

Newbury Model Railway Club Constitution

26th January 2024

1 Title

The club shall be known as the NEWBURY MODEL RAILWAY CLUB, referred to within the constitution hereafter as "the Club".

2 Aims and objectives

The aim of the Club shall be to bring together those people who are interested in all aspects of the construction and operation of model railways.

3 Membership

- 3.1** Membership shall be open to anyone on the invitation of the committee following the attendance at a minimum of 4 club meetings. No subscription shall be due during this probationary period.
- 3.2** All new members will be issued with a copy of this constitution along with a copy of the Club Rules and they will be bound by the rules and conditions contained within both documents.
- 3.3** Adult members are persons aged 18 years or over.
- 3.4** Junior members are persons under the age of 18 years and shall pay a reduced subscription rate compared to adult members.
- 3.5** Junior members under the age of 16 years shall be accompanied by a parent or guardian of 18 years or older at all times.
- 3.6** The Club shall not be responsible for any personal injury to members or for loss or damage to personal possessions.
- 3.7** Honorary membership of an existing adult member may be conferred at the discretion of the committee and confirmed by resolution at the following Annual General Meeting. Honorary members need not pay a subscription.
- 3.8** Members who fail to renew their subscription in accordance with section 5 within three calendar months from expiry shall be deemed to have relinquished membership. Extenuating circumstances may be taken into consideration if the secretary is notified as soon as possible.
- 3.9** The committee shall have the power to suspend or terminate the membership of any member not complying with the conditions of the constitution. The member shall be advised in writing by the Secretary of such suspension or termination. The member may appeal against the

decision within one calendar month of receiving such notice; the appeal to be heard at the next committee meeting.

4 Conditions of membership

It is a condition of membership that:

- 4.1** Members will not use the Club's name for the purpose of trading;
- 4.2** Members will not indulge in any activity which may bring the Club's name into disrepute;
- 4.3** The Club shall not be liable for the safety of members, or their property, whilst attending any event organised by the Club; and
- 4.4** The cost of materials etc. for the construction of club layouts will be reimbursed to members subject to the conditions stated in Section 8. Such costs will not include the purchase or construction of locomotives and/or rolling stock which will be deemed to be the members' personal property.

5 Subscriptions

- 5.1** Subscriptions shall be due on the first Friday after the first day of January and the first day of July and shall cover the six months between those dates.
- 5.2** The date a new member's first subscription becomes due shall lie at the discretion of the committee. The subscription for a new member will be calculated on a pro-rata basis in one sixths, starting on the first of the month following the acceptance of membership.
- 5.3** If membership is terminated or the member resigns from the Club then no subscription refund shall be made.
- 5.4** The annual subscription shall be decided by a majority vote of the committee and presented, for ratification by majority vote of the membership, at the next Annual General meeting. Any change to the subscription shall become effective from the following first day of January.

6 Officers and committee

- 6.1** The business of the Club shall be managed by a committee consisting of one Chair, one Secretary, one Treasurer, one Exhibition Manager, up to four ordinary adult members, and up to two ordinary junior members. Ordinary junior members of the committee shall be 16 years of age or older, and all other committee members shall be adult members. These officers of the committee shall act on behalf of the Club and without personal liability.
- 6.2** All officers of the committee shall be fully paid-up members from time of election and throughout their tenure in accordance with section 5. Any officer of the committee who has relinquished membership (see clause 3.8) shall be deemed to have resigned from the committee.

- 6.3** The officers of the committee shall be elected at the Annual General Meeting; being eligible for re-election at the following Annual General Meeting. A casual vacancy may be filled by a member of the Club, at the discretion of the committee, such member being co-opted until the next Annual General Meeting when the member becomes eligible for re-election if necessary. Other members may be appointed to specific tasks and may attend meetings of the committee as appropriate. All positions are honorary.
- 6.4** The committee shall meet at least twice a year. The quorum necessary for the transaction of committee business shall be four committee members. Matters arising shall be decided by a majority vote. In the event of a tied vote the Chairman or his appointed deputy shall have the right to a second (casting) vote.
- 6.5** The committee shall, at its discretion, appoint sub-committees and these shall include at least one committee member.
- 6.6** The committee shall be responsible for maintaining and updating the Club Rules as and when is necessary.

7 General meetings

The quorum for any General Meeting shall be 50% of the fully paid-up members of the Club. Only fully paid-up members may vote at a General Meeting.

7.1 Annual General Meeting

- 7.1.1** This shall be held once in each calendar year and not more than fifteen months after the previous Annual General Meeting for the purpose of electing Officers of the Club, to adopt the annual accounts and to transact any other business specified in the notice convening the meeting. Such notice shall be posted no later than 28 days prior to the meeting.
- 7.1.2** The Secretary of the Club must be advised of any items for inclusion in the agenda no less than 14 days prior to the date of the meeting and of matters for discussion under the heading 'Any other Business' no less than 7 days prior to the meeting.
- 7.1.3** The Secretary of the Club may be advised of any nominations for Officers of the committee before the start of the meeting. In the absence of any nominations for a post the Chair (or Acting Chair, in the absence of the Chair) may accept nominations from the floor. Only fully paid-up members of the Club may seek nomination. All nominations must have the consent of the member concerned and the support of two other fully paid-up members of the Club.

7.2 Extraordinary General Meeting

An Extraordinary General Meeting may be held at any time on the decision of the Committee or not less than five fully paid-up members of the club. Not less than 14 days' notice shall be sent to all members and only the business specified on the notice may be transacted.

8 Finances

- 8.1** The funds of the Club shall be under the control of the committee and no expenses will be settled or monies paid out except as approved by the committee, who shall be empowered to authorise the treasurer to meet specified expenses where appropriate without the need to refer back in every instance. Such funds and any profits or interests, which may accrue from time-to-time, shall be devoted exclusively to the purposes of the Club. All monies received by the Treasurer shall be placed in a bank or building society account as approved by the committee. All Cheques and other orders (excluding electronic bank transfers e.g. BACS) shall be signed by any two of the nominated signatories who must be officers of the committee of the Club. At least two officers of the committee in addition to the treasurer of the Club shall oversee all electronic bank transfers.
- 8.2** The financial year shall commence on 1st October and the Treasurer shall keep proper books of account. The Treasurer shall prepare accounts, including a balance sheet, summarising the assets and liabilities of the Club at year-end, which shall be handed to all members present at the Annual General Meeting.

9 Club Assets

Items of any kind (e.g. physical, electronic/virtual) relating to the activities of the Club which may from time to time be donated to, loaned to, bequeathed to, or purchased by the Club and which are held in trust by individual Officers of the Club shall be relinquished either on termination of office or on written instruction to do so from the committee following a majority vote. Similarly, any such items, which may be held in trust by other members of the Club, shall be given up on cessation of membership or similar instruction from the committee.

10 Online presence

- 10.1** The official website of the Club (including associated domain names), the official emailing list of the Club, and all official social media accounts (including pages, portals etc) of the Club (hereafter referred to as Club Online Resources) shall be managed by the secretary.
- 10.2** Members shall not create any websites, emailing lists, or social media accounts purporting to be the Club without first obtaining written permission from the committee.
- 10.3** All Club Online Resources and all credentials associated with these (including but not limited to: account names, usernames, passwords, authentication tokens, etc but excluding any members' own accounts that have been granted access privileges) shall be considered Club Assets, and therefore subject to the rules stated in section 9.
- 10.3** The secretary may, at their discretion, assign duties to other members for one or more Club Online Resources but shall remain responsible. Such assignation may include granting privileges to Club Online Resources to members' own accounts.
- 10.4** Members who have been assigned duties relating to Club Online Resources shall take reasonable precautionary measures to ensure the ongoing security of these, including, but not limited to:

- not sharing credentials with anyone unauthorised to know them; and
- using strong passwords (preferably 12 alphanumeric characters or more) and multi-factor authentication (if available).

11 Amendments to the Constitution

Amendments to the constitution shall only be approved at either an Annual General Meeting or an Extraordinary General Meeting. Any proposal for such amendments must be included on the relevant agenda before the notice of such meeting is sent out to members. A majority vote of at least two thirds of the membership present that are entitled to vote at such meeting is required for the amendments to be adopted by the Club.

12 Dissolution

The Club may be dissolved by a resolution to do so passed at an Extraordinary General Meeting called solely for that purpose by a two thirds majority vote of those fully paid-up members present at the meeting. Any funds and assets of the Club remaining after the dissolution and settlement of any outstanding liabilities shall be transferred to one or more organisations having similar aims and objectives, such organisations being specified by the Extraordinary General Meeting dissolving the Club.