

THE CAMBRIDGESHIRE LAWN TENNIS ASSOCIATION
RULES OF THE ASSOCIATION

1. Name

The association is called **The Cambridgeshire Lawn Tennis Association** (“the Association”).

2. Review and Revision of Constitution

At the Annual General Meeting of the Association on 15/03/2017 the updated Rules of the Association were duly revised and up-dated as set out below.

3. Definitions

- 3.1 “the Chairman” means the person elected from time to time to be the chairman of the Association in accordance with Rule 8;
- “Committee” means the Committee referred to in Rule 8.1;
- “the County” means the County of Cambridgeshire;
- “Councillor” means a councillor of the LTA representing the County;
- “the Game” means the game of tennis;
- “Honorary Secretary” means the person elected from time to time to be the honorary secretary of the Association in accordance with Rule 8;
- “the Honorary Treasurer” means the person elected from time to time to be the honorary treasurer of the Association in accordance with Rule 8;
- “the LTA” means the Lawn Tennis Association Ltd (the governing body of tennis within Great Britain, Channel Islands and Isle of Man) of the National Tennis Centre, 100 Priory Lane, Roehampton, London, SW15 5JQ and its subsidiaries or such successor entity or entities as become(s) the governing body of the game of tennis within Great Britain, Channel Islands and the Isle of Man from time to time;
- “LTA Disciplinary code” means the disciplinary code of the LTA in force from time to time;
- “LTA Rules” means the rules of the LTA in force from time to time;
- “the Officers” means the Chairman, President, Honorary Secretary, the Honorary Treasurer and such other officers as the Committee may from time to time deem necessary;
- “the Members” means the members of the Association admitted from time to time to membership of the Association in accordance with Rule 5 (and for the avoidance of doubt, referred to as Associates in the rules of the LTA);
- “the President” means the person elected from time to time to be the president of the Association in accordance with Rule 8. The President shall be elected at an Annual General Meeting for a three year term and is eligible for re-election but may not serve two consecutive terms. The Committee may appoint Honorary Life Vice-President at its discretion;

“the Sub-Committees” means such working parties as the Committee shall from time to time establish to ensure the efficient management of all aspects of tennis within the County in accordance with Rule 8.4;

“the Trustees” means the persons appointed from time to time to be the Trustees of the Association in accordance with Rule 9;

3.2 Words denoting the singular number include the plural number and vice versa; words denoting the masculine gender include the feminine gender; and words denoting persons include bodies corporate (however incorporated) and unincorporated, include unincorporated associations of persons and partnerships.

4. Objects

4.1 The Objects of the Association are:

- (a) to act jointly with the LTA as the governing body for the Game within the County, to advance and safeguard the interests of the Game, to promote the Game, increase participation at all levels of the Game and generally to do all such acts, matters and things in connection with, or incidental thereto;
- (b) to take and retain a membership interest with the LTA and to comply with and uphold throughout the County the LTA Rules and the LTA Disciplinary Code and the rules and regulations of any person or body to which the LTA is registered or affiliated;
- (c) subject to the LTA Rules and the LTA Disciplinary Code, to make, amend and revoke rules and regulations for the control and governance of the Game in the County and for the disciplining of players, officials, coaches and others involved within the Game, and to comply and uphold these Rules;
- (d) to accept all duties and powers delegated to it by the LTA and to appoint a representative for the County to the Council of the LTA to express the views of the County at meetings of the LTA in accordance with any rules, regulations or bye-laws of the Association;
- (e) to promote, arrange and regulate inter-county matches, county championships, tournaments, inter-club and county competitions and junior activities including training and to select teams for inter-county matches and competitions and to do or provide for all or any such matters and things as may be considered necessary for or ancillary to such promotion, arrangement and regulation, including for the comfort, conduct, conveyance, convenience or benefit of players and of the public, and of any other persons concerned or engaged in such competitions or matches;
- (f) subject to the LTA Rules, the LTA Disciplinary Code and the LTA’s wider jurisdiction to decide doubtful and disputed matters arising in connection with tennis in the County or otherwise delegated to it by the LTA and to provide by regulations, bye-laws or otherwise, for deciding and settling all differences that may arise in the County between associations, clubs, competitions, players or any persons who are members of or who are employed or engaged by any such association, competition or club, or any other person in reference to due compliance with the laws of the Game, (as from time to time prescribed by the LTA) or the regulations, or bye-laws of the Association or of the rules, regulations or bye-laws of the LTA, or in reference to contracts, or to any other matter of dispute or difference between such, or persons, or any of them, and whether the Association is concerned in any such dispute or difference or not, and to make such provisions for enforcing any award or decision as shall be thought proper;
- (g) to acquire, dispose of, establish, own or operate in any way tennis court facilities within the County together with buildings and easements, fixtures and fittings and accessories as shall be thought advisable;

- (h) to arrange, purchase and distribute tickets allocated to the County for the Championships in accordance with the guidelines laid down by the LTA and the ticket terms and conditions issued by the All England Tennis and Croquet Club;
- (i) to promote the teaching of the Game and the development of tennis in the County and in particular the development of junior tennis in the County and to promote, encourage and support coach education, the function of competition organisers, referees and umpires and the training of coaches, teachers, competition organisers, referees and umpires;
- (j) to advance and safeguard the interests of players of the Game at all levels within the County and to work with the LTA in furthering the tennis career of any person or persons of any age ordinarily resident in the County; and
- (k) to do all such things as the Committee thinks fit to further the interests of the Association, to advance and safeguard the interests of the game, to promote increase in participation at all levels of the Game or to be incidental or conducive to the attainment of all or any of the objects stated in Rule 4.

4.2 The funds or other property of the Association shall not be paid to or distributed among the members, but shall be applied towards the furtherance of the Association's objects or for any similar charitable purpose, except in the case of dissolution of the Association, in accordance with Rule 27.

5. Membership

5.1 An entity shall qualify for registration as a Member, and thereby for registration as an associate of the LTA, if the Committee deems (in accordance with the LTA's guidelines) that such entity provides organised tennis opportunities. Such an entity shall include, but not be limited to:

- (a) a members' or commercial tennis club;
- (b) a park-based tennis programme;
- (c) a school-based tennis programme for the community which operates out of curriculum hours;
- (d) an indoor pay and play tennis centre;
- (e) a tennis academy; and/or
- (f) a further education or higher education tennis club;

provided, in each case, that it has a written constitution or set of rules governing its operation acceptable to the Committee.

5.2 If a dispute arises as to whether an entity qualifies to be registered as a Member, the Committee shall refer the matter to the President of the LTA whose decision on the matter shall be final.

5.3 Any person who wishes to become a Member must complete an on-line registration or submit an application in such form as the Committee shall decide. Subject to rule 5.1, election to membership shall be in the sole discretion of the Committee.

5.4 Each Member agrees as a condition of membership of the Association and association with the LTA:

- (a) to be bound by and subject to these rules (as in force from time to time);
- (b) to be bound by and subject to the LTA Rules and the LTA Disciplinary Code; and
- (c) to ensure that its underlying members, any unlicensed and unregistered coaches and, so far as reasonably practicable, players using its facilities (the "Member's connected parties") are bound by and subject to the LTA Rules and the LTA Disciplinary Code by

obtaining the formal agreement of the Member's connected parties, as a condition of membership, association, registration, election or as otherwise appropriate, to be bound by and subject to the LTA Rules and the LTA Disciplinary Code, such agreement to contain an express acknowledgement that the Contracts (Rights of Third Parties) Act 1999 applies and that the LTA can enforce any breach at its option and in its sole discretion.

- 5.5 Rule 5.4 confers a benefit on the LTA and, subject to the remaining provisions of this rule, is intended to be enforceable by the LTA by virtue of the Contracts (Rights of Third Parties) Act 1999. For the avoidance of doubt, the Members do not intend that any term of these rules, apart from rule 5.4, should be enforceable, by virtue of the Contracts (Rights of Third Parties) Act 1999, by any person who is not a party to this agreement.
- 5.6 The LTA and the Committee may terminate the membership and association of any person, or impose any other sanction they determine to be appropriate, in connection with the breach of any condition of membership and association set out in this rule. Rule 7 shall not apply to such termination.
- 5.7 A Member may withdraw from membership of the Association on one month's clear notice to the Association. Membership shall not be transferable in any event and shall cease immediately on death or dissolution.
- 5.8 The Association may admit as members of the Association such other clubs, individuals or organisations as the Committee shall decide shall be entitled to become Members. But such members shall not be entitled to vote at annual and extraordinary general meetings or to attend annual or extraordinary general meetings or to any of the benefits or services provided by the LTA.

6. Entrance fee and subscription

- 6.1 The annual subscription for each type of Member, referred to in Rule 6.1, shall be determined from time to time by the Committee and shall be effective for that year. Such annual subscription may exceed the minimum annual subscription described below.
- 6.2 The minimum annual subscription for each Member referred to in rule 6.1, which shall be deemed to include any taxation which may be payable thereon, shall be calculated by multiplying the number of courts of each surface to which that Member has "regular access" (whether through a lease, user agreement and/or such other arrangement or understanding) by the applicable "court fee". Court fees shall be determined by the LTA; regular access means access on an exclusive basis for at least 15 hours per week (for at least 40 weeks per year).
- 6.3 In respect of Members referred to in rule 5.1 that do not have "regular access" to tennis courts, a fixed minimum annual subscription, determined annually by the LTA, shall apply.
- 6.4 Unless the LTA determines otherwise on a case by case basis, the annual subscription fee of Members referred to in rule 5.1 in respect of each year to 30 September shall be payable between 1 October and the following 28 February.
- 6.5 The annual subscription fee of Members referred to in rule 5.1 may be paid to the LTA as agent of the Association.
- 6.6 The annual subscription fee of Members referred to in rule 5.1 shall include the amount, if any, payable in respect of benefits or services provided by the LTA.
- 6.7 Any Member referred to in rule 5.1 whose first subscription remains unpaid for one calendar month after the receipt of notice of membership, or whose annual subscription in any

subsequent year remains unpaid by 28 February, shall, if the LTA so resolves, cease to be eligible for grants and other advantages offered to Members by the LTA.

- 6.8 Any Member whose subscription fee is not paid by such date as the Committee shall decide each year shall be deemed to have resigned his membership of the Association.

7 Expulsion

- (a) Subject to the remaining provisions of this rule, the Committee shall have power to expel a Member, when, in its opinion, it would not be in the interests of the Association for him to remain a Member.
- (b) A Member shall not be expelled unless he is given 14 days' written notice to attend a meeting of the Committee and written details of the complaint made against him.
- (c) The Member shall be given an opportunity to appear before the Committee to answer complaints made against him and must not be expelled unless at least two-thirds of the Committee then present vote in favour of his expulsion.

8 The Committee

- 8.1 The Association shall be managed by a Committee consisting of not less than six and subject to a maximum number of individuals determined by the Committee. The members of the Committee may exercise all the powers of the Association for the purpose of the management of the Association.

- 8.2 The following shall be members of the Committee:

- (a) the President;
- (b) the Chairman;
- (c) the Honorary Secretary;
- (d) the Honorary Treasurer;
- (e) the Chairmen or another representative from each Sub-Committee;
- (f) the Councillor;
- (g) any co-opted member of the committee (to be approved by a subsequent AGM)

- 8.3 The Association agrees that each member of the Committee will be required, as a condition of election or appointment, to agree to be bound in writing by and subject to these rules, the LTA Rules and the LTA Disciplinary Code, such agreement to contain an express acknowledgement that the Contracts (Rights of Third Parties) Act 1999^[1] applies and that the LTA and the Association can enforce any breach at its option and in its sole discretion .

- 8.4 The members of the Committee may delegate any of the powers which are conferred on them by these rules to such person, or committee, by such means (including by power of attorney), to such an extent, in relation to such matters and on such terms and conditions as they think fit. If the members of the Committee specify, any such delegation may authorise further delegation of the members' powers. The members of the Committee may revoke any delegation or alter its terms and conditions.

- 8.5 The Committee members shall be proposed, seconded and elected by ballot at the annual general meeting. Election to the Committee shall be annually except in the case of the President. Nominations should be submitted to the Honorary Secretary at least 14 days prior

to the notified date of the Annual General Meeting. Vacancies not filled at the Annual General Meeting shall be completed by the Committee.

- 8.6 All appointments made by the Committee shall be ratified at the following Annual General Meeting.
- 8.7 A member of the Committee shall be deemed to have vacated office if:
- (a) he becomes bankrupt or makes any arrangement or composition with his creditors generally; or
 - (b) a registered medical practitioner who is treating that person gives a written opinion to the Committee stating that that person has become physically or mentally incapable or acting as a member of the Committee and may remain so for more than three months; or
 - (c) by reason of that person's mental health, a court makes an order which wholly or partly prevents that person from personally exercising any powers or rights which that person would otherwise have; or
 - (d) he resigns his office by notice to the Association; or
 - (e) he shall without sufficient reason for more than three consecutive meetings of the Committee have been absent without permission of the Committee and the Committee resolves that his office be vacated; or
 - (f) he is suspended from holding office or from taking part in any activity relating to the administration or management of the Association by a decision of the LTA; or
 - (h) he is requested to resign by all the other Committee members acting together.
- 8.8 Any person accepting election or nomination to the Committee who has any financial interest in the Game must, before his election or nomination, state in writing to the Association all such interests. Failure to do so will lead to automatic disqualification from Committee membership. The Committee has the right to veto such an election if, in its opinion, it is not in the best interests of the Game.

9 Proceedings of the Committee

- 9.1 Committee meetings shall be held as often as the Committee thinks fit provided that there shall be a minimum of four meetings each year. The quorum of such meetings shall be five. The Chairman and the Honorary Secretary shall have discretion to call emergency meetings of the Committee if they consider it to be in the interests of the Association. The Honorary Secretary shall give all members of the Committee not less than seven days' notice of a meeting.
- 9.2 The Chairman shall be the chairman of the Committee. Unless he is unwilling to do so, the Chairman shall preside at every meeting of the Committee at which he is present. But if there is no person holding that office, or if the Chairman is unwilling to preside or is not present within five minutes after the time appointed for the meeting, the Vice-Chairman shall preside. If there is no vice-Chairman or if he is unwilling to preside, or if he is not present within five minutes after the time appointed for the meeting, the members of the Committee present may appoint one of the number to be chairman of the meeting.
- 9.3 Decisions of the Committee shall be made by a simple majority and in the equality of votes the Chairman (or the acting chairman of that meeting) shall have a casting or additional vote.

- 9.4 The Committee may from time to time set up such sub-committees (“the Sub-Committees”) as it considers necessary and may delegate to them such of the powers and duties of the Committee as the Committee may determine. All Sub-Committees shall periodically report their proceedings to the Committee and shall conduct their business in accordance with the provisions of these rules which govern the taking of decisions by members of the Committee. The Committee may give the Sub-Committee directions which prevail over these rules. The Committee may also amend the remit or disband any Sub-Committee at its total discretion.
- 9.5 The Committee may invite any person to attend a meeting who in the opinion of the Chairman can add value to any topic to be discussed.
- 9.6 The Committee shall be responsible for the management of the Association and shall have the sole right of appointing and determining the terms and conditions of service of employees of the Association. The Committee shall have the power to enter into contracts for the purposes of the Association on behalf of its members.
- 9.7 The Committee shall have the right to appoint Trustees (who do not need to be members of the Committee) of the on such terms as the Committee think fit, to hold office until death or resignation unless removed from office by a resolution of the Committee. The Chairman from time to time is nominated as the person to appoint new Trustees within the meaning of Section 36 of the Trustee Act 1925. A new Trustee or new Trustees shall be nominated by resolution of the Committee and the Chairman shall by deed duly appoint the person or persons so nominated as the new Trustee or Trustees of the Association and the provisions of the Trustees Act 1925 shall apply to any such appointment. Any statement of fact in any such deed of appointment shall in favour or a person dealing with the Association or the committee in good faith be conclusive evidence of the fact so stated.
- 9.8 The number of Trustees shall not be more than four or less than two.
- 9.9 The members of the Committee shall be entitled to an indemnity out of the assets of the Association for all expenses and other liabilities properly incurred by them in the management of the affairs of the Association.

10. Councillors

- 10.1 The Committee shall select each year the representative that the Association is entitled to nominate to serve on the Council of the LTA and to fill any vacancies that may occur in such representation (subject to the rules of the LTA);
- 10.2 The Association agrees that its Councillor will be required as a condition of appointment to agree to be bound in writing by and subject to these rules, the LTA Rules and the LTA Disciplinary Code, such agreement to contain an express acknowledgement that the Contracts (Rights of Third Parties) Act 1999 applies and that the LTA and the Association can enforce any breach at its option and in its sole discretion.

11. Powers of Committee

Without prejudice to the generality of the foregoing the Committee shall have power:-

- (a) to make such alterations and/or additions to these Rules as special or unforeseen circumstances may render immediately necessary, provided that every such alteration or addition is approved by not less than two-thirds of those present at the Committee meeting convened to consider the same. Any such alteration or addition must be confirmed at the next annual general meeting or other general meeting;
- (b) to utilise and allocate the funds of the Association in such manner and such purpose consistent with the objects of the Association as it shall think fit;
- (c) to discharge all proper executive and administrative functions;

- (d) to elect a representative to serve on the Council of the LTA;
- (e) to arrange the Closed County Championship, County and other representative matches;
- (f) to arrange and promote all competitions that the Association may promote;
- (g) to fill vacancies in the offices or on the Committee;
- (h) to appoint the Chairmen of the Sub-Committees and the appointments will be confirmed annually at the AGM of the Association.
- (i) to appoint the Men's and Ladies' Managers and the Men's Captain;
- (j) to appoint, in consultation with the Team Managers, two additional selectors who will assist the Team Managers in the selection of County teams. The Ladies Team Captain will be chosen by the selectors from among those chosen to represent the County at the Winter and Summer County Cups, the appointments will be approved by the Committee.
- (k) to prohibit any act or practice by Member, Clubs or Players which in the opinion of the Committee is detrimental to the Game or to the best interests of the Association, and to deal with any offending Clubs or players as the Committee may determine;
- (l) to elect the Chairman who shall act as the chairman of the Committee;
- (m) to award county colours, at their discretion to players taking part in County matches and honorary county colours to anyone they may deem entitled to wear them for services rendered to the Association;
- (n) to call Extraordinary General Meetings;
- (o) to compile such rules as are considered necessary which shall be submitted for confirmation at the next annual general meeting or other general meeting.

12. Rescinding of Resolutions

No resolution passed by a meeting of the Committee shall be rescinded or altered unless due notice of motion of such proposed rescission or alteration shall have been given in writing to the Committee.

13. Annual General Meeting

13.1 The annual general meeting of the Association shall be held at such time as the Committee shall decide each year to transact the following business:

- (a) to receive the Chairman's report of the activities of the Association during the previous year;
- (b) to receive the Honorary Secretary's report;
- (c) to receive and consider the accounts of the Association for the previous year, the auditor's report on the accounts and the Honorary Treasurer's report as to the financial position of the Association;
- (d) to receive any report from LTA permanent staff associated with the county;
- (e) to receive the reports of the Sub-Committees;
- (f) to remove and elect the auditor/independent accountant or confirm that he remains in office;
- (g) to review affiliation and players contribution fees;

- (h) to receive other reports as the Committee may require;
 - (i) to elect the members of the Committee and any Vice-Presidents;
 - (j) to decide on any resolution which may be duly submitted in accordance with Rule 14.2 below;
 - (k) to deal with any special matters which the Committee desires to bring before the membership;
- 13.2 Notice of any resolution proposed to be moved at the annual general meeting shall be given in writing by the relevant member or member of the Committee to the Honorary Secretary not less than 14 days before the meeting.

14. Extraordinary general meetings

An extraordinary general meeting may be called at any time by (1) the Committee and (2) within 21 days of receipt by the Honorary Secretary of a requisition in writing signed by not less than a majority of Members. Such requisition shall be signed by the Secretary or other responsible official of each requisitioning Member, and must state clearly the objects for which the meeting is to be called. If an extraordinary meeting is called after receipt of a Members' requisition, the only business to be transacted at that meeting shall be the resolutions proposed in the requisition. If a Members' requisitioned meeting is not called before the expiry of a period of 21 days commencing on the date of the request, the Members requisitioning the meeting may call the meeting at any time before the expiry of a period of two months commencing on the date of that request.

15. Procedures at the annual and extraordinary meetings

- 15.1 The Honorary Secretary shall send to each Member at his last known address written notice of the date, time and place of the annual or extraordinary general meeting together with the resolutions to be proposed thereat, and in the case of an annual general meeting, the names of the persons proposed to be elected as members of the Committee for the ensuing year, at least 21 days before the meeting. The accidental failure to give notice to any person entitled to notice, or the accidental omission of any such details in any notice, shall not invalidate the proceedings at the meeting.
- 15.2 The quorum for the annual and extraordinary general meetings shall be ten Members. No business other than the appointment of the chairman of the meeting is to be transacted at the annual or extraordinary general meeting if the persons attending it do not constitute a quorum.
- 15.3 The President shall preside at all annual and extraordinary meetings of the Association but if he is not present within 15 minutes after the time appointed for the meeting or has signified his inability to be present at the meeting, the Members present and entitled to vote may choose one of the other members of the Committee present to preside and if no other member of the Committee is present or willing to preside the Members present and entitled to vote may choose one of their number to be chairman of the meeting.
- 15.4 If the persons attending an annual or extraordinary general meeting do not constitute a quorum within half an hour of the time at which the meeting was due to start, or if during a meeting, a quorum ceases to be present, the chairman of the meeting must adjourn it. The chairman of the meeting must adjourn the meeting if directed to do so by the meeting.

When adjourning an annual or extraordinary general meeting the chairman of the meeting must specify the time and place to which it is adjourned or state that it is to continue at a time and place to be fixed by the members of the Committee. The chairman of

the meeting must have regard to any directions as to the time and place of any adjournment which have been given by the meeting.

If the continuation of an adjourned annual or extraordinary general meeting is to take place more than 14 days after it was adjourned the Association must give at least 7 days notice to the persons to whom notice of the Association's meetings is required to be given in accordance with rule 15.1.

No business can be transacted at adjourned annual or extraordinary general meetings which could not properly have been transacted at the meeting if the adjournment had not taken place.

- 15.5 Members of the Committee may attend and speak at annual or extraordinary general meetings, whether or not they are Members. The chairman of the meeting may permit other persons who are not Members to attend and speak at a meeting. The President shall chair all general meetings.
- 15.6 The Honorary Secretary, or in his absence a member of the Committee, shall take minutes at annual and extraordinary general meetings.

16. Voting at annual and extraordinary general meetings

- 16.1 Each Member present shall have a vote as follows. Each Member with an adult membership of less than 100 may appoint one person with a right to vote, those with an adult membership between 100 and 200 may appoint two persons with a right to vote and those with an adult membership in excess of 200 may appoint three persons with a right to vote. The names of those authorised by each organisation to vote on their behalf shall be notified in advance to the Secretary/Administrator in a letter signed by the Chairman of the organisation. Resolutions shall be passed by a simple majority. In the event of an equality of votes the chairman of the meeting shall have a casting or additional vote.
- 16.2 No objection may be raised as to the qualification of any person voting at a meeting except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting is valid. Any such objection must be referred to the chairman of the meeting.
- 16.3 Any Member not being an individual may by resolution of its committee authorise such person as it thinks fit to act as its representative at annual and extraordinary general meetings. A person so authorised is entitled to exercise the same powers on behalf of the Member as that Member could exercise as if it was an individual Member.
- 16.4 There shall be no right for a Member to vote by proxy. No person may represent more than one Member.

17. County Qualification

The qualification of any player to represent the County shall be in accordance with the conditions set out in the LTA Rules.

18. Eligibility of Members for Wimbledon Tickets

An Entity shall have been elected a member of the Association and paid its affiliation subscription for the current season before becoming eligible for the allocation of tickets for the Championships at Wimbledon.

19. Alteration of the rules

Subject to Rule 11(a) these Rules may be altered by resolution at an annual or extraordinary general meeting provided that the resolution shall not be passed unless carried by a majority

of at least two-thirds of the Members present and entitled to vote at the general meeting, the notice of which contained particulars of the proposed alteration or addition. The Honorary Secretary shall give seven days notice before the meeting of such proposed alteration to the secretaries of all Members.

20. Regulations, Bye-laws and Standing Orders

The Committee shall have power to make, repeal and amend such regulations, bye-laws and standing orders as it may from time to time consider necessary, desirable or appropriate for the well being of the Association. Such regulations, bye-laws and standing orders any, repeals or amendments to them shall have effect until set aside by the Committee.

21. Use of Facilities

The Association agrees that all unlicensed and unregistered coaches and, so far as reasonably practicable, players and other persons using the facilities of the Association or a Member will be required, as a condition of such use, to agree to be bound by and subject to these rules, the LTA Rules and the LTA Disciplinary Code, such agreement to contain an express acknowledgement that the Contracts (Rights of Third Parties) Act 1999 applies and that the LTA and the Association can enforce any breach at its option and in its sole discretion.

22. Finance

- a. All moneys payable to the Association shall be received by the person authorised by the Committee to receive such moneys and shall be deposited in a bank account in the name of the Association. The Committee shall establish appropriate signing authorities such that all payments greater than £5,000 are approved by at two members of the Committee. Any moneys not required for immediate use may be invested by the Honorary Treasurer with prior agreement of the Committee.
- b. Subject to Rule 25.2, the income and property of the Association shall be applied only in furtherance of the objects of the Association and no part thereof shall be paid by way of bonus, dividend or profit to any Member.
- c. The Committee shall have the power to authorise the payment of remuneration and expenses to any officer, member of the Committee, member or employee of the Association and to any other person or persons for services rendered to the Association. The remuneration of a Member of the Committee, Member or employee of the Association or other person may take any form and may include any arrangements in connection with the payment of a pension, allowance or gratuity or any death or sickness or disability benefits to, or in respect of that person.
- d. The Association may pay any reasonable expenses that members of the Committee properly incur in connection with their attendance at meetings of the Committee or an annual or extraordinary general meetings of the Association or otherwise in connection with the exercise of their powers and the discharge of their responsibilities in relation to the Association.
- e. The financial transactions of the Association shall be recorded in such manner as the Committee thinks fit by the Honorary Treasurer.
- f. Full accounts of the financial affairs of the Association shall be prepared each year. These accounts shall be duly audited by the auditor/independent accountant. The accounts must be made available to every Member when notice concerning the annual general meeting is given.

23. Borrowing

- a. The Committee may borrow a maximum total amount of one hundred thousand pounds (£100,000) on behalf of the Association for the purposes of the Association from time to time at its own discretion and with the sanction of a general meeting any further money above that sum.
- b. When so borrowing the Committee shall have power to raise in any way any sum or sums of money and to raise and secure the repayment of any sum or sums of money in such manner and on such terms and conditions as it thinks fit, and in particular by mortgage of or charge upon or by the issues of debentures charged upon all or part of the property of the Association.
- c. The Committee shall have no power to pledge the personal liability of any Member for repayment of any sums so borrowed.
- d. The Trustees shall, at the discretion of the Committee make such dispositions of the Association's property or any part thereof, and enter into and execute such agreements and instruments in relation thereto, as the Committee may deem proper for giving security for such moneys and the interest payable thereon.

24. Property

- 25.1 The property of the Association, other than cash at the bank, shall be vested in the Trustees. They shall deal with the property as directed by resolution of the Committee and entry in the minute book shall be conclusive evidence of such a resolution.
- 25.2 The Trustees shall be entitled to an indemnity out of the property of the Association for all reasonable expenses and other liabilities properly incurred by them in the discharge of their duties.

25. Notices

- 26.1 The Association can send, make available or supply any notice, ballot paper, accounts, document, or other information by personal delivery, by posting it to the intended recipients' usual address, by sending it or supplying it in electronic form to an address notified by the intended recipient to the Association or by making it available on a website and notifying the intended recipient of its availability in accordance with this rule.
- 26.2 If any notice or other information is left by the Association at the intended recipient's usual address, it is treated as being received on the day it was left.
- 26.3 If any notice or other information is sent by the Association by post, it is treated as being received the day after it was posted if first class post was used, or 72 hours after it was posted if first class post was not used. In proving that any notice or other information was received, it is sufficient to show that the envelope was properly addressed and put into the postal system with postage paid.
- 26.4 If any notice or other information was sent using electronic means, it is treated as being received on the day it was sent. In the case of notices or other information available on a website, the notice or other information is treated as being received on the day on which it was made available on the website, or, if later, the day on which the notice of availability is treated as being received by the intended recipient in accordance with this rule.

26. Dissolution

- a. A resolution to dissolve the Association shall only be proposed at an extraordinary general meeting and shall only be passed if carried by a majority of at least three-quarters of the Members present and entitled to vote.

- b. The dissolution shall take effect from the date of the resolution and the members of the Committee shall be responsible for the winding-up of the assets and liabilities of the Association.
- c. Any property remaining after the discharge of the debts and liabilities of the Association shall be paid or distributed as determined by the Committee to the LTA, any other non-profit making body with similar objects or any tennis related charity, or distributed back to Members should they so elect.

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