & OBJECTIVES.

4.1. Our aim: To be the best multi-discipline Model Club in the country as envisaged by the original founders.

4.2. The objectives of the Club are:

4.2.1. To promote and encourage interest and safe participation in the sport and pastime of modelling. In this regard it is intended that the Club's modelling disciplines grow in size and stature and expand into wider spheres recognising changes in demand as the modelling world continues to develop.

4.2.2. To consider and promote all branches of model making, display and operation.

4.2.3. To foster and promote a feeling of good fellowship, and, as considered necessary, to arrange events amongst the members by means of meetings, debates, lectures, symposia, demonstrations, competitions, and social activities.

4.2.4. To organise and conduct fund raising activities in support of our objectives.

4.2.5. To be affiliated with any appropriate recognised national modelling body, such as the BMFA and MPBA (or successors in title).

4.2.6. It is important that the ethos of the Club is safeguarded and harnessed at all times and not overlooked.

4.2.7. To subscribe to and support such local registered charitable institutions as may be deemed worthy.

5. CLASSES OF MEMBERSHIP.

Membership of the Club shall be open to anyone regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs**.**

The membership classes of the Club are: -

5.1. Ordinary Members
5.2. Founder Members
5.3 Life Members
5.4 Honorary Members
5.5 Junior members
5.6 Family Members
5.7 Associate Members
5.8 Affiliated Members

5.9 Dormant Members.
5.10 Full Members.

Ordinary Members.

5.1.1. The membership of an Ordinary Member is subject to the express confirmation of the Main Committee following the successful application by the individual for membership under rules of this Constitution. See application process below.

5.1.2. Ordinary Members shall be liable to pay an initial registration fee.

5.1.3. Ordinary Members shall also be liable to pay an annual membership subscription fee.

5.1.4. Ordinary Members, having been accepted, and having paid their registration fee and annual subscription in full, shall be entitled to all the privileges of membership.

5.1.5. Each Ordinary Member shall be: -

5.1.5.1. Entitled to one vote on each issue to be resolved at any annual general meeting or extraordinary general meeting of the Club duly called and held under Section 19 below ("AGM" and "EGM" respectively).

5.1.5.2. Eligible for election to serve on the Main Committee of the Club after completing a period of three years as a fully paid member.

5.2. Founder Members.

Founder Members comprise the first 20 Ordinary Members, whose names are now a matter of historical record. No further Founder Members are to be elected.

Founder Members, although not liable to pay any subscription fee during their life time, shall be entitled to all the privileges of an Ordinary Member as defined above.

5.3. Life Members.

On recommendation of the Main Committee, Life Members may be elected from within the existing membership (or removed), at an AGM or EGM.

Life Members shall not be liable to pay any subscription fee during their life time but shall be entitled to all the privileges of an Ordinary Member as defined above.

5.4. Honorary Members.

Honorary membership is restricted to ex-members and non-members of the Club who have benefited the Club in some way.

5.4.1. Honorary Members may be elected or removed by the Club at an AGM or EGM provided that there shall not, at any time, be more than 10 Honorary Members.

5.4.2. Honorary Members shall be entitled to all the privileges of a Life Member, except that they are not:

5.4.2.1. Entitled to vote at any AGM or EGM.

5.4.2.2. Eligible for election to serve on the Main Committee.

5.4.2.3. Required to pay any registration fee or annual subscription during the term of their Honorary Membership.

5.5. Junior Members.

5.5.1. Junior Members are only entitled to that status if under the age of 18 years at the beginning of the membership year which commences on 1st January.

5.5.2. Junior Members are to be formally elected by the Main Committee following their successful application for membership to the Club.

5.5.3. Junior Members shall not be liable to pay any registration fee.

5.5.4. Junior Members shall be liable to pay an annual membership subscription fee.

5.5.5. Junior Members shall be entitled to all the privileges of an Ordinary Member, except that they are not:

5.5.5.1. Entitled to vote at any AGM or EGM.

5.5.5.2. Eligible for election to serve on the Main Committee.

5.5.6. A Parent, Guardian, or other person consenting to that role under the instruction of the legal Parent/Guardian, must always accompany Junior Members below the age of 18 years at Club events and premises.

5.5.7. Former Junior Members attaining 18 years of age on renewal of their annual membership shall be eligible to renew their membership as Ordinary Members without payment of any registration fee and shall be exempt from any waiting list otherwise in place.

5.5.8. Former Junior Members may not be elected on to the Main Committee, until they have been an Ordinary Member for 3 years.

5.6. Family Members.

5.6.1. Family membership is available limited to two members, composed of either 1 adult and one active child or 2 active adults.

5.6.2. Children being under the age of 18 at the beginning of the subscription year.

5.6.3. Family membership is subject to the express confirmation of the Main Committee following the successful application by the lead Family Member for that category of membership to be granted.

5.6.4. The lead Family Member is required to pay a premium membership subscription fee in order to confer membership privileges upon his or her family.

5.6.5. Family Members, other than the lead Family Member, will in all other respects, save as set out in Section 5.6.6, be regarded as an Ordinary Member or Junior Member, as applicable.

5.6.6. Only the lead Family Member is required to pay a registration fee or annual subscription and may vote at any EGM or AGM. Lead Family Members and Adult Family Members are eligible for election to serve on the Main Committee. Junior Family Members are not eligible for election to serve on the Main Committee or vote at any EGM or AGM.

5.7. Associate Members.

An example of Associate Members are the members of the North Downs Soaring Association (“NDSA”).

5.7.1. Associate Members may be recognised as being associated with the Club, as a group from an affiliated organisation, group or society by the Members at an AGM or EGM.

5.7.2. Associate Members shall not be liable to pay any registration fee. Associate members pay a reduced subscription to the Club.

5.7.3. Associate Members are not entitled to the general privileges of membership, are not entitled to vote at any AGM or EGM and are not eligible for election to serve on the Main Committee.

5.7.4. All Full Members of the Club are automatically members of NDSA.

5.7.5. The North Downs Soaring Association is bound by this Constitution and managed by the Club as part of the relevant Club section.

5.8. Affiliated Members.

An example of Affiliated Members is the Civil Service Angling Society who use the Club lake.

Affiliated membership status is generally awarded to individuals, a body of individuals or a company authorised by the Club to use the Club’s facilities for an approved purpose, and in so doing the Affiliated Member(s) may only use the facilities provided at the site(s) that they are approved to use.

Affiliated membership is subject to the express confirmation of the Main Committee following the successful application by the candidate to the Club.

Affiliated Members shall not be required to pay a registration fee but will be charged a subscription that will be determined by the Main Committee.

Affiliated Members are not permitted to vote at any AGM or EGM and are not eligible for election to serve on the Main Committee.

5.9. Dormant Members.

5.9.1. Dormant Members are defined as Full Members who expect to be absent from the Club for a period of time of at least 3 months and may apply to the Main Committee through their Section Secretary, to suspend their membership until their return, during which time their membership shall be referred to as “Dormant”.

5.9.2. Membership fees shall not however be refunded to reflect the period of dormancy.

5.9.3. Where the period of dormancy straddles the membership renewal date the Dormant Member will not be required to pay the annual subscription.

5.9.4. Membership will be resumed on payment of any membership subscription fees that are due (but calculated from the date of resumption of membership) and the Member shall not be liable to pay any additional registration fee.

5.9.5. Dormant Members wishing to resume their membership shall be exempt from any waiting lists.

5.9.6. Dormant Members are not entitled to vote at any AGM or EGM and may not exercise any of the privileges of membership.

5.10. Full Members are defined as Founder, Life, and Ordinary Members.

5.11. The Membership Secretary will hold a register of Members of all classes. See section 12.5.1.

5.12. Each Member must keep the Membership Secretary informed of changes to his or her contact details, irrespective of whether that Member has given their agreement under Section 12.5.1 below. Where a Member wishes to receive hard copies by post instead of email communications and or links to the Club website, that Member must inform the Membership Secretary accordingly and in due time.

5.13. All members should be able to prove their membership while present at the club's sites or events by means of a copy of payment receipt from WebCollect..

5.14. All Members are deemed to have read and to fully understand the following:

5.14.1. This Constitution.

5.14.2. Any Club site specific rules or procedures which have been made available to Members or are published and displayed at the site in question.

5.14.3. The Sections' Risk Management Policies.

6. CONDUCT OF MEMBERS.

6.1. No lottery or raffle may be held at Club premises or events without permission of the Main Committee. Any profits there from will belong to the Club but may, if considered appropriate beforehand by the Main Committee, be passed to a registered charity or other worthy cause. Such activity is nonetheless subject to the Club having any necessary licence or permit in force at the time.

6.2. Where Club facilities have been hired to a third party, a Member of the Club may act on behalf of that party in any legitimate fund-raising activity provided that the activities do not adversely reflect on the Club.

7. APPLICATION PROCESS FOR NEW MEMBERS.

7.1. The prospective member shall contact the Membership Secretary who will then send the Applicant the Application Form and Associated Forms. and arrange for them to meet at the Lead Section site as defined in 7.3. below. The Lead Section Secretary shall inform the Applicant if there is a Waiting List (See 7.10 to 7.13 below) and tell the Applicant that their application for Membership will be processed and their name added to the Waiting List if approval for Membership is granted.

7.2 Each application shall state the "Lead" Section on the Application Form. This being the primary Section to which the Member intends to participate. Members of each Section are members of the Club as a whole, a multi-disciplinary Club with shared facilities that are to be made available to all.

7.3. Three Full Members of the Club, of at least one full calendar year's standing, shall be required to sign each Application Form. The Application Form shall be signed by a different Full Member on each of three separate visits to the Lead Section site within 3 months.

7.4. Signed and completed Application Form shall be presented by the Section Secretary to the Lead Section Committee for approval. If the Applicant is approved by the Lead Section Committee the signed and completed Application Form shall be passed to the Membership Secretary and presented to the Main Committee meeting by the Membership Secretary for ratification and acceptance. The Main Committee shall approve or reject membership being given to the Applicant. If the Applicant is not approved then the Lead Section Secretary shall inform the Applicant, who has right of appeal to the Lead Section secretary.

7.5. In the event of there being a waiting list for the Lead Section (see 7.10 to 7.13 below) then the Registration Fee and first year's Membership Fee will not become due until the Applicant comes off the waiting list.

If there is no waiting list the Membership Secretary will inform the Applicant and ask the Applicant to pay the Registration Fee and first years Membership Fee via WebCollect. The new member shall have one calendar month to pay the registration fee and first annual subscription. If the new Member fails to pay then their application is void and membership refused.

7.6. Annual membership renewal is at the discretion of the Main Committee. Members whose renewal has been refused have the right of appeal to the Main Committee, at which time the reasons for refusal shall be given, and a final decision made. The Member shall then be notified of the decision by the Club Secretary via email or mail letter. The Member shall be informed that any appeal must be made in writing to the Club Secretary no later than 30 days from the notification

7.7. As part of the Club's Risk Management Policy to ensure that new Members are correctly introduced to the Club, and the facilities that are provided, the formal induction programme shall be adopted in relation to all new Members.

7.8. The induction process shall be managed by the Section Secretaries at each site and shall go through the rules for using the site with the new Member.

7.9. The Lead Section Secretary shall email each new Member with a copy of the documentation listed at section 5.14 in its most up to date form, together with the current password to access the Members Only part of the Club's website.

7.10. The Club may from time to time impose a limit on the number of adult Members in any particular Section. Junior Membership applications are exempt from any waiting list.

7.11. The limit is to be proposed by the Section Secretary for agreement by the Section Committee, and if agreed put to the Main Committee for approval.

7.12. Having imposed a limit on the number of its Members, that Section is considered to be operating a waiting list, on which new membership applications are held until vacancies become available.

7.13. New membership applications shall be processed from within a waiting list according to the strict order in which the Membership Secretary received them.

7.14. Full Members wishing to change their lead Section to a Section that has an existing waiting list must have held membership with the Club for more than 2 full calendar years. They will be added to the waiting list but cannot take up their formal lead Section change until a place is available from the waiting list.

7.15. All new Members shall be subject to a probationary period from the date of joining to the next renewal date.

8. MEMBERS' GUESTS AND CLUB VISITORS.

8.1. Former Members who have been removed as a Member of the Club cannot be introduced as a guest.

8.2. Full Members may introduce and entertain guests at Club premises and events but shall not leave the premises (or event) before their guests.

8.3. Members shall be responsible for the safety and conduct of their guests, including the strict observance of any applicable site rules and procedures.

8.4. Guests and visitors may use for no more than three occasions the facilities of the same site. Thereafter the visitor or guest will be expected to apply for membership, and may not continue to use the facilities of the Club until their application to join has been approved.

8.5. **All guests and visitors must provide written documentary proof of 3rd party public liability insurance, covering the use of their models, before operating their models at any of the Club's sites.**

9. MEMBERSHIP REGISTRATION FEE AND ANNUAL SUBSCRIPTION FEES.

9.1. Registration Fees

9.1.1. The Club's initial membership registration fee, which may change from time to time, shall be determined by the Main Committee, and where subject to change shall be presented by the Treasurer for acceptance at each AGM.

9.2. Subscription Fees

9.2.1. Annual subscription fees, which are to be considered annually are to be determined by the Main Committee, and where subject to change shall be presented by the Treasurer for acceptance at each AGM.

9.2.2. The subscription year runs from 1st January to 31st December. Members joining the Club during the course of the year pay a reduced, pro rata, subscription fee for that year.

9.2.3. Unless membership has been cancelled or terminated, annual subscriptions fall due for payment without demand on the 1st of January in every year for payment by 31st December in that year.

9.2.4. Members who cannot pay their annual subscriptions in full by 31st December may apply to the Membership Secretary for a mutually acceptable alternative payment arrangement, which the Treasurer has sole discretion to agree or not. See Section 12.4.2. below**.**

9.2.5. The membership of any Member liable to pay an annual subscription fee which remains unpaid on the 31st of December following the renewal date, shall, unless otherwise agreed with the Membership Secretary, terminate forthwith.

9.2.6. If a member requests a late payment, as per 9.2.5, 2 years in a row, then their membership is automatically terminated forthwith, and they must re apply for membership, and paying a joining fee, if they wish to continue as members of the club.

10. MANAGMENT AND STRUCTURE OF THE CLUB.

10.1. The Club is managed and administered by The Main Committee and those to whom responsibilities have been delegated by the Main Committee. Main Committee meetings are to be held monthly, with the option to cancel the meeting in the August holiday month.

10.2. The members of the Main Committee (“Committee Members”) are ultimately responsible to the Members of the Club generally and shall be elected by the Members at the AGM.

10.3. The Club shall be divided for administration and management purposes into ”Sections”, each responsible for its own modelling discipline, for example, but not limited to, Air, Marine, Car, and Rail.

10.4. A Section Secretary is appointed to represent each Section, and shall form a Section Sub-Committee which will be directly responsible for the management of that Section. Section Secretaries form part of the Main Committee and should attend Main Committee meetings.

10.5. Section Sub Committee meetings shall be held on a regular basis, at least quarterly, and shall submit the minutes of these meeting to the Club Secretary.

10.6. The Committee Members, and those to whom responsibilities have been delegated by the Main Committee, shall be entitled to be paid appropriately supported out-of-pocket and third-party expenses, which are reasonably incurred in discharging their duties and responsibilities and which have been previously authorised by the Main Committee

10.7. Each Member of the Club shall be associated with one chosen Section, his or her “Lead Section”, which should recognise his or her primary interest.

10.7.1. Members of each Section are Members of the Club as a whole.

10.7.2. Members who wish to use the facilities of another Section should respect peak use by those who chose that other Section as their Lead Section, and liaise with the Section Secretary of that other Section to ensure that it is convenient to visit the site to use the facilities of that site.

10.7.3. Members of one Section using the facilities of another Section must at all times be aware of and comply with the site-specific rules and procedures which apply to that site’s use.

10.7.4. Section Secretaries of one Section, and the Members of that Section, must at all times respect the rights of visiting Members from another Section, and should encourage integration.

11. STRUCTURE OF THE MAIN COMMITTEE.

11.1. Management of the Club as a whole, is covered by the Main Committee

11.2. The Main Committee.

Members of the Main Committee share responsibility for the management of the Club as a whole and assume direct responsibility for specified operational roles.

The Club is administered by the Committee Members and those to whom responsibilities have been delegated, whether they are Committee Members or not.

The Main Committee shall comprise between 5 and 16 Committee Members in total, each having one vote.

The quorum is five Committee Members being present in person and eligible to vote at the meeting in question.

Summary of Main Committee positions: -

11.2.1. The Chair person (the “Chair”).

11.2.2. The Vice Chairperson (the “Vice Chair”).

11.2.3. The Club Secretary.

11.2.4. The Club Treasurer.

11.2.5. The Membership Secretary.

11.2.6. Section Secretaries for each active Section of the Club.

11.2.7. The Development and Publicity Secretary.

11.2.8. Ordinary lay Committee Members, each responsible for the Club’s operation generally, and for any specific roles that may be assigned to them.

11.2.9. Club Trustees. See paragraph 13 for definition of Trustees Roles.

11.2.10. The Chair and Vice Chair, Club Secretary and Club Treasurer shall be elected in staggered yearly rotation, serving until the third AGM following his or her respective election, at which time each would be eligible for re-election. The Chair and Vice Chair shall both be elected in the same year. Remaining Committee Members also serve for three years and are then eligible for re-election at an AGM.

If there are no other candidates for election into the post or to the Main Committee at the relevant time, the retiring Member will be deemed to have been re-elected if they wish to continue to serve in that capacity.

If any post becomes vacant mid-term, the Main Committee may co-opt any Full Member to undertake those duties until the next following AGM at which point the post will be open for election in the normal manner.

An incoming co-opted Chair, Vice Chair, Club Secretary or Club Treasurer will then serve the remainder of the interrupted term, after which the term shall revert to three years.

11.2.11. Co-opted Committee Members.
The Committee may from time to time co-opt Members of the Club onto the Main Committee either to shadow an existing post or fill a casual vacancy.

Co-opted Members must be Full Members of the Club and will have one vote at the Main Committee meetings.

The term during which a co-opted Committee Member serves on the Main Committee will expire at the next AGM, at which time the co-opted Committee Member may stand for appointment in the position they are fulfilling, but without affecting the application of Section 11.2.10 above, final paragraph, in the case of a co-opted Chair, Vice Chair, Club Secretary or Club Treasurer.

11.2.12 Main Committee Meetings.
All Committee Members are asked to attend all Main Committee meetings whenever possible. Apologies for absence should be passed to the Club Secretary or Chair. Failure by a Committee Member to attend more than three consecutive meetings of the Main Committee without having good reason or tendering apologies for absence, shall entitle, but not oblige, the Main Committee to seek the resignation of that Member from the Main Committee, and failing that to seek the removal of that Member from the Main Committee in accordance with the procedure at Section 12.10. below.

Any Member may attend any meetings of the Main Committee as an observer. They will be able to speak and ask questions or request clarification on points under discussion, but will not be able to vote or influence the meeting in any way on points under discussion. Any Member can request (in advance) via The Chair or Secretary that the Main Committee considers one or more proposals, and attend the meeting at which these will be addressed.

Standardised agendas are to be established as the basic framework for each meeting as defined under the Club Secretary’s role below.

Each Committee Member has a vote.

Decisions of the Main Committee are passed by a majority vote of those in attendance in person at the relevant meeting who have not abstained from the vote. In the event of a tie, the Chair (or that Committee Member elected to act as Chair for that meeting in the absence of the Chair) has an extra casting vote.

Committee Meetings should be held face-to-face. When legal restrictions do not permit face-to-face meetings Committee Meetings may be held via Video Conferencing.

11.2.13. Powers of the Main Committee.
The powers of the Main Committee, which are subject to the restrictions as set out below in Section 11.2.15, are as follows:

11.2.13.1. The Main Committee has the express authority and power to manage the Club in the manner that the Main Committee believes will enable the Club to best fulfil the aim and objectives as set out in Section 4 above to the satisfaction of the Members.
11.2.13.2. The Main Committee, through the Trustees, holds the assets of the Club for and on behalf of the Members as a whole.
11.2.13.3. The assets of the Club are freely available to be used by the Main Committee in the manner that the Main Committee directs to best achieve the said aim and objectives of Club.
11.2.13.4. The Main Committee has the authority to borrow money or raise loans required for the purposes of the Club upon such securities as may be determined.
11.2.13.5. The Main Committee has the power to sell, lease, mortgage or pledge any property for the purpose of raising or borrowing money for the benefit of the Club.
11.2.13.6. The Main Committee may also purchase, take on lease, exchange, hire, or otherwise acquire any real or personal property and any rights or privileges, which is considered necessary or convenient for the purpose of best achieving the said aim and objectives of the Club.
11.2.13.7. The Main Committee may improve, manage, develop, lease, dispose of or otherwise deal with all or part of the property of the Club.
11.2.13.8. There are no restrictions in the amount of expenditure that may be sanctioned by the Main Committee.

11.2.14. Restrictions on the powers of Main Committee.The exercise of the powers of the Main Committee as set out above shall in the following circumstances always require prior approval of the Members at an EGM or AGM:

11.2.14.1. The acquisition of a freehold or leasehold interest in any land or other property, or of any related tenancy agreement or licence, that is to be used as a site for the Club to operate from.

11.2.14.2. The taking out in the name of the Club any loan or loans from any source

11.2.14.3. The granting of any form of security over all or any of the Club's assets for any purpose.

11.2.14.4. The provision of any advance by way of a loan to a Member of the Club, or agreement for the Club to act as Guarantor for any loan taken out by a Member for any purpose.

11.2.14.5. A loan is not to be confused with a deposit or float for expenses which are to be met in the normal course of business for the Club.

11.2.14.6. The disposal by way of sale or otherwise of any land or property used or intended to be used by the Club.

11.2.14.7. The sale or dissolution, or any distribution of the assets, of the Club, but subject to the further restrictions and requirements set out in Section 21 below.

11.3. Section Committees.

Section Sub-Committees are to be established and managed by the Section Secretaries to assist and support them in the discharge of their duties and responsibilities.

12. RESPONSIBILITIES OF THE COMMITTEE MEMBERS.

12.1. The Chair.

Duties and responsibilities include: -

12.1.1 To chair meetings of the Main Committee, the AGM or any EGM.

12.1.2 To protect the interests of the Club and have oversight for the safety of its Members and the general public in attendance at any site at which the Club is active.

12.1.3 To provide both the Club and Main Committee with leadership, strategy and direction consistent with the Club's aim and objectives set out in Section 4 above.

12.1.4 To act upon and resolve without bias any matters which cannot otherwise be resolved by any Committee Member, Section Secretary, or Section Sub-Committee.

12.1.5 To assist with the promotion and development the Club, and to represent its interests externally.

12.1.6 To manage directly, or through delegation, as considered necessary, the activities of the Club as a whole.

12.2. The Vice Chair.

Duties and responsibilities: In the absence of The Chair, for any reason, to carry out the duties and responsibilities of The Chair, as described in Section 12.1.1 to 12.1.6 above, in order to maintain continuity of the Club affairs and meetings.

12.3. The Treasurer.

Duties and responsibilities include: -

12.3.1. To keep proper and appropriate books of account that identify the assets, liabilities, income and expenditure of the Club.

12.3.2. To pay from Club funds any liabilities due to creditors, debts or taxes owed by the Club at the appropriate time.

12.3.3. For this and any other purpose Club funds shall be taken to mean all funds held in the name of the Club or any Section that have not been approved by the Main Committee for a specific purpose.

12.3.4. To pay from Club funds any Members' expenses incurred in the conduct of the business of the Club, as authorised by the Main Committee.

A Member of the Club is deemed to have received the requisite approval from the Main Committee if the expenditure was sanctioned by a Section Secretary.

The Section Secretaries are deemed to have received approval for expenditure which is included as part of their annual budget.

12.3.4.1. For cash flow purposes, Section Secretaries are required to notify the Main Committee of any intended expenditure of £1,000 or more.

12.3.4.2. Any expenditure that falls outside the annual budget must be approved by the Main Committee before the expenditure is incurred.

For the avoidance of doubt Members with a mandate that requires them to meet certain expenses shall be deemed to have received such authorisation. The Treasurer may however request retrospective authorisation when circumstances justify such action.

12.3.5. To report on the financial position of the Club, as considered appropriate by the Main Committee, at each monthly Main Committee meeting.

The report may be provided either verbally or in written form, whichever the Treasurer considers most appropriate.

The report should cover, as a minimum, a brief but concise over view of the Club's financial position, specifically with regard to Cash flow, capital expenditure, any material financial commitments and details of any debtors of the Club.

12.3.6. To prepare the annual accounts of the Club which are to cover the financial period ending 31 December each year.

12.3.7. Separate reserves are to be recognised as follows: -

12.3.7.1. A capital reserve; for which the reserve should be carried at the net book value of the Club's investment in land and property.

12.3.7.2. A capital replacement reserve; for which the reserve should be carried at an amount equal to the value of accumulated depreciation at the balance sheet date. Where practical this reserve should be matched with separate funds held for that purpose.

12.3.8. To present at every AGM an accurate verbal report concerning the finances of the Club, together with the annual accounts which have been approved by the Main Committee for the preceding year ended 31 December.

The annual accounts shall comprise a balance sheet, profit & loss account and associated notes as considered helpful to the Members of the Club.

The annual accounts may also include a brief narrative report from the Treasurer explaining the statement of affairs and results of the Club for the year in point.

The Treasurer shall ensure that the annual accounts as presented to the Main Committee for approval have been prepared by and signed off by an independent firm of Chartered Accountants as having been prepared from the accounting records of the Club.

12.3.9. To arrange for a copy of the approved annual accounts to be accessible by any Member from the Club's website or alternatively to be posted in hard copy form to those Members who have indicated to the Membership Secretary that they wish to receive a hard copy, in each case no later than 18 days before the AGM in question.

12.3.10. To receive and review the annual budgets prepared for each active Section of the Club, and to consider and report upon the financial impact for the year in question.

See Section 12.6.15. for preparation of section budgets.

12.3.11. To assist the Club Secretary in connection with the annual insurance arrangements for the Club, and specifically to ensure that adequate cover exists in relation to: -

12.3.11.1. Financial claims that could be levied against the Trustees and or any officer of the Club.

12.3.11.2. Equipment and all other contents held at any of the Club's sites.

12.3.11.3. The use of all models operated from any of the Club's sites, specifically the flying of aircraft of any kind at any site and boats operated on the Club's lake.

12.3.11.4. Any public and third-party liability.

12.3.11.5. Any liability that could arise as a consequence of the actions of a third party that occupies and or uses any of the Club's sites for its own purposes and including any occupier's liability which may arise to any Member or third party.

12.3.12. In conjunction with the Club Secretary to retain or safeguard all formal title documents relating to the Club, specifically title deeds in relation to the Club's land and property, as with any security, lease or licence granted in relation thereto.

12.3.13. To assist the Chair in managing the activities of the Club as a whole.

12.4. The Club Secretary.

Duties and responsibilities include: -

12.4.1. To convene, administer and record the minutes of Main Committee meetings, and of any AGM and EGM, distributing AGM and EGM minutes to all members and Main Committee minutes to such members who have requested copies.

12.4.2. To maintain a line of contact with all Members and, in cases of hardship, illness or difficulty, to coordinate whatever help and support the Club may be able to offer but without affecting Section 9.2.4. above.

12.4.3. In conjunction with the Development and Publicity Secretary to prepare and amend, as considered appropriate and suitable the Club's formal induction programme that is to be adopted by Section Secretaries for all new Members.

12.4.4. To act as the primary correspondence contact for the Club, and thus to liaise with the Chair, Section Secretaries, Club Members and external bodies regarding any correspondence received or to be sent.

12.4.5. To record any financial interest as declared by a Member for the purposes of Section 20 below.

12.4.6. To ensure that the on-line copy of this Constitution, and the other documents referred to in Section 5.14 above are kept up to date.

12.4.7. At the turn of each year, liaise with the Club Web Master concerning the setting of a new password to existing members-only section of the website and issue the new password to existing members when they renew their membership and to new members when they join the club.

12.4.8. In conjunction with the Treasurer assist with administrative matters as and when called upon.

12.4.9. To assist in connection with the annual insurance arrangements for the Club.

12.4.10. To support the Chair in the provision of leadership, strategy and direction.

12.4.11. To assist the Chair in managing the activities of the Club as a whole.

12.4.12. Ensure that all formal registrations, specifically in relation to land and property are up to date.

12.5. The Membership Secretary.

Duties and responsibilities include: -

12.5.1. To maintain a formal register of Members of all membership classes, indicating against each Member the entitlement or otherwise to vote at any AGM or EGM and eligibility or otherwise to stand for election to serve on the Main Committee.

The register will also contain the name of each Member, his or her Lead Section, contact address, e-mail address and contact phone number.

Any members wishing to contact another member may request the e-mail and/or contact telephone number for another member from the Membership Secretary who will check that permission has been given by the member to be contacted.

12.5.2. To liaise with the Development and Publicity Secretary to ensure that the Club's induction programme best suits the needs of the Club and new Members.

12.5.3. To administer the Club's affiliation with national bodies, such as the Model Power Boats Association and the British Model Flying Association.

12.5.4. To provide documentation relating to Associate Members and Affiliated Members under Sections 5.7 and 5.8 above.

12.5.5. To help maintain and increase the membership of the Club within the limits which any Section may from time to time impose.

12.5.6. To issue and administer annual membership renewal notices, and a reminder, to all Members of the Club.

12.5.7. To process membership applications received and to issue all new Members with the Club's membership badge, and instructions as to how to access the Club's website, and Members only section thereon.

12.5.8. To assist the Chair in managing the activities of the Club as a whole.

12.6. Section Secretaries.

Section Secretaries may not grant any form of arrangement for third parties to use any facilities or to occupy any property owned by the Club. Any such arrangement must be recommended to and approved by the Main Committee.

Duties and responsibilities include: -

12.6.1. To establish and run a Section Sub-Committee in accordance with Section 11.3.1 above, to assist the Section Secretary in running the section. Members of the Section Sub-Committee should be chosen by the Section Secretary from members of the section and numbering four or more, representing the various disciplines of that section.

12.6.2. To chair Section meetings, which should be held at least quarterly, to discuss and determine issues relevant to the Section.

Section Meetings should be held face-to-face. When legal restrictions do not permit face-to-face meetings Section Meetings may be held via Video Conferencing.

12.6.3. To formulate and enforce formal site-specific rules and procedures for the Section, primarily with regard to the safety of the Members and of the general public and for the proper and safe use and enjoyment by all Members of the property and facilities owned or used by the Club, and as used at the site in question.

12.6.4. To compile and ensure that the section has an adequate supply of induction packs for new Members to be provided with.

12.6.5. To manage and oversee all matters concerning the upkeep and maintenance of the site, facilities and equipment, including the organising of work parties as required.

To keep under consideration the on-going development of: -

12.6.5.1. The section as a whole.

12.5.4.2. Any sites used by the Section.

12.5.4.3. Facilities provided for the Section's use.

12.5.4.4. Activities run on the site.

12.5.4.5. Practices necessary to react to changes in demand in the modelling world.

12.6.5. To liaise with the Club Membership Secretary and Development and Publicity Secretary as required in order to best manage the Section for the Club and advertise and market the Club through the Development and Publicity Secretary.

12.6.6. To attend all Main Committee meetings to represent the membership of the Section, and when not able to attend the meeting to appoint from the Section someone else to attend on his behalf.

12.6.7. To promote awareness, as with the internal and external interests of the Section, in conjunction with the Club Development and Publicity Secretary.

12.6.8. To assist in connection with the completion and submission of Membership applications to the Membership Secretary, and to ensure that all new Members are formally inducted.

12.6.9. To arrange and maintain a diary of events on the Club's website, and to ensure that the online diary is kept up to date.

12.6.10. To liaise and maintain contact with national bodies representing the Section interests.

12.6.11. To liaise with the general public locally as required to ensure that the activities of the Club do not inconvenience any right to enjoyment and privacy.

12.6.12. To liaise with all third parties whom the Club has permitted to use the Club's site for agreed activities or purposes and to ensure that they operate within the rules of any arrangement which the Club may have with them.

12.6.13. To maintain an asset register listing all equipment etc. which belongs to the Club and which is held on site or on behalf of the Club. The list should be updated so as to recognise:

12.6.13.1. Additions and disposals as they arise, and that they remain in existence at each year end being 31 December.

12.6.13.2. The cost of each component or if donated that it was donated.

12.6.13.3. The estimated replacement value which should be re-considered annually.

The register is to be shared with the Treasurer to ensure that the Club's accounting records are updated to recognise all asset movements.

12.6.14. To establish a formal risk management programme:

12.6.14.1. To evaluate and establish, on an ongoing basis, suitable practical policies that can be implemented to minimise all key risks associated with the site and its use.

12.6.14.2. To monitor compliance with the Club's Risk Management Policy as referred to at Section 5.14 above.

12.6.14.3. To carry out a formal review of the site, signage, boundary fences, security etc., as with anything that could adversely affect the safety of the Members and the general public and use of the site.

12.6.14.4. To sign off compliance on a quarterly basis, and to report any defects and recommended changes in policy to the Main Committee.

12.6.15. To prepare annual expenditure budgets for the Section distinguishing between normal ongoing costs, capital expenditure (new and or replacement) and exceptional non-recurring costs. The budgets are to be submitted to the Treasurer during January each year.

The budgets should be completed by the Section Secretaries for consideration by the Club Treasurer during January each year so that they can be approved by the Main Committee at the first Main Committee meeting held after the end of that month.

The budgets should separately show: -

12.6.15.1. The expected normal costs to run the relevant Section, highlighting any exceptionally high costs, which typically arise because of their cyclical nature.

12.6.15.2. Any anticipated capital expenditure associated with asset replacement and or site enhancement.

The approved budgets will determine the quantum and purpose of expenditure that Section Secretaries may incur without further reference to the Main Committee.

Where budgeted expenditure is likely to or will exceed the income associated with a Section, the excess should be highlighted so that the Main Committee may consider whether it is appropriate to utilise historic surpluses for that purpose.

12.6.16. Discipline and Grievance is the responsibility of the Section Secretaries, as defined in Section 15 below. In exceptional circumstances, disciplinary action and grievances may be referred to the Main Committee for guidance and further action.

12.6.17. The Club's formal Induction programme is to be managed by the Section Secretaries and shall follow the programme determined by the Development and Publicity Secretary, as mentioned in Section 12.4.3 above.

12.6.18. To keep up to date with local planning applications that may affect their Sections and monitor the local Social Media for their site.

12.6.19. To assist the Chair in managing the activities of the Club as a whole.

12.7. The Club Development and Publicity Secretary.

Duties and responsibilities include: -

12.7.1. In consultation with the section secretaries, to establish a marketing and publicity strategy for the Club and to raise the profile of the Club and its Sections externally via Social Media, the Club website, Local Press and advertising both locally and in the model press.

12.7.2. To manage the Club involvement in local Fairs and events, in consultation with the section secretaries.

12.7.3. To consider changes in the context of the modelling world, and how the Club should best react to such, in consultation with the section secretaries.

12.7.4. To assist the Section Secretaries in expanding under-subscribed sections via advertising etc. as referred to in Section 12.7.1. above.

12.7.5. To develop the social life of the Club, including integration between Sections, by the provision of social events and other activities.

12.7.6. To assist the Club Secretary to prepare and keep up to date the Club's Induction Programme as referred to in Sections 12.4.3 and 12.6.17 above.

12.7.7. To further assist the Chair in managing the activities of the Club as a whole.

12.8. Lay Committee Members.

The lay Committee Members are those whose roles are not defined above. They are to assist the Main Committee with the business of the Club as a whole, and to focus on issues that concern the same, as with the interests of the Members at large, and demands that the Club may face as a consequence of the changes in the world of modelling.

12.9. Shadow Committee Members.

In order to assist in cases of succession where a Main Committee Member has indicated that he or she shall not be standing for re-appointment at a forthcoming AGM or has indicated that he or she wishes to stand down as a Committee Member, the Main Committee should endeavour to have a shadow Committee Member co-opted to the Main Committee to prepare for the intended handover.

In so doing the shadow Committee Member will adopt the role as a Committee Member but may not vote at a Main Committee meeting if at the same time the Committee Member that he or she is shadowing votes, unless that shadow Committee Member is already an elected Committee Member.

12.10. Removal of Committee Members from the Main Committee.

Without affecting the retirement provisions in Section 11.2.9 and any resignation by a Committee Member, the removal of a Committee Member from the Main Committee shall otherwise require a vote to that effect by the Members at an AGM or at an EGM called for that purpose.

13. CLUB ASSETS AND ROLE OF THE TRUSTEES.

13.1. There are between three and five Trustees whose roles are: -

13.1.1. Any three to sign legal documents on behalf of the Club, including the registration of land and property.

13.1.2. Any three of the Trustees to check and sign off the annual accounts.

13.1.3. All property of the Club, including land, property and investments, shall, subject to any restrictions on the legal title, be held by the Trustees for the time being, in their own name, and on trust by them for the use and benefit of all the Members of the Club in accordance with this Constitution.

13.2. The appointment and removal of a Trustee will be approved by a simple majority of votes of the Main Committee without any requirement for ratification by the Members.

13.3. Each Trustee holds its position for as long as it is able to act, and until such time as the Trustee submits its resignation in writing to the Chair or they are removed from their position by the Main Committee, whichever be the soonest. The Main Committee will then procure the appointment of a new Trustee in its place, and shall at the Club's expense, and as soon as possible, take all lawful and practicable steps to register, as may be required, the change of Trustee and to procure the vesting of all relevant Club land, property and investments into the names of the Trustees after the resignation or removal in question.

13.4. Trustees are not required to attend every Main Committee meeting, but may do so.

13.5. Trustees shall be circulated with the Main Committee minutes.

13.6. The Trustees shall in all respects act, in regard to any land. property or investments of the Club held by them, in accordance with the lawful directions of the Main Committee.

13.7. Each Trustee shall sign a simple trust deed confirming that subject to any restrictions on the legal title. The Trustees hold all land, property or investments of the Club on trust for the use and benefit of all the Members of the Club in accordance with this Constitution.

14. EXCLUSION OF LIABILITY.

14.1. To the maximum extent permitted by law neither the Club, any Committee Member, Trustee or person acting on behalf of the Club or a Section of the Club shall be personally liable for any loss or damage sustained by any third party or by any Member, guest or visitor when entering, leaving or present at or using any of the clubs' sites, premises or places of business.

14.2. Save for acts of fraud, to the maximum extent permitted by law the Club and all of its Members indemnify the Trustees and any Member of the Club acting on the instructions of the Trustees from any loss or damage arising from their actions and or decisions concerning the business of the Club.

15. DISCIPLINARY AND GRIEVANCES MATTERS.

15.1. Wherever possible, each Section is expected to manage its own disciplinary matters, keeping the Club Secretary informed at all times. Section Secretaries have the authority to impose immediate suspension of any member who demonstrates, shows, indicates or suggests any form of aggressive behaviour towards anyone present in the confines of the Club's sites or when present at a Club meeting or social event, and the matter will be referred to the Main Committee to determine the outcome.

15.2. For this purpose, each Section should maintain consistent policies and procedures for dealing with disciplinary matters and grievances.

15.3. A copy of Disciplinary and Grievance policies of all Sections shall be accessible by all Members from the Club's website.

15.4. Where the matter is passed by a Section Secretary to the Main Committee as defined in 15.1:

15.4.1. If a verbal warning has not already been given, the Club Secretary shall contact the Member and give verbal notice that his or her membership may become part of a disciplinary review but shall not take the matter further at this stage.

15.4.2. Subsequently, if the Member's conduct continues to be unacceptable the Club Secretary shall contact the Member and give written notice that his or her membership is to become the subject of a formal disciplinary review but shall not take the matter further at this stage.

15.4.3. Having been given verbal and written warnings, if the Member's conduct continues the Club Secretary shall contact the Member (in this Section below referred to as the "Warned Member") and give written notice that their membership will be subject to a disciplinary review at a meeting of the Main Committee.

15.4.3.1. This notice shall be issued at least 14 days prior to said meeting, and shall invite the Warned Member to attend the review meeting accompanied by one full Member who may speak in their favour.

15.4.3.2. At such meeting, any allegations against the Warned Member shall be related to the Warned Member (if he or she attends) the Meeting by a Member of the Main Committee and the Warned Member shall be entitled to be heard in answer.

15.4.3.3. At the discretion of the Main Committee, a reasonable adjournment may be allowed for the Warned Member (if he or she attends the meeting) to prepare his or her response.

15.4.3.4. The decision of Main Committee as to whether to terminate membership shall be final and binding.

15.4.3.5. At the discretion of the Main Committee the annual subscription paid by the Member whose Membership is to be terminated may be refunded, pro-rata for the remaining part of the year in question. Registration fees are not refundable.

15.5. Where a Member has committed an act outside the remit of the Section Secretaries where the Club is brought into disrepute or where unlawful violence has been initiated and or used, the Main Committee may itself deal with the matter following the procedure defined in Section 15.4.3 but without the need for any prior verbal and written warnings being given other than the written notice referred to in Section 15.4.3.1 above.

16. OFFICIAL RESPONSES TO AUTHORITIES AND THIRD PARTIES.

16.1. All external correspondence and enquiries concerning or related to the Club, its activities and business, other than those in the normal course of the activities of the Club, where the dealing with which has been delegated to a specific member of the Main Committee, must be passed to the Chair, who in conjunction with the Main Committee shall be responsible for making the appropriate response to the authority or third party in question.

16.2. A copy of the response by the Chair is to be retained by the Club Secretary, and the Main Committee is to be kept fully informed of any further or related correspondence or developments.

17. FINANCES AND ACCOUNTS.

17.1. Expenditure.

17.1.1. Subject to Section 20 below, any expenditure which either individually or collectively (by association) exceeds £1,500 (including VAT), that expenditure must be supported by at least two formal quotes, unless the Main Committee has specifically agreed otherwise.

17.1.2. Exceptions are items of expenditure specifically identified in a Section Budget, approved by the Main Committee under Section 12.3.10, as to be sourced from a named supplier.

17.1.3. It is not a requirement that the cheapest quote provided is accepted.

17.2. Expenditure of £500 or more requires a common-sense review of alternative prices promoted in the market.

17.3. Annual accounts.

17.3.1. Annual accounts are to be prepared to the 31st of December each year.

17.3.2. Once approved by the Main Committee under Section 12.3.8 above, the annual accounts are to be signed off by The Chairman, The Treasurer, The Club Secretary and three out of the five Trustees.

17.3.3. The annual accounts as signed off under Section 17.3.2 above shall be made available as soon as reasonably practical on the Members' part of the Club website, but the Treasurer shall send out hard copies by post to those Members who have indicated to the Membership Secretary that they wish to receive a hard copy.

18. **CHANGES TO THE CONSTITUTION.**

18.1. Any changes to this Constitution, including for those coming within Section 21 below, shall not take effect until those changes have been approved by the Main Committee and confirmed as approved by an AGM or EGM and expressly subject to the requirements of Section 21 below where applicable.

18.2. The Main Committee shall be responsible for the maintenance and periodic review of this Constitution, and for the formal consideration of any changes that may be tabled by the Main Committee, or submitted to the Main Committee by Members representing 25 or more of the total number of Full Members eligible to vote at any AGM or EGM as on the date for receipt by the Main Committee of any such submission and as confirmed by the Membership Secretary.

18.3. Following approval and confirmation under Section 18.1, the Club Secretary shall notify all Members of the relevant changes and amend this Constitution accordingly.

19. GENERAL MEETINGS.

This section covers any AGM and EGM and is subject to additional specific requirements set out in Section 21 below.

19.1. Overall Procedure and Voting for AGMs and EGMs.

19.1.1. The Chair, or in the absence of the Chair, a Full Member present and elected by the meeting, shall preside over the AGM or EGM, hereafter referred to as the Chair. The Chair shall have the authority to conduct that meeting in a manner compatible with the time available and any other general requirements of the meeting venue. Without prejudice to that general authority the Chair shall be entitled to exclude any discussion on any matter not specifically stated in the meeting agenda or raised under any other business heading in that agenda.

19.1.2. At any AGM or EGM Full Members eligible to vote at that meeting shall be entitled to one vote upon each proposal or nomination, subject to having complied with Section 19.1.3. below.

19.1.3. A list of Full Members indicating those eligible to vote at that meeting will be provided by the Club Membership Secretary at the AGM or EGM and all Full Members must sign that list on arrival at the AGM or EGM.

19.1.4. Ordinary voting at any such meeting shall be resolved by simple majority vote of those present in person and eligible to vote at that meeting. No vote shall be taken at an AGM unless at the time of the vote being called at least 10% of Full Members are present in person at the meeting.

19.1.5. There shall be no block votes, transferable votes, nor any postal or proxy votes from Members who are for any reason absent and therefore unable to attend the meeting in person.

19.1.6. In the event of a tied vote the Chair shall have a second casting vote.

19.1.7. No vote may be taken at and AGM or EGM in relation to any matter which was not set out clearly in the agenda as circulated by the Club Secretary with the required formal notice.

19.1.8. Accidental omission. Including but not limited to where a Member has failed to give a full, correct and up to date postal or email address to the Membership Secretary, to give notice of an AGM or EGM, or non-receipt of any notice of any AGM or EGM by any Member, shall not invalidate the proceedings at any such AGM or EGM. The entitlement of any Member to vote at an EGM or AGM remains subject to the provisions of Section 5 above.

19.1.9. When legal restrictions do not permit face-to-face meetings, General Meetings will be postponed until such time as legal restrictions permit face-to-face meetings. General Meetings will not be held via Video Conferencing.

19.2. AGM Specific Rules.

19.2.1. The Club will hold an AGM during each calendar year, which unless impractical or circumstances dictate otherwise shall be held in April. The quorum for an AGM is 10% of Full Members eligible to vote.

19.2.2. No later than 28 days before the AGM the Club Secretary shall by way of formal notice advise the Members of the proposed date, time and chosen venue of the AGM which shall be held within the County of Surrey.

A copy of the previous AGM minutes shall be included with this notice and any other information pertinent to the notified AGM.

This same notice shall invite Members to provide written proposals and nominations for vacant posts to be received by the Club Secretary no later than 18 days before the AGM. All such

proposals and nominations should be in writing and signed by two Full Members of the Club one acting as Proposer of that nomination and the other to second that nomination. An email sent by each of the two Full Members to the Club Secretary each setting out its respective purpose and including the full typed name and membership status of the sending Member at the foot of the email shall be deemed to be signed by the sending Member for the purposes of this provision. Any email proposing or seconding a nomination must be open copied to the Member being proposed or nominated who no later than the said 18 days must indicate to the Club Secretary his or her willingness to stand.

19.2.3. No later than 14 days prior to the meeting the Club Secretary shall advise The Members of the final agenda for the AGM including details of all duly received proposals and nominations for posts in a notice circulated to all Members. No further proposals, nominations, or agenda changes shall be allowed after this notice.

19.2.4. No vote may be called for, or taken, at the AGM in relation to any matter which was not set out in the final agenda as circulated by the Club Secretary.

19.3. EGM specific rules.

19.3.1. An EGM may be requested at any time by submitting a written request to the Club Secretary giving the reasons for, and matters to be resolved, at that EGM. The quorum for an EGM is 35 Full Members eligible to vote or 35% of the Full Membership eligible to vote, whichever is the smaller.

The request may come from either of the following: -

19.3.1.1. The Chair following a meeting of the Main Committee at which the making of such a request was duly approved by the Main Committee

19.3.1.2. Members representing 25% or more of the total number of Full Members eligible to vote at any AGM or EGM, as on the date of receipt by the Club Secretary of any such written request, as confirmed by the Membership secretary.

19.3.2. On receiving a valid notice to call an EGM the Club Secretary shall advise all Members of the date, time, venue and agenda for the EGM (which shall be held within the County of Surrey) by formal notice circulated to all Members no later than 28 days prior to the EGM. The agenda shall include a statement by the Club Secretary setting out the reasons for and the matters to be resolved at the EGM. No vote may be taken at the EGM in relation to any matter which was not set out clearly in the agenda as circulated by the Club Secretary with the required formal notice. Any such EGM shall be held no later than 50 days after receipt of the valid notice in question by the Club Secretary.

19.3.3. No vote shall take place at an EGM unless at the time of the vote being called at least 35% of Full Members eligible to vote at that meeting have signed the list under Section 19.1.3. above and are present at the meeting.

20. AVOIDING CONFLICTS OF INTEREST.

20.1. The Chair should remind Committee Members of the need to declare any such interests at any Committee Meeting where the provision of services, or arrangement to supply goods, materials, or any form of services by way of commission or otherwise is discussed and any Committee Members' circumstances may involve, or might appear to involve, clear potential for a material conflict of interest.

20.2. Any Member with such a potential conflict of interest must declare an interest before that discussion and where appropriate the Member in question must withdraw from any vote on the matter.

20.3. The Secretary will record that Member's potential conflict of interest in the Committee Meeting Minutes.

20.4. Sections 20.1 and 20.2 also apply to Section Committee Meetings and should be reported to the Main Committee by the Section Secretary and the potential conflict of interest will be recorded in the Main Committee minutes by the Main Committee Secretary.

20.5. In any event multiple quotes should still be obtained if the expenditure exceeds the figure given in 17.1.

21. DISSOLUTION OR DISPOSAL OF THE ASSETS OF THE CLUB.

No such matters shall be implemented by the Main Committee and or the Trustees unless and until, and then only in the terms approved by vote at an EGM duly called, convened and held in accordance with the requirements of Section 19 and specifically in strict compliance with those provisions making reference to matters under this Section 21.

21.1. Quorum.

No vote relating to any of the matters covered by this Section 21 shall take place at any EGM or AGM of the Club unless at the time of the vote being called at least 75% of Full Members eligible to vote at that meeting have signed the list under the terms of Section 19.1.3. above and are present at the time of the meeting.

21.2. Dissolution of the Club.

This Section 21.2 covers the winding up and full cessation of all activities of the Club.

A reorganisation of the Club, or alteration to its legal status, or structure, or becoming a corporate structure would not trigger Section 21.2.

All of the Club's assets and property will be sold, and together with the Club's funds, the proceeds after all debts and obligations are paid off will be distributed to one or more designated registered charities in existence at the time of the dissolution.

21.3. Disposal of Assets.

21.3.1. In the context of Section 21.3 an asset is defined as any one site owned by the Club or in which it has an interest registered on the title in the Land Registry.

21.3.2. Any proposal to dispose of a Club asset must be passed by at least 70% of the quorum mentioned in Section 21.1 of Full Members eligible to vote at that meeting, and present at the meeting. (This would mean that the proposal would be passed by at least 52.25% of **all** Full Members of the Club eligible to vote).

21.3.3. Subject to section 21.2. any surplus proceeds after disposal of an asset, and where appropriate purchase of a new asset and fitting out thereof, will be held by the Club for benefit of the aims and objectives of the Club as defined in Section 4. of this Constitution.

21.4. Changes to Section 21.

Section 21 and any other part of the Constitution where amendment would or may affect the requirements of Section 21 can only be amended at an AGM or EGM with the quorum present as defined in Section 21.1. and with a vote in favour of any such amendment meeting the level set out in Section 21.3.2.

22. Safeguarding Policy.

This Policy applies to Members using the Club's sites and to visitors using the Club's sites.

All Members of the Club should be aware of the Safeguarding Policy and it is their duty to report transgressions of the Policy in strict confidence to the Club's Welfare Officer.

The purpose of this Policy is to address the legal obligations of the Club regarding protection of children and vulnerable adults who may partake in its activities.

The Club is committed to safeguarding children and vulnerable adults taking part in its activities.

Any Member of the Club failing to comply with the Safeguarding Policy may be subject to disciplinary action.

22.1. Any Member who is concerned about a child or vulnerable adult's welfare, or suspects that a child or vulnerable adult partaking in the activities of the Club may be the subject of abuse, should inform the Club Welfare Officer in strict confidence, who will record it, discuss it with the reporting Member, and take appropriate action.

The Welfare Officer should then report the matter to the Main Committee and attend the Main Committee Meeting to discuss any actions already taken, and any actions yet to be taken. (See 22.5 below).

A child or vulnerable adult may also themselves report abuse to the Club Welfare Officer.

In the event of the Club Welfare Officer being unobtainable the Club Chair or Secretary should be contacted.

22.2. Guidelines for Club Members in relation to children partaking in the activities of the Club.

The provisions of this paragraph 22.2 shall not apply to children where that Member is the parent or guardian of or is the consenting person (as that term is used in paragraph 5.5.6 and who shall in all cases be aged 18 years or over) in relation to those children.

Do not spend excessive amounts of time alone with children.

Do not take children alone on car journeys.

Do not take children alone to the home of that Member.

Do not engage in horseplay or sexually provocative games.

Do not permit inappropriate touching.

Do not permit the use of inappropriate language or sexual comments.

Do not ignore any allegations that a child makes.

Do not do things for children of a personal nature that a child can do for themselves.

22.3. Welfare Officer.

The appointment and removal of the Welfare Officer will be approved by a simple majority of votes of the Main Committee without any requirement for ratification by the Members.

The Welfare Officer holds his/her position for as long as they are able to act, and until such time as they submit their resignation in writing to the Chair or they are removed from their position by the Main Committee.

The Welfare Officer should be the holder of an Enhanced Disclosure and Barring Certificate.

The Welfare Officer is not required to attend Main Committee Meetings, unless he/she has an incident to report, or the Main Committee requests his/her attendance.

23. CONSTITUTION REVISION HISTORY.

1st August 2021: Section 23 added – Constitution Revision History.

1st August 2021: Section 22 added – Safeguarding, placeholder.

1st August 2021: Section 5. First paragraph, requirement for members to have documentary evidence of 3rd party public liability insurance.

1st August 2021: Paragraph 8.5, requirement for guests and visitors to have documentary evidence of 3rd party public liability insurance.

1st August 2021: Paragraph 1.2.11. Main Committee Meetings, provision for video conferences when legal restrictions do not permit face-to-face meetings.

1st August 2021: Paragraph 12.6.2. Section committee meetings, provision for video conferences when legal restrictions do not permit face-to-face meetings

1st August 2021: Paragraph 19.1.9. General Meetings, when legal restrictions do not permit face-to-face General Meetings, the Meetings will be postponed. video conferencing not allowed for General Meetings.

1st August 2021. Section 21. Dissolution or Disposal of Assets. Re-written following comments received.

All the above were passed at the AGM held on 8th September 2021 at the Church of the Good Shepherd, Pyrford, Surrey.

8th February 2022. Paragraphs 5.1.2., 7.2., 7.8. (deleted), 9.1.1., 15.4.3.5. amended. Option to pay registration fee by instalments over 3 years removed. ***Passed at the AGM held on 6th April 2022 at the Church of the Good Shepherd, Pyrford, Surrey***.

8th February 2022. Paragraph 5.5.6 modified to change reference to juniors below age 16 to juniors below age 18. ***Passed at the AGM held on 6th April 2022 at the Church of the Good Shepherd, Pyrford, Surrey***.

19th March 2022. Wording of Section 22, Safeguarding Policy inserted. ***Passed at the AGM held on 6th April 2022 at the Church of the Good Shepherd, Pyrford, Surrey***.

12 Apr 2023. Revised section 7 Application Process for New Members to reflect current practise ***Passed at the AGM held on 12th April 2023 at the Church of the Good Shepherd, Pyrford, Surrey***.

9th April 2023 V11 All passed at AGM 9Th April 2025: -

This paragraph removed from section 5: All members of the Club must provide written documentary proof of 3rd party public liability insurance, covering the use of their models, before operating their models at any of the Club's sites.

Definition of Family Membership changed: -

5.6.1. Family membership is available limited to two members, composed of either 1 adult and one active child or 2 active adults

5.6.2. Children being under the age of 18 at the beginning of the subscription year.

9.2.2 Changed to indicate membership year runs from 1st January to 31 December.

9.2.3 Changed to indicate membership fees must be paid by 31st December.

9.2.4 Changed to 31st December for those who cannot pay by that date.

9.2.5 Also changed to 31st December.

New paragraph:

9.2.6 If a member requests a late payment, as per 9.2.5, 2 years in a row, then their membership is automatically terminated forthwith, and they must re apply for membership, and paying a joining fee, if they wish to continue as members of the club.

12th May 2026 V12 All passed at AGM 29Th April 2026: -

5.6.1 Family membership is available limited to two members, composed of either 1 adult and one active child or 2 active adults

5.13. All members should be able to prove their membership while present at the club's sites or events by means of a copy of payment receipt from WebCollect

7.1. The prospective member shall contact the Membership Secretary who will then send the Applicant the Application Form and Associated Forms. and arrange for them to meet at the Lead Section site as defined in 7.3. below. The Lead Section Secretary shall inform the Applicant if there is a Waiting List (See 7.10 to 7.13 below) and tell the Applicant that their application for Membership will be processed and their name added to the Waiting List if approval for Membership is granted.

7.3. Three Full Members of the Club, of at least one full calendar year's standing, shall be required to sign each Application Form. The Application Form shall be signed by a different Full Member on each of three separate visits to the Lead Section site within 3 months.

5.6.6. Only the lead Family Member is required to pay a registration fee or annual subscription and may vote at any EGM or AGM. Lead Family Members and Adult Family Members are eligible for election to serve on the Main Committee. Junior Family Members are not eligible for election to serve on the Main Committee or vote at any EGM or AGM.

11.2.9. Club Trustees. See paragraph 13 for definition of Trustees Roles (NB Trustees defined as committee members).