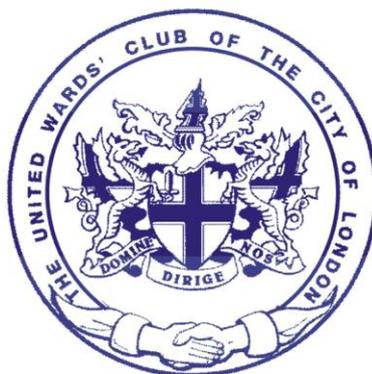


The United Wards' Club of the City of London



RULES

March 2016

THE UNITED WARDS' CLUB OF THE CITY OF LONDON

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THE UNITED WARDS' CLUB OF THE CITY OF LONDON

RULES

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| Name | 1 | The name of the Club is “The United Wards’ Club of the City of London” (“the Club”). |
| Objects | 2 | <p>The objects of the Club are:</p> <ul style="list-style-type: none">(a) To promote a spirit of citizenship; to maintain the traditions and prestige in all civic affairs of the City of London; and to encourage and foster the Ward Clubs within the City of London.(b) To maintain contact with, and make representations to the Rt. Honourable the Lord Mayor, The City of London Corporation, Members of Parliament, Government Departments, local and public Authorities, The Guild of Freemen of the City of London, The City Livery Club, and the Royal Society of Saint George City of London Branch, and other appropriate bodies and individuals on matters of general or special concern to the Club or its Members.(c) To promote social facilities for Members to meet one another and to entertain their friends.(d) To arrange visits to places of interest in the United Kingdom and abroad.(e) To arrange talks by competent speakers.(f) To promote a united voice on behalf of the City of London and its Ward Clubs and other institutions; and by so doing extend the Club’s influence in safeguarding those ancient and proper forms of the City’s Civic Administration and in defending its tradition; and where appropriate to support any desirable proposals as may, from time to time, be advanced, for the revision thereof.(g) To make grants and contributions to charitable organisations and worthy causes.(h) To seek to promote unity between the United Kingdom, the Commonwealth, and goodwill with other countries.(i) Generally, to undertake any activities likely to benefit the Club, the Ward Clubs and their Members. |
| Qualification of Membership | 3 | A candidate for admission as Life or Annual Members of the Club shall be a Liveryman or Freeman of the City of London or a Member of a Ward Club in the City of London or shall otherwise satisfy the Governing Body that he has a direct or indirect interest in the civic, social or business affairs of the City of London. |
| Classes of Members | 4 | There shall be four classes of Members of the Club, namely, Life Members, Annual Members, Associate Members and Honorary Members, and in these rules the word “member” shall (where the context admits) include all such classes. |

- (a) Life Members. Any member over 60 years of age may upon election, or at any time thereafter, pay in addition to the Entrance Fee then payable a single subscription of such amount as shall from time to time be approved by the Governing Body and shall thereupon become a Life Member and be entitled to all the privileges of membership for life (unless expelled under Rule 9). However nothing in this provision shall impose an obligation on existing members of the Club to pay an Entrance Fee on the adjustment of the class of their membership to Life terms.
- (b) Annual Members. Annual Members shall pay their subscriptions in advance on the first day of January in each year, and in the event of an Annual Member failing to pay the subscription for three months after the same shall be due, the Secretary shall send a written notice to pay the same within one month of such notice and if the subscription shall not be paid by then the Member's name may be removed from the list of members. Provided that such removal shall first have been approved by the Governing Body which shall have the right to hear any explanation from the member, and in its absolute discretion may maintain such member in membership on such terms as it shall reasonably specify.
- (c) Associate Members:
 - (i) Each Ward Club in the City of London shall be eligible to become an "Associate Ward Club" and shall be entitled, upon admission to membership of the United Wards' Club and upon payment annually of a sum determined from time to time by the Governing Body in accordance with (v) below, to nominate one of its members to serve on the Governing Body as a nominee of that Associate Member "the Nominee". Nomination of an Associate Member shall be made by, or on behalf of, the Executive Body of the Ward Club, in writing, signed by two Officers of the Ward Club, such nomination being delivered to the Secretary of the United Wards' Club in accordance with these Rules. All applications by Ward Clubs to become Associate Members shall be submitted to the Governing Body and upon approval of membership an Associate Ward Club shall be advised by the Secretary in writing accordingly.
 - (ii) If for any reason the Nominated Member of an Associate Ward Club is unable to attend a meeting of the Governing Body of the United Wards' Club that Club may appoint a substitute who may attend and take full part including the exercise of voting rights in the proceedings of the Club. Such appointment for the next following meeting shall be made in writing by the Chairman or Secretary of the Ward Club concerned and shall be handed to the Secretary prior to the opening of the Governing Body meeting in which the substitute is to participate.
 - (iii) Such nominations by Associate Ward Clubs of the Nominee shall be for a period not exceeding three years. Where a

vacancy is created by death, resignation or withdrawal of nomination of the Nominee the Associate Ward Club shall have power to fill such vacancy and the person so nominated shall serve the unexpired period of his predecessor's term.

(iv) Provided always that Membership of the Club by an Associate Ward Club shall not preclude any Ward Club from taking individual action in matters which affect the particular interests of the Ward Club or which affect the Ward in which that Club is situated. Nothing in these Rules shall limit an Associate Ward Club from electing its own Honorary or other Officers in the manner it deems fit nor making its own Rules or Regulations for the proper conduct of its business.

(v) Upon becoming an Associate Ward Club, an annual fee of a sum as shall from time to time be determined by the Governing Body shall become payable by the Ward Club to the United Wards' Club and shall be payable during the continued membership as an Associate Ward Club, in advance on the first day of January in each year.

(d) Honorary Members. The Governing Body may at any Annual General Meeting nominate for election as Honorary Member for Life any person who in its opinion shall have rendered outstanding service to the Club and if such Honorary Member shall immediately before such election as such have been an Annual Member, he shall not thereafter be liable to pay any Annual Subscription, but shall be entitled to all the privileges of membership and to attend all Meetings of the Club, and to record any vote at such Meetings.

Entrance Fee and Subscription

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Until otherwise determined from time to time by the Governing Body, (a) every Life and Annual Member shall on being admitted a member of the Club pay an Entrance Fee to be determined from time to time by the Governing Body and (b) other than Life and Honorary Members every member of the Club; associate members nevertheless paying such fee as is specified in Clause 4(c)(i) hereof: shall pay an Annual Subscription of such amount as shall from time to time be approved by the Governing Body, provided that the first Annual Subscription of a member elected on or after the first day of July in any year shall be one half of the Annual Subscription payable for such year.

Election of Members

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The election of members shall be vested in the Governing Body which may authorise the Secretary to admit to membership applicants who meet criteria that may be defined from time to time by the Governing Body. Applications which do not match these criteria shall be referred to the Governing Body.

Procedure on Election of Members

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As soon as practicable after election, notice thereof shall be given to such member by the Secretary, and shall be furnished with a copy of the Rules of the Club and shall be requested to remit to the Secretary within one month from the date of such request the amount of the Entrance Fee and the first Annual Subscription or Life Subscription. Upon payment thereof he shall become a member of the Club, and be entitled to all the

benefits and privileges of membership and be bound by the Rules for the time being of the Club. The names and the class of membership of each new member shall be recorded in the Minute Book of the Club.

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| Resignation of Members | 8 | Any member or any Associate Ward Club may resign membership by giving to the Secretary notice in writing to that effect. Every such notice shall be deemed to take effect from the date of the notice unless otherwise agreed. |
| Expulsion of a Member | 9 | It shall be the duty of the Governing Body if at any time it shall have resolved that the interests of the Club so require, by letter, to invite a member to resign from the Club within the time limit specified in such letter. In the event that such member shall fail to resign within the ensuing 21 days the Governing Body shall in writing notify that member that the issue of his expulsion is to be considered at a meeting of the Governing Body to be held on one of not less than 5 specified alternative weekdays convenient for the meeting to be held not less than 42 nor more than 60 days following the date of the notice convening the meeting, and which notice shall also invite the member within 14 days to nominate one of the specified alternative weekdays for the meeting. At such Meeting which, in the event of the member having failed to nominate a convenient date, shall be called on one of the specified alternative weekdays referred to in the notice convening the meeting the member he shall be invited to offer an explanation of his conduct orally or in writing and make such representations as he shall think fit. If at such Meeting and following consideration of all appropriate representations two-thirds of the members of the Governing Body then present shall vote for expulsion, such Member shall thereupon cease to be a member of the Club, provided that the voting at any such Meeting shall be by ballot. |
| Effect of ceasing to be a Member | 10 | Any member ceasing to be a member of the Club, shall have no right to, or claim upon, the Club, its property or funds. |
| The Governing Body | 11 | The Club shall be managed by a Governing Body consisting of the President, all Past Presidents, two Vice Presidents and 14 members (hereinafter called the "Elected Members") and in addition the nominees of Associate Ward Clubs. The Honorary Treasurer, and the Honorary Editor of the Journal and the Honorary Solicitor shall be ex-officio members of the Governing Body and the former two only shall enjoy full voting and other rights of the Club. |
| Officers of the Club | 12 | The President, Vice Presidents, Honorary Treasurer, Honorary Editor and Honorary Solicitor constitute the Officers of the Club. Each must be a member of the Club. |
| Election of President | 13 | The President shall be elected at the Annual General Meeting each year by the members present. Every candidate for such office shall be nominated by any two members of the Club only one of whom may be an Associate Member and if there shall be more than one such nomination the President shall be elected by a majority in a ballot by the members present at such meeting. |
| Election of Vice Presidents | 14 | There shall be one Senior Vice President and one Junior Vice President of the Club who shall each individually be elected at the Annual General |

		Meeting each year by the members present after having been nominated by any two members of the Club only one of whom may be an Associate Member and if there shall be more than one such nomination those Officers shall be so elected by a majority in a ballot by members present at the Annual General Meeting.
Recommendation for Election of President and Vice Presidents	15	Past Presidents of the Club, together with the serving President, shall meet as they determine, but not less than once yearly, for the purpose of, inter alia, making recommendations as to the Candidates for the election to the office of President, the Senior Vice President and the Junior Vice President for the ensuing year. They may discuss any matter that they consider relevant and make further recommendations accordingly. They shall report their recommendations to the Governing Body and the President will indicate such recommendations at the Annual General Meeting for consideration.
Election of Elected Members	16	The Elected Members, each of whom shall have been members of the Club for at least two years, shall be nominated in writing by any two members of the Club of whom only one shall be an Associate Member, shall be elected by a majority in a ballot of the Members of the Club present at the Annual General Meeting.
Term of Office	17	The term of office of an Elected Member shall be for not more than three years when he shall retire but may seek re-election subject the provisions of Rule 18.
Retiring Elected Members may seek Re-election	18	Any Elected Member retiring shall be eligible for nomination and re-election but after serving four consecutive terms shall then no longer be eligible for re-election though may then again be elected at any subsequent election but subject then to the same provisions as are specified in this Rule 18 when such Elected Member shall have again served four consecutive terms.
Voting Rights	19	The election of the President, Vice Presidents and Elected Members shall be by a show of hands at the Annual General Meeting, unless a poll be demanded by any member of the Club present at such Meeting. Whether any election be by show of hands or by a poll every member shall be entitled to record one vote only for each vacancy to be filled.
Nomination Papers	20	All nomination papers for the election of the President, Vice Presidents and Elected Members must be signed by any two members of the Club, in respect of the President and Vice Presidents pursuant to Rules 12 and 13, and sent to the Secretary 10 working days before the date fixed for the holding of the Annual General Meeting.
Provision in the Event of Equal Number of Votes	21	On the taking of the ballots for the election of President, Vice Presidents and Elected Members if any two or more candidates shall secure an equal number of votes, a second ballot shall be taken by the Members of the Club then present. In the event of equality after such second ballot the question of who shall have been elected shall thereupon be determined by the drawing of lots.
Notices, etc, of the Annual General Meeting	22	The Secretary shall on the instructions of the Governing Body send to each member at least 21 days before the holding of the Annual General

to be sent to Members		Meeting written notice of the date, time and place of the Meeting and the business to be transacted thereat, including particulars of the vacancies to be filled, and inviting nominations in writing for such vacancies.
Annual General Meetings	23	<p>The Annual General Meeting of members shall normally be held not later than the month of March in each year, when the following business shall be transacted:</p> <p>(a) The Reports and Accounts of the Club, for the last financial year, duly reported upon by the Honorary Auditor of the Club, shall be presented and submitted for adoption by the Meeting. A copy of such Accounts shall be supplied at the Meeting to every member present and at his cost by post as soon as reasonably practicable to any absent member upon his written request.</p> <p>(b) The Honorary Treasurer, the Honorary Solicitor, the Honorary Auditor and the Honorary Editor of the Journal shall each individually be elected at the Annual General Meeting each year by the members present after having been nominated by any two members of the Club only one of whom may be an Associate Member and if there shall be more than one such nomination those Officers shall be so elected by a show of hands.</p> <p>(c) Any other business which can properly be transacted at an Annual General Meeting, of which at least 28 days' notice in writing shall have been given to the Secretary by the member introducing the same, so as to be included in the Agenda for such meeting.</p>
Appointment and Duties of General Purposes Committee	24	At the first Meeting of the Governing Body to be held after the Annual General Meeting the members present shall elect from their members ten members (which shall include the President for the time being, at least one Past President, the Vice Presidents and at least two Elected and one Associate Member, together with the Immediate Past President, the Honorary Treasurer and the Honorary Solicitor of whom the latter shall hold for the safe custody all contracts of employment and others of a material nature) to form a General Purposes Committee (hereinafter called "the Committee"). It shall be the duty of such Committee to deal with all matters which may be referred to it by the Governing Body, including the finances of the club and future functions, and it shall report its recommendations and observations to a subsequent meeting of the Governing Body, unless in any case it shall have been given power by the Governing Body to act, in which event it shall be authorised to give the necessary instructions or directions to the Secretary to put its decision into effect. Any five members of the Committee shall form a quorum.
Meetings of the Governing Body	25	The Governing Body shall meet for the despatch of business as often as shall be necessary and not less than three times a year on 21 days' written notice, save in case of emergency, at such times and at such places as the President or, on his death, ill-health or incapacity provided no such successor shall at that time have been appointed pursuant to Rule 32 the Vice President shall determine. It may also be summoned to meet on 21 days' written notice save in case of emergency upon the signed requisition of not less than ten members of the Governing Body. Any

such requisition shall state the objects of such Meeting. Any ten members of the Governing Body shall form a quorum.

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| Chairman of Meeting and Voting Rights | 26 | At all Meetings and for all other purposes of the Club the President or on his death, absence, ill-health, incapacity or unwillingness so to act the Senior Vice President or on his death absence ill-health incapacity, or unwillingness to act the Junior Vice President or on his death, absence ill-health, incapacity or unwillingness to act the Immediate Past President shall take the Chair. Every member entitled to vote shall exercise one vote on every motion and, in case of an equality of votes, the Chairman shall have a second or casting vote. |
| Special General Meeting | 27 | The Governing Body may or at the request of not less than 15 members shall at any time for any purpose call a Special General Meeting of the members of the Club on 21 days' notice in writing save in case of emergency at which meeting 10 members of whom no more than 5 shall be Associate Members, shall form a quorum. The letter convening the Special Meeting shall define the reason for which it is convened. |
| Ordinary Meetings | 28 | Other than those of the Governing Body Ordinary Meetings of the Club shall be held at such times and places as may be determined by the Governing Body by 21 days' written notice save in case of emergency. |
| Appointment of Secretary and others | 29 | The Governing Body shall have power to appoint a fit and proper person to be Secretary of the Club at such remuneration, and upon such other terms and conditions, as it shall from time to time determine, and it may terminate the appointment of such Secretary by proper notice if in its opinion it is in the interests of the Club so to do. The Governing Body may also appoint such other persons who need not be members of the Club upon such terms as it thinks fit whose role shall be to assist the Secretary in the fulfilment of his duties. |
| Duties of Secretary | 30 | (a) It shall be the duty of the Secretary: <ul style="list-style-type: none">(i) to send out notices to the members of the Club for all subscriptions and other moneys due to the club.(ii) to keep correct records of all moneys received and disbursed by him for and on behalf of the Club and he shall provide the Honorary Treasurer with full details of such receipts and disbursements to enable the Honorary Treasurer to keep true accounts of all moneys received and expended for and on behalf of the Club. The Secretary may engage a facilitator at Meetings to take the Minutes.(iii) forthwith to pay all moneys so received into the Club's bank account or to forward them to the Honorary Treasurer.(iv) to circularise members of the Club giving them notice of all meetings and functions which they are qualified to attend to be held, and personally to attend all business Meetings of the Club, and all Meetings of the Governing Body and the Sub-Committee, and to keep a correct record of all the business transacted thereat in the appropriate Minute Book. |

- (v) to carry out such other secretarial duties as shall be assigned to him by the Governing Body.
- (b) other than upon the authority of the Governing Body the Secretary shall not be empowered to enter into any contract, bond or other agreement so as to impose any liability on the Club, but in respect of any such duly authorised contract bond or other agreement, the Secretary shall be held fully and effectively indemnified by the Club.
- Duties of the Honorary Auditor** 31 It shall be the duty of the Honorary Auditor to report on the Accounts of the Club for the financial year in accordance with accepted auditing standards as shall from time to time be issued by the Auditing Practices Board or its successors. The Honorary Auditor may, at the discretion of the Governing Body, be granted an Honorarium for his services each year.
- Appointment and Duties of Trustees** 32 The Governing Body may appoint not less than two nor more than four persons to be Trustees of the Club. The Trustees shall act as they may be directed by Resolution of the Governing Body (of which an entry in the Minute Book shall be conclusive evidence) and they shall be fully and effectually indemnified against any loss, damages and costs out of the property of the Club, provided that any such indemnity shall not be deemed to extend to any breaches of trust or negligence on the part of the Trustees or any of them.
- Filling Casual Vacancies** 33 A casual vacancy occurring by death or resignation of the President, either or both Vice Presidents or an Elected Member or the Officers of the Club during the year shall be filled by the Governing Body as soon as possible after such vacancy shall occur. Any member so appointed to fill a casual vacancy shall automatically retire at the next Annual General Meeting, but shall be eligible for election at such Annual General Meeting, on being properly nominated.
- Retirement and Re-election of Officers** 34 The Officers shall retire at each Annual General Meeting, but shall be eligible for re-election.
- Special Resolutions** 35 Any member desirous of moving any Resolution at the Annual General or other Meeting shall give notice in writing of the Resolution he proposes to move to the Secretary not less than 28 days before the holding of the Annual General meeting or at any other business Meeting of the Club and a copy of the proposed Resolution shall be circulated to the members with the Notice of the Meeting.
- Bankers** 36 The Bankers of the Club shall be such as the Governing Body shall from time to time appoint and all banking activities shall be conducted on those Bankers' terms and conditions of trading for the time being.
- Operation of Banking Accounts** 37 The Governing Body shall determine from time to time the operation of the banking accounts of the Club, including electronic banking, and shall determine the limits within which the Honorary Treasurer and the Secretary and such other Officers as it thinks fit may operate the banking accounts. It shall be the duty of the Honorary Treasurer to notify the Club's Bankers from time to time of any change in the Banker's

		Mandate.
Accounts	38	The Governing Body shall cause the Club's Honorary Treasurer to monitor the day to day financial wellbeing of the Club and to prepare Accounts annually from the accounting records which shall give a true and fair view of the Club's financial position at the end of its financial year and of its activities during the year. The Accounts shall conform with current accounting and reporting standards from time to time applicable to unincorporated members clubs.
Accounting Records	39	The Governing Body shall take such steps as are necessary to ensure that proper accounting records of the Club are maintained and that they disclose the proper financial position of the Club.
Investment of Funds	40	Funds belonging to the Club which the Governing Body may decide to invest shall be so invested in any investments from time to time authorised by law in the widest range for the investment of Trust Funds, or in the purchase of or mortgage of freehold or leasehold properties (the latter having not less than 60 years unexpired at the date of such investment) or in any leading Building Society or Deposit Taking institution in Great Britain recognised for that purpose by the Bank of England.
Duties of the Honorary Treasurer	41	At least once in every year the Accounts of the Club shall be prepared by the Honorary Treasurer and duly audited by the Honorary Auditor. A copy of such Accounts signed by the Honorary Treasurer and as reported upon by the Honorary Auditor shall be printed for circulation. The Honorary Treasurer shall pay all bills due from the Club promptly and shall ensure all cheques and other payments in the Club's favour are promptly credited to its Bank Account.
Financial Year	42	The financial year of the Club shall commence on the 1st January and shall end on the 31st December in each year unless the Governing Body shall otherwise determine.
Honorary Editor	43	The Governing Body shall have power to appoint an Honorary Editor of the Journal who shall be an ex officio member of the Governing Body.
Record of Members to be kept	44	It shall be the duty of the Secretary to keep and maintain a record of the name, address, telephone number and email address of each member of the Club, and the date of his admission, and the class of membership to which he belongs, and all changes and the class of membership shall be amended and kept up to date. A copy of such list of members with details of membership shall circulated from time to time among all the members as and when and by such means as may be determined by the Governing Body. Any member may instruct the Secretary in writing to withhold any part of his personal information other than his name from the published list. The list of members may only be used by members for Club business and shall not be made available to any other person for any purpose whatsoever.
Addresses of Members	45	Every member of the Club shall from time to time notify the Secretary of changes to his address, telephone number and email address, and all notices addressed to a member and sent to him at the last address for the

time being so notified whether by post or by email shall be considered as having been duly delivered two days following the date of sending. It shall be the duty of the Secretary at all times to ensure that all records of members' personal details are kept in accordance with the terms of relevant data protection legislation.

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| Badges of Office | 46 | The Club shall provide a President's and Vice Presidents' Badges and such other badges as the Governing Body may from time to time decide. The holders of such Badges shall be responsible for their safe keeping. |
| Retiring President's Badge | 47 | The retiring President each year shall be presented with a Past President's Badge, the cost of which shall be defrayed from the general funds of the Club. |
| Further Copy of Rules | 48 | Any member shall on request by him be entitled to a further copy of these Rules at such sum as may be decided by the Governing Body. |
| Electronic Communications | 49 | For the avoidance of doubt, the Club will use electronic methods of communication when such are available and all notices and correspondence sent electronically have equal validity with those sent by post. All references in these Rules to written communication include electronic means of communication. |
| Repeal or Amendment of Rules | 50 | These Rules may be amended by Resolution providing full details of any proposed change at any Annual or Special General Meeting, provided that no such Resolution shall be deemed to have been passed unless it be carried by a majority of at least two thirds of the members present and voting thereat. |
| Amalgamation or Winding up and Asset Protection | 51 | The Club may cease to function either by amalgamation with a club organisation or association being broadly similar or by being wound up voluntarily, and in either case only after a resolution requiring the Club so to do shall be passed by a majority of not less than both 75% of those present and 50% of those eligible to vote at a Special General Meeting of the Club convened for that purpose within Greater London. No member of any class shall be entitled to receive any part of the assets of the Club and any such assets for distribution after providing for the liabilities of the Club and the expenses of amalgamation or the winding up shall in the case of amalgamation be transferred to the body with which the Club is to amalgamate, and in the case of winding up be distributed to an appropriate charity or charities as shall be identified in the resolution winding up the Club. |
| Interpretation of Rules | 52 | <p>(a) The Governing Body shall be the sole authority for the interpretation of these Rules and its decision upon any question of interpretation or upon any matter affecting the Club, and not provided for by these Rules shall be final and binding on the members.</p> <p>(b) In these Rules where the context so admits the use of the masculine gender shall include the feminine and vice versa, and the singular number shall include the plural.</p> |