



RULES of the LEEDS AND DISTRICT TRACTION ENGINE CLUB

(incorporating the British Fairground Society)



21st October 2003

1. TITLE:

The title of the Club shall be:

**Leeds and District Traction Engine Club
(incorporating the British Fairground Society)**

2. AIMS and OBJECTIVES:

The aims and objectives of the Club shall be:

- a. To preserve records of ancient fairground machinery, steam road vehicles and associated equipment and to make such information available to the Club members.
- b. To purchase, acquire, hold or dispose of any such machinery, transport or equipment for the purpose of preservation.
- c. To co-operate with other clubs or bodies having similar or sympathetic aims and generally do all such acts as shall further the aims and objectives of the Club.
- d. To organise displays of exhibits relating to the preservation movement for the benefit of the Club members by rallies and exhibitions, and in addition to assist in keeping the spirit of the preservation movement alive.
- e. To make available to all members photographic or documentary records relevant to the fairground and the steam preservation movement.

3. MEMBERSHIP:

- a. The Club shall have two classes of membership, viz.
Full Members and Associate Members.
- b. Definition of classes:
 - i. **Full Members** are **Adult**, all persons within the **Family Membership, Young Persons** (under 18 years), **Senior Citizens, Life and Honorary**.
 - ii. **Associate Members** are those persons granted membership forthwith for a period not exceeding 72 hours.
- c. An application for Full Membership must be signed by or on behalf of the applicant. The election of Full Members of the Club shall be by the Executive Committee and no person or body of persons shall become a member of the Club unless and until so elected nor shall the Executive Committee be required to give any reason for the non-election of an applicant.

- d. When a person or body of persons has been granted membership, or has been elected and has paid an annual subscription, they shall be a member of the Club and shall be deemed to have agreed to be bound by these Rules and Bylaws made hereunder.
- e. **Full Members** of the Club, except Life and Honorary members, shall pay a yearly subscription of not less than £3 or such other sum as a General Meeting shall from time to time determine. Each full member, 18 years or over, shall be entitled to one vote at any General Meeting.
- f. **Family Membership** includes one or two adults and up to a maximum of four young persons, all to use the one address, and shall pay a yearly subscription of such sum that a General Meeting shall from time to time determine.
- g. **Life Membership** shall be granted to any person by payment of a fixed amount that shall be ten times the Full Members' Adult yearly subscription, or be bestowed on a member at the discretion of the Executive Committee.
- h. **Honorary Membership** shall be bestowed on any person elected by the Executive Committee for such period and subject to any such condition as they think fit.
- j. **Associate Membership** shall be granted upon payment of a fee to be fixed from time to time by the Executive Committee. An Associate Member shall not be entitled to vote at any General Meeting but shall be entitled to such privileges as the Executive Committee may from time to time determine.
- k. Any member not renewing their subscription within two months following the renewal date of that subscription shall be deemed to have resigned their Membership by default, but may at any time thereafter apply for Membership of the Club in the recognised manner.
- m. The Executive Committee may at any time and without stating reason refuse to accept a renewal of the subscriptions of any member.
- n.
 - i. The Executive Committee may by resolution communicate to any member, in writing, the grounds upon which it proposes to act, and call upon that member to resign from the Club. If the member does not so resign within 28 days after being so called upon, the Executive Committee may by resolution terminate that membership.
 - ii. Before coming to any decision the Executive Committee shall give to the member affected proper facilities for stating their case to them either orally or in writing as the Committee may determine.

4. EXECUTIVE COMMITTEE:

- a. The business and affairs of the Club shall be managed by an Executive Committee of Full Members of the Club, 18 years or over, consisting of the President, Chairman, Honorary Secretary, Honorary Treasurer and not more than six elected full members of the Club.
- b. The Office of President shall be filled by a suitable person invited to accept the position by unanimous decision of the Executive Committee. The term of office will normally be three years but alternative arrangements may be considered if necessary. The Executive Committee recommendation shall be conveyed to the members at the next following Annual General Meeting.
- c. The Chairman of the Club shall retire after three years of office but shall be eligible for re-election.
- d. The Honorary Secretary and Honorary Treasurer of the Club shall continue in office until such time as they wish to resign or until such time as the Executive Committee requests their resignation.
- e. The six elected officers shall retire in such an order that only two three-year positions are elected every year. If an elected member does not for any reason complete the term for which they are elected then a member elected to replace that position shall only hold that position for the unexpired

term of office of the member they succeed. When the number of positions that fall vacant is greater than two then the candidate with the highest number of votes shall take the position with the longest term, each succeeding lower number taking the next longest term until all positions in that election are filled.

- f. Four members of the Executive Committee shall form a quorum. The Committee shall meet from time to time as necessary.
- g. The Executive Committee may fill by co-option any casual vacancy which shall occur in their number but the member so filling that vacancy shall retire from office at the conclusion of the Annual General Meeting following that co-option.
- h. The Executive Committee may, in addition to the Officers and members elected at the Annual General Meeting, co-opt not more than three members but such co-opted members shall without prejudice to their re-appointment retire from office at the conclusion of the Annual General Meeting following their appointment.
- j. The Executive Committee may regulate their own proceedings by standing order or otherwise as they may think fit. No act or proceedings of the Executive Committee shall be invalidated by any vacancy on the Executive Committee or any Sub-Committee thereof on the grounds that a member of the Executive Committee or of a Sub-Committee thereof was not qualified at or had become disqualified after the date of his appointment.
- k. Every question to be submitted to any meeting of the Club, or to the Executive Committee or any Sub-Committee shall be put to the meeting by the Chairman thereof. His decision as to the wishes or sense of that meeting shall be conclusive, unless upon him giving his decision it be challenged by any member properly present and entitled to vote. If any such member shall challenge any decision of the Chairman, a vote shall be taken by a show of hands. All questions arising at any meeting of the Club, the Executive Committee or any Sub-Committee, which have to be decided by a vote shall, with the exception of those for which a special majority is required by this constitution, be decided by a simple majority of those present and voting at such meeting. The Chairman of any meeting of the Club may have a second or casting vote in the case of an equality of votes.
- m. No resolution passed by the Executive Committee shall be rescinded within one year of the date thereof except by a two-thirds majority of those present and voting at any subsequent meeting of the Executive Committee. At least fourteen days notice in writing shall be given to the Secretary of any proposal to rescind any such resolution and the Secretary shall give at least seven days notice in writing of any proposal to each and every member of the Executive Committee.
- n. At least seven days notice of a meeting of the Executive Committee shall so far as is practicable be given to every Officer or other member of the Executive Committee, but in exceptional circumstances the Secretary shall give 48 hours notice by post or 24 hours notice by telephone, electronic mail or personal contact.
- p. The Executive Committee shall have the sole control and management of the income, funds and possessions (movable and fixed) of the Club. Also the entire management and supervision of all other affairs and concerns thereof, and the exclusive right of appointing and prescribing duties and remuneration of, and removing, such Officers and servants as they deem necessary or useful for the purposes of the Club.
- q. If the Executive Committee considers that any Officer or member of the Executive Committee has conducted himself in a manner gravely detrimental to the interest or reputation of the Club, it may by resolution vote (at least three-quarters of the members of the Executive Committee actually present at the meeting shall vote) to remove him from the Committee. Provided that the said Officer or member has received within fourteen days a notice of the meeting of the Executive Committee with a concise statement of the grounds upon which his removal is sought, he shall be at that meeting entitled to make a statement in explanation and defence of his conduct.

5. SUB-COMMITTEES:

- a. The Executive Committee may appoint Sub-Committees to consider and report on any matter and at least one member of each Sub-Committee shall be a member of the Executive Committee. Unless otherwise decided by the Executive Committee all Sub-Committees shall elect their own Chairman and have power to co-opt not more than three persons. The Executive Committee may, by a minute in writing, alter the membership of any Sub-Committee and no Sub-Committee shall have the power to act on behalf of the Club unless expressly authorised to do so by a minute in writing of the Executive Committee. No Sub-Committee may spend any money or enter into any obligation on behalf of the Club unless expressly authorised to do so by a minute in writing of the Executive Committee.
- b. The directors of any Company in which the Club holds a majority shareholding shall be at least two Full Adult members of the Club and at least one shall be a member of the Executive Committee of the Club and shall report to that Committee from time to time.

6. NOTICES:

The accidental omission to give notice of a meeting to or the non-receipt of notice of a meeting by any Full Member shall not invalidate any proceedings or resolutions at any meeting of the Club or any Committee thereof.

7. GENERAL MEETING:

- a. The Annual General Meeting of Full Members of the Club shall be held once in every calendar year to transact the following business:
 - i. To receive and, if approved, to adopt the Annual Report and audited statement of the accounts to the end of the last preceding financial year.
 - ii. To approve any proposed change in the annual subscription rates.
 - iii. To elect the Officers (except the President) and members of the Executive Committee.
 - iv. To deal with any special matter which the Executive Committee desires to bring before the members and to receive and consider suggestions from the members for consideration by the Executive Committee.
- b. A notice convening a General Meeting shall be sent to all Full Members not less than 28 days before the meeting and shall specify the business of the meeting. Votes at a General Meeting may be cast as follows: each Full Member, 18 years or over, whose subscription is fully paid up to the date of the meeting shall have one vote and no more except the Chairman who shall have a second or casting vote in the case of an equality of votes.
- c. Any resolution for consideration at a General Meeting must be received by the Honorary Secretary not less than 21 days before the date of the appointed meeting. The Executive Committee may direct that any resolution which appears to them to be scandalous or contrary to the provisions of this constitution shall not be placed upon any agenda or discussed at any meeting.
- d. An Extraordinary General Meeting of the Club may be called at any time by the Executive Committee and shall be so called within 28 days of receipt by the Honorary Secretary of a requisition in writing signed by not less than ten members stating the purpose for which such meeting is so desired and setting out any resolution which it is desired to propose thereat. No business shall be transacted at such a meeting other than that specified in the notice and no amendment to any resolution proposed at the meeting shall be allowed. The Executive Committee shall nominate the Chairman of the meeting.

8. RECORDS and MINUTES:

- a: Records shall be taken and minutes kept in such form as the Executive Committee may direct of the proceedings at all General Meetings and at all meetings of the Executive Committee and of Sub-Committees of the Executive Committee of the Club. The minutes of every such meeting shall be confirmed at and signed by the Chairman of a subsequent meeting and when so confirmed and signed shall be conclusive as to all matters and things therein recorded and purported to have been done or directed to be done.
- b. A resolution in writing signed and agreed to by all the members of the Executive Committee for the time being in the United Kingdom shall be as valid and effectual as if it had been passed at a meeting of the Executive Committee duly called and held, and may consist of several documents in the like form each signed by one or more members of the Executive Committee.

9. FINANCE:

- a. The financial year shall end on 31st January each year.
- b. The income and property of the Club, and all moneys received (except as hereinafter provided) by or on behalf of the Club shall be applied solely towards the promotion and execution of the aims and objectives of the Club, or for the purpose of improvement and maintenance of the equipment of the Club, or for charitable purposes. No portion thereof shall be paid by way of dividend, bonus or profit to any member of the Club (except as hereinafter provided).
- c. All moneys payable to the Club shall be received by the Treasurer or such other officer or such bank as shall be appointed to receive the same. All funds belonging to the Club shall (unless invested) be deposited in a banking account in the name of the Club and no sum shall be drawn from this account except by cheque signed by such person or persons as the Executive Committee shall direct. Any moneys not required for immediate use may be invested by the Executive Committee as herein authorised.
- d. Any reasonable office, travelling and subsistence expenses incurred by Officers and members of the Club, or by any duly authorised person, may be paid by the Club. All claims for expenses must be sent to the Treasurer and he may require such information in regard thereto as he may think fit.
- e. The Executive Committee shall cause true accounts to be kept of the receipts, expenditures, assets, credits and liabilities of the Club and shall place before the members of the Club at each Annual General Meeting a properly audited Account and Balance Sheet made up to the end of the previous financial year.

10. PROPERTY:

- a. The Club may receive and disclaim property of any nature whether or not it is subject to any express condition or trust. The Club may purchase or otherwise acquire and hold property of any nature and may sell, lease, mortgage or otherwise deal with the same. Any property belonging to the Club may be vested in the names of not more than four nor less than two Trustees who may be appointed from time to time by the Executive Committee, and any vacancy amongst such Trustees shall be filled by the Executive Committee. Such property may also be vested in the name of a limited company established by and under the control of the Club for trust purposes.
- b. Investments may be in or upon such shares, stocks, funds, securities, investments and property, real or personal, freehold or leasehold, in any part of the world upon such terms and conditions (if any) as the Executive Committee shall in their absolute discretion think fit and in all respects as if the Executive Committee were the sole beneficial owners thereof. The Executive Committee may from time to time direct the Trustees to sell, vary and transfer such investments and property.

- c. The Executive Committee may deal with the said investments as if they were the sole beneficial owners thereof and without prejudice to the generality of this power may borrow for the general purposes of the Club such sums as may be required by it and may charge the payment of the sum upon any property of the Club and the Trustees shall give effect to any decision of the Executive Committee about a loan.
- d. If legal proceedings of any kind are resorted to or defended by the Club the Trustees shall on the instructions of the Executive Committee, but not otherwise, prosecute or defend such proceedings either in the name of the Club or in the names of the Trustees or otherwise on behalf of the Club as may be necessary.
- e. The Trustees shall in all respects act as required by the Executive Committee and a copy of a minute of the Executive Committee signed by the Secretary shall be conclusive evidence of its decision.
- f. Any Trustee may be removed from office by a Resolution passed at a meeting of the Executive Committee by a vote of not less than two-thirds majority of the members of the Executive Committee present and voting at the meeting.
- g. The Trustees shall be effectually indemnified by the Executive Committee from and against any liability, costs, expenses and payments whatsoever which may be properly incurred or made by them in relation to the trusts of the property and investments of the Club, or in relation to any legal proceedings or which otherwise relate directly or indirectly to the performance of the functions of a Trustee or the Club.

11. REPRESENTATION:

No member shall take any public action or make any public announcement in the name of the Club or otherwise do anything directly or indirectly to represent that any proposal, action or statement of facts or opinion has the approval of the Club. The Executive Committee alone may make announcements and publications in the name of the Club.

12. ALTERATIONS to RULES:

The Rules of the Club may be altered at and only at an Extraordinary General Meeting and at least 28 days notice of any meeting to consider a proposed alteration shall be given to all members. The notice shall state the proposed change or changes. In order to effect an alteration of a rule at least two-thirds of the members actually present and voting at the meeting shall vote in favour of the proposed change. No amendment to any proposed alteration shall be allowed.

13. DISSOLUTION:

A motion to dissolve the Club may only be made at an Extraordinary General Meeting and to effect dissolution at least three-quarters of the members actually present and voting at the meeting shall vote in favour of the dissolution. If a motion to dissolve the Club is carried by the said majority the Clubs' surplus funds, property and assets (if any) shall be disposed of for charitable purposes as the members may at the said Extraordinary General Meeting decide and no member of the Club shall receive any of the said funds, property and assets by virtue of his membership.

14. INTERPRETATION:

If there should be any ambiguity or differences of opinion concerning the meaning or interpretation of any rule and to deal with any matter not provided for in these rules, reference shall be made in writing to the Secretary of the Club who shall refer the matter to the Executive Committee without delay. The decision of the Executive Committee shall be final and binding upon all parties.