

ROMAN PARK RESIDENTS CLUB

**1 CONSTANTINE WAY
BANCROFT PARK
MILTON KEYNES
MK13 0RA**

TELEPHONE: 01908 220293



CONSTITUTION, RULES AND BY-LAWS

As Adopted at the S.G.M. 1994

With all amendments up to January 2023

PLEASE KEEP IN A SAFE PLACE

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1. NAME OF THE CLUB

The Club shall be known as Roman Park Residents Club.

2. ADDRESS OF THE CLUB

1, Constantine Way, Bancroft Park, Milton Keynes,
Buckinghamshire, MK13 0RA

3. TYPE OF CLUB

The Club is a proprietary Club, the Proposer and Sole Manager of which is Roman Park Management Limited

4. OBJECTIVES

The Objectives of the Club are the promotion of non-political, sporting, social and recreational activities for the exclusive use and benefit of the owners and residents of Blue Bridge and Bancroft Park, Milton Keynes.

5. DEFINITION OF MEMBERSHIP

The Members of the Club will be those for the time being plot owners and/or residents of property on Blue Bridge and Bancroft Park and who are not in breach of the Deed of Covenant entered into with Roman Park Management Limited in respect of contribution payable and the Constitution and Rules of the Club and any By-laws made there under. Unless otherwise provided for, Members who are no longer owners or resident on Blue Bridge and Bancroft Park automatically relinquish their membership on the sale of their property, or upon giving up their tenancy.

The Club shall consist of three types of membership:

(a) Ordinary Members (b) Temporary Members and (c) Honorary Members.

(a) Ordinary Members

All members of a household over 14 years of age are entitled to apply for Membership and, providing legal title rests with the household, one member will be issued with a Gold Card, which will entitle him to voting rights in accordance with the Rules.

(b) Temporary Members

Those persons over 14 years of age residing in a property with the consent of the owner, but who are not the owners of the property are also entitled to apply for membership.

(c) Honorary Members

Those persons who have been granted Honorary Membership in accordance with the Rules.

6. THE COMPANY

Roman Park Management Limited (hereinafter referred to as “the Company“), provides the Club with premises and everything reasonably necessary for carrying on the Club in accordance with its Objectives, Rules and Byelaws. The Company is solely responsible for all expenses therewith and for the engagement, dismissal and payment of staff and all other matters, provided for in the Rules of the Club, save the supply of intoxicating liquors and tobacco.

7. PREMISES

The Club agrees to occupy the premises provided by the Company on the terms offered by it and subject to its terms and conditions

8. USE OF THE CLUB

Every Member of the Club shall, subject to the Rules and Byelaws, be entitled to use and enjoy in common with the other members of the Club, the Club premises including the Club House, its furniture and fittings and any other amenities provided by the Company for the use of the Members, but shall not by reason of membership be under any financial liability except for:

- (i) payment of any contribution to the Company, and
- (ii) payment charged on a time basis for the use of certain facilities provided by the Company on the premises, such as squash court, etc.

9. COMMITTEE

The Club will have an elected Committee of Members to be known as the Residents Committee.

10. DEFINITION OF TERMS

For the purposes of clarification on the above, masculine includes feminine and singular includes plural.

R U L E S

1. APPLICATION FOR MEMBERSHIP

Every candidate for Membership, as defined under Article 4 of the Constitution shall be proposed and seconded by Members of the Club. Proposals must be on the forms provided by the Committee and must be signed by the candidate, the proposer and seconder. The candidate shall in addition to signing a form of application for membership, also give all particulars required by the Committee with an undertaking to be bound by all the Rules and Byelaws of the Club if elected.

2. PRELIMINARIES TO ELECTION

The name and address of every candidate shall be prominently displayed on the Club notice board for not less than two days before his election.

No candidate shall enjoy membership privileges during this two day period of nomination/application.

3. SUBSTITUTION OF PROPOSER OR SECONDER

A proposer or seconder may withdraw at any time before a candidate is elected. If the proposer or seconder has, before the candidate comes up for election, withdrawn or ceased to be a Member, another Member may sign the proposal form as proposer or seconder, provided that the candidate shall not be elected until his name has been posted for at least two days with the names of the substituted proposer or seconder.

4. ELECTION OF CANDIDATES BY COMMITTEE

Save as provided in Rule 6, the election of candidates shall be by the Committee and no person shall be admitted to membership of the Club until so elected. The Committee shall consider the application of all candidates who have been duly proposed and whose names have been displayed on the Club notice board in accordance with Rule 2.

5. NOTIFICATION TO CANDIDATES

The name of every candidate for membership who has been duly elected by the Committee shall be immediately communicated to the Secretary of the Residents Committee who shall inform the member that he has been elected.

6. HONORARY MEMBERS

On the recommendation of the Committee, Honorary Members may be elected at any General Meeting of the Club. A two-thirds majority of votes shall be necessary to ensure election. The term of membership will be decided by the Committee as considered appropriate. There will be no more than twenty honorary Members at any one time and they will be able to participate fully in the Club except for voting and being members of the Committee.

7. VOTING AT GENERAL MEETINGS

Only Gold Card Holders are entitled to vote at any meeting of members, either by a show of hands or a poll. Unless specified in the Rules, all votes are subject to a simple majority at all Members and Committee Meetings.

Any Gold Card Holder not able to attend such a meeting may do either of the following:

- 1) Send a letter to the Club Secretary assigning his full voting rights without restriction at the AGM to a designated Silver Card Holder over 18 years of age from the same address. Or:
- 2) Register an “absent vote” subject to conditions a) to f) below
 - a) The voting intention of the member concerned is given on an agreed and standardised form as shown in the Schedule to the byelaws and known as the “Absent Vote” form, available from the Secretary of the Residents Committee or his nominee seven days prior to the meeting.
 - b) The form is both signed and dated by the Gold Card Holder.
 - c) All completed forms to be delivered to the Secretary of the Committee or his nominee before the commencement of the meeting. No forms submitted after the commencement of the meeting will be accepted.
 - d) The votes so given, to be counted by two non-voting members appointed by the Chair and the verified total of votes cast passed to the Secretary or his nominee. The voting forms to be retained of examination by any member in the case of a query or dispute for a period of not less than twenty-eight days.
 - e) The forms must relate to a single motion and any amendment(s) to that motion or item which must be clearly defined on the form.
 - f) Absent votes will be allowed on any number of items if required. Any doubt on the part of the tellers as to the validity of a form will result in it being declared void.

8. CONSTITUTION AND RULE CHANGES

Any amendments to the Constitution and Rules may only be made by a two-thirds majority of Gold Card Holders at a General Meeting of Members. Any such proposed amendments, alterations or additions can only be voted upon providing due notice, as required, is given in the notice calling the meeting.

9. ELECTION OF COMMITTEE MEMBERS

- (a) Any Ordinary Member who has obtained 18 years of age or over is entitled to be nominated for election to the Residents Committee in accordance with the law for issue of the Club Registration Certificate.
- (b) Nominations to serve on the Committee must be proposed and seconded by Ordinary Members and handed to the Secretary not less than 14 days prior to the AGM, for which period the names shall be displayed on the Notice Board. Should the nominations be less than the required number, the Chairman must then seek nominations from the floor. Where voting is required, it shall be by secret ballot.

- (c) Committee Members from a single household may not form a majority at any meeting of the Committee.

10. ANNUAL GENERAL MEETINGS

- a) The Committee will call an Annual General Meeting of members each February to conduct the following business:
 - (i) To elect a Committee for the following twelve months commencing after the AGM;
 - (ii) To report on all aspects of the activities of the Club and Committee during the previous twelve months;
 - (iii) To conduct any other business which shall have been notified to the Committee in accordance with the following Rules;
 - (iv) All motions and amendments must be formally proposed and seconded by eligible Gold Card Holders.
- b) Notice of the Annual General Meeting shall be displayed at the Club Premises in a prominent position not later than twenty-eight days prior to the date fixed for the Meeting. Such notice shall specify the time of the Meeting and business to be transacted. In addition, copies of the Notice will be sent to the last known address of the Gold Card Holders not later than twenty eight days prior to the Meeting.
- c) Unless for a good reason to the contrary, all meetings of members and its Committee will be held at the Club premises.
- d) A quorum for an Annual General Meeting of members shall be Twenty Gold Card Holders present in person or represented by a designated silver card holder from the same address as defined in Rule 7 sub paragraph 1.
- e) If after 15 minutes from the advertised start of a General Meeting there is not a quorum present the chairperson of the AGM may adopt the following procedure:

Ask for a show of hands from the Gold Card Holders (or their designated Silver Card Holders) to vote whether to continue or abandon the meeting. If this vote decides to abandon the meeting another meeting should be called within 6-8 weeks

If this vote decides to continue the meeting despite the lack of a quorum the meeting may continue as normal. Following the Meeting the Committee must publicise the failure to obtain a quorum and invite any objections. If five or more objections are received in writing within 28 days of the Meeting the Committee must call another AGM and all decisions made at the earlier meeting are declared null and void

- f) If the Committee does not call an Annual General Meeting in accordance with the Rules, any five Gold Card Holders may call such a meeting by posting a Notice of Meeting such as at (b) above but without the obligation to post it to all Gold Card Holders, at least fourteen days notice must be given.
- g) If it is found necessary to call such a meeting as detailed in (e) above, the Committee have an obligation to notify in writing all Gold Card Holders by sending them a copy of the notice and advice as to by whom it had been called.

11 NOTICE OF MOTIONS FOR AGMS

Notice of Motions for an AGM must be received by the Secretary twenty-one days before the meeting and displayed prominently in the club premises. Any notice of amendment to such motion must be received by the Secretary not less than fourteen days before the meeting. A notice giving details of all motions and amendments shall be prominently displayed on the Club Premises seven days prior to the Meeting and a copy shall be given to all Gold Card Holders prior to commencement of the AGM.

12 EXTRAORDINARY GENERAL MEETINGS

- a) An Extraordinary General Meeting (EGM) shall be called by the Committee upon receipt of a written notice signed by at least thirty Gold Card Holders, giving full details of the Agenda to be discussed. No additional motions will be accepted. A notice of the meeting and its purpose must be posted in a prominent position on the Club premises for at least twenty-eight days prior to it being held. Notice of the meeting must be sent to the last known address of the Gold Card Holders.
- b) A quorum for an Extra Ordinary General Meeting shall be thirty Gold Card Holders present in person.
- c) No other AGM or EGM meeting of members may be called until those called in accordance with that in 10(a) or 10(e) above has been heard.

13. COMMITTEE MEMBERSHIP

- a) The Residents Committee shall comprise a Chairman, Secretary and Treasurer plus other members up to a maximum of eleven voting Members. The Committee will elect its officers from within itself.
- b) All but three Members of the Committee must resign annually at the AGM but are eligible for re-election. When more than three Members wish to remain, then the decision will be made by lot.
- c) Wherever possible, no person may be elected to the Chair position unless having served on the Committee for at least one year.

- d) Subject to these Rules, the Committee may regulate their own procedures. The Committee must implement the Constitution and Rules and manage the affairs of the Club in accordance with them and any Byelaws made hereunder.
- e) The Chairman at all Meetings has an additional casting vote. In Committee all elected Members have a vote.
- f) The Committee have the right to invite members to become co-opted members of the Committee without voting rights.
- g) No Director of the Management Company may serve on the Wine Committee.

14. DUTIES OF RESIDENTS CLUB SECRETARY

The names and addresses of all members shall be recorded in a Register by the Secretary and there is an obligation on all Members to inform him of any change of address. The Secretary or his nominee (who must be a Committee Member) shall keep minutes of each meeting of the Committee and these shall be placed on display in a prominent position in the Club premises once approved by the Committee and signed by the Chairman at the next meeting as being a fair record of that meeting.

15. FUNCTIONS OF THE COMMITTEE

- a) To approve where appropriate, and act as a co-ordinating body, over the activities of sub-groups or special interest groups and a Wine Committee. In particular, the Residents Committee shall have overall co-ordination of Club fund raising and social events and they shall formulate a programme for a Social Committee to implement
- b) To act as intermediary between the Residents and the Management Company. All matters relative to the Club should be raised through the Committee who are obliged to pass them on to the Management Company with any observations or recommendations.
- c) The Treasurer shall have overall responsibility for maintaining the Accounts, the control of which lies with the Residents Committee. Each approved sub-group must appoint a Treasurer who will liaise closely with the Residents Committee Treasurer.
- d) The Residents Committee shall meet a representative of each sub-group at least once a quarter. The Treasurer of each group shall present a report setting out the financial affairs of that group and shall account to the Treasurer for all funds raised and spent at that time.
- e) The Residents committee shall look favourably upon any reasonable request from the sub-groups for financial assistance.

- f) Any approved special interest group which operates outside the objectives of the Club, may be banned by the Committee from using the Club premises for their purposes.
- g) The Residents Committee will determine the frequency and dates of its meetings, subject to a minimum of one per calendar month.
- h) Any two members of the Committee may call a meeting of the Committee providing four clear days notice is given in writing to other members of the Committee with details of the reason for the meeting. Such notice to be delivered to the members' home address.
- i) A quorum shall exist when four elected members of the Committee are present in person, subject to Rule 9(c).
- j) The Residents Committee has the power to make, vary and revoke Byelaws not inconsistent with these Rules for the regulation of the internal affairs of the Club and the conduct of Members. All Byelaws shall, until revoked by the Committee, be binding on the Members. A copy of the Byelaws shall be displayed on the Club Notice Board.
- k) The Committee shall have power to settle and adjudicate upon disputes between members, arising on the Club premises, of a kind which would be considered to come within the scope of good management of the Club.

16. DISCIPLINARY PROCEDURES

The Committee may expel from the Club premise and/or membership any person whose conduct is such as, in its opinion, injurious to the character of the Club or the interest of its Members. The authority to expel any person from the Club premises is extended to the Manager and staff employed by the Company in such circumstances.

Any member before being expelled from membership of the Club shall have his conduct reviewed by the Committee and be given the opportunity to defend himself against any allegation made. If having listened to all submissions two thirds of the Committee agree, the Members should be expelled. They must first give that Member the opportunity to resign. Any member so expelled may reapply for membership. Notwithstanding the Committee's decision on matters of discipline is final, subject to Rule 20.

17. WINE COMMITTEE

- a) There shall be a sub-committee, which will be called the Wine Committee comprising the Secretary and two elected Members of and appointed by the Residents Committee, together with the Manager of the Club in a full participatory and voting capacity. (A co-opted Member of the Committee cannot serve on the Wine Committee). Any replacements on the Wine Committee must be from elected Members of the Residents Committee. The Centre Manager will be responsible for all legal matters in connection with the supply of

intoxicating liquor and tobacco on the Club premises. The Secretary must provide a report to the Residents Committee on a monthly basis detailing all activities of the Wine Committee.

- b) The supply to the members of the Club of intoxicating liquor, tobacco and ancillary products will be the sole responsibility of the Wine Committee. It shall arrange for purchases on behalf of the Club and for the supply to members at such prices as it shall from time to time determine; the latter to be subject to ratification by the Residents Committee. The Manager of the Club employed by the Company shall act under the direction of the Wine Committee in the performance of the ordering and other contacts with the suppliers.
- c) The Wine Committee shall cause an account of all purchases and receipts to be kept for examination by the Company and shall present a detailed report on its activities and accounts to the Annual General Meeting.
- d) Any profits or loss of the Wine Committee in the Company's financial year shall be incorporated in the Accounts of the Company.

18. PERMITTED HOURS AND BAR REGULATIONS

- a) Intoxicating liquor may be supplied to Members for consumption on and off the premises, but only supplied to their guests for consumption on the premises.
- b) The permitted hours for the supply of intoxicating liquors shall be from 11.00 am to 11.00 pm on Monday to Saturday and from 12 noon to 10.30 on Sundays, Christmas Day and Good Friday or as amended by statutory law.
- c) In addition to that shown at a) above, intoxicating liquor may be supplied to members and officials of teams visiting the premises for an arranged sporting match.
- d) In addition to the previous provisions hereof, intoxicating liquors may be sold to persons attending the Club premises for social and other functions organised or authorised by the Committee provided always that the number of such functions shall not exceed twelve in any calendar year. Any persons attending a function authorised, but not organised by the Club shall not obtain admission by way of ticket or otherwise obtained on payment.
- e) No intoxicating liquor shall be supplied to any person under eighteen years.
- f) No member may be accompanied by more than three guests at any one time. The names and addresses of each guest and the Member introducing them shall be entered in a book and kept for inspection by any Police Officer on duty.

19. PRIVATE BENEFITS

No person shall at any time be entitled to receive at the expense of the Club or any Member of the Club any commission, percentage or similar payment on or with reference to purchases of intoxicating liquor by or on behalf of the Club as a whole

and apart also from any benefit which a person derives indirectly by reason of the supply giving rise to or contributing to a general gain from the carrying on of the Club.

The above also applies to any transaction entered into for or on behalf of the Club.

20. DISPUTES TO BE SETTLED BY THE BOARD

Any dispute which may arise as to the meaning or interpretation of these Rules and Byelaws and the powers of the Committee will be referred to the Company whose decision on all matters is binding on all members and final.

21. DEFINITION OF TERMS

For the purposes of clarification on the above, masculine includes feminine and singular includes plural.

BYELAWS (1995)

1. GENERAL MEETINGS

CHAIRMAN

At all General Meetings the Chairman of the Committee shall preside. If the Chairman of the Committee is not present within 5 minutes after the time appointed for holding the meeting, the meeting shall choose its own Chairman.

CHAIRMAN'S DECISION FINAL

The Chairman's decision as to the result of the voting on any question shall be final and an entry in the minute book signed by the Chairman of the meeting within 14 days of the holding of the meeting shall be conclusive of the terms of any resolution and of its having been passed.

SUB COMMITTEES

The Committee may appoint sub-committees and depute to them any of its powers, except those relating to the election and expulsion of members, Membership and rules for such sub-committees to be defined by the main committee

2. CHILDRENS RULES

1. No children under 14 years of age allowed in the club building and enclosed gardens unless directly supervised by a member over 18 years of age.
2. No children under 14 years of age to be at the immediate bar area (i.e, 3 feet of the servery) or to purchase any items from the Main Bar Servery.
3. Children may purchase non-alcoholic items from either the main hall servery or the 'stable door' in reception
4. No person under 18 years of age may purchase alcohol.
5. The behaviour and actions of all under –14 year olds in the Club is the responsibility of the Parent/Guardian who must be a club member or a bona fide guest.
6. No children under the age of 14 years is allowed in the main bar area after 9.00 pm unless seated at the table with their parents. Except on Friday Night, which is to be 'family night'. This is subject to Rule 7.
7. Rule 6 may be relaxed at the discretion of the Committee for special occasions.
8. The Manager and/or Committee Members decision in interpretation and enforcement of these Rules is final.