



CAMBRIDGE SOUTH MEN'S HOCKEY CLUB

EXTRAORDINARY GENERAL MEETING

~ 2009 ~

Held on: Wednesday 28th October 2009, 8pm
at: The Castle Inn, Castle Street, Cambridge

MINUTES

Present: James Hodge, Simon Jelley, Ron Oren, Kevin Pride, James Raikes, Neil Sneade
Observing: Eleanor Raffan, Julie Sadler, Louise Tonkin
Resolutions of the Club are shown underlined.

I. Merger with Cambridge South Ladies' Hockey Club

The Club considered the proposal for a merger with Cambridge South Ladies' Hockey Club. Historically, the clubs had been established as separate entities and formally continued to operate as such. It was noted that the ties between the two clubs had improved and increased over recent years and areas of common activity, off and on the pitch, had developed to such an extent that many Members were unaware of the separate natures of the Men's and Ladies' clubs.

In view of this, and to reflect formally the high degree of practical unity that already existed between the clubs, it was proposed that Cambridge South Men's Hockey Club merge with Cambridge South Ladies' Hockey Club, on a basis of equal consideration and that preserved the clubs' historical autonomy in playing matters.

To this end, it was noted that a General Meeting had been duly called, a quorum was present or had provided proxies and accordingly it was proposed that:

The Club be dissolved and its membership and assets transferred to a club, to be established jointly with the members of Cambridge South Ladies' Hockey Club as a successor to each club, the club to be called Cambridge South Hockey Club and constituted on the basis of the constitution reviewed and approved at this meeting [included at Appendix I]. The current

Officers of the Club shall continue as Officers of Cambridge South Hockey Club pending the election of Officers as duly provided under the constitution. The enacting of such resolution shall be contingent on the passing of a like resolution by Cambridge South Ladies' Hockey Club.

A vote was held and the results were recorded as follow: For – 15 (Present – James Hodge, Simon Jelley, Ron Oren, Kevin Pride, James Raikes, Neil Sneade; Proxy – Dave Aston, John Benedikz, Roger Craigen, Wilco Dijkstra, Lino Di Lorenzo, Rob Garrett, James Lee, Dave Monck, Paul South), Against – 0, Abstentions – 0.

Resolved that the Club be dissolved and a new club established as provided above.

The meeting was declared closed at 9pm.

APPENDIX I

CONSTITUTION

1. Identity

- 1.1. The name of the Club shall be Cambridge South Hockey Club.
- 1.2. The Club shall be situated in or near the city of Cambridge.
- 1.3. The Club shall seek affiliation to the Cambridgeshire Hockey Association, the East Region Hockey Association and England Hockey or any successor organisations and shall compete in the East Hockey League and Cambridgeshire Women's Hockey League or equivalent competitions.

2. Objects

- 2.1. The objects of the Club shall be:
 - The recruitment and development of people into the sport of hockey.
 - To provide opportunities for members to play and umpire hockey at both a social and competitive level and to improve and develop their skills in the game.
 - The provision of social activities and events for members and the promotion of the broader social and playing life of the Club.
 - To provide equity of opportunity across all areas of the Club, to encourage participation in the sport through playing, umpiring, coaching and administration of the Club.
 - To provide a safe and effective environment in which to play hockey.
- 2.2. The Club is committed to encouraging the highest ethical standards. All individuals involved in the Club should conduct themselves with integrity, transparency, accountability and in a fair and equitable manner.

3. Membership

- 3.1. The Club shall be a members club open to all persons of or above the minimum age for participation in the East Hockey League. No application for membership will be refused on other than reasonable grounds. There will be no discrimination on grounds of race, gender, occupation, sexual orientation or religious, political or other opinion.
- 3.2. The membership shall consist of playing Members and non-playing Members.
- 3.3. Membership is subject to the payment of the appropriate annual subscription. A Member who has not paid their subscription by the date due shall cease to be a Member.
- 3.4. All Members joining the Club shall be deemed to accept the terms of this Constitution and any regulations from time to time adopted by the Club.

- 3.5. Participation in matches is subject to the holding of playing membership status and the payment of match fees. Exceptions may be made by decision of the Club Committee.
- 3.6. The Club Committee may make regulations regarding the conduct and behaviour of Members. The Club Committee may suspend the membership of any Member whose conduct has been, in the opinion of the Club Committee, contrary to the interests of the Club.

4. Management

- 4.1. The affairs of the Club shall be managed by the Club Committee except for:
- matters reserved for the decision of the Club membership in General Meeting.
 - matters solely concerning the Lady Members which shall be reserved for the decision of the Ladies' Playing Committee.
 - matters solely concerning the Gentlemen Members which shall be reserved for the decision of the Gentlemen's Playing Committee.
- 4.2. The Club Committee shall consist of the Officers of the Club, who shall be the Chairman, Honorary Secretary, Honorary Treasurer, Men's and Ladies' Fixtures Secretaries, Men's and Ladies' Social Secretaries and the Captain and Vice-Captain of each Club team entered in the East Hockey League or the Cambridgeshire Women's Hockey League, all of whom shall be elected by the Club at the Annual General Meeting.
- 4.3. The Club Committee may appoint one or more additional Officers to the Club Committee for such purposes and for such period as it deems appropriate, which shall include but not be limited to League Liaison Officers, Umpires Liaison Officer, Training Co-ordinator and Captain of any Club team not entered in the East Hockey League or the Cambridgeshire Women's Hockey League.
- 4.4. The Ladies' and Gentlemen's Playing Committees shall consist *ex officio* of the Lady Officers of the Club and the Gentlemen Officers of the Club respectively and additionally any persons appointed by them as Officers for such purposes and for such period as is deemed appropriate.
- 4.5. All Officers of the Club must be Members of the Club.
- 4.6. The Officers of the Club Committee shall also be the trustees *ex officio* of the Club who shall hold any property belonging to the Club in their name and shall further be entitled to sue and be sued on behalf of the Club as trustees *ex officio*. They shall all be entitled to personal indemnity out of the funds of the Club where they are acting bona fide in their capacity as Officers of the Club.
- 4.7. Officers of the Club shall cease to hold office on the date of the next Annual General Meeting following their election or appointment, on giving notice of retirement, on removal by vote of the Members in General Meeting or, for appointed Officers, on removal by decision of the appointing Committee. Officers elected by the Club may be replaced by the Club Committee *pro tem* pending an election at the next General Meeting.

- 4.8. The Committee may further appoint an honorary President of the Club and award the status of Life Member to those it considers deserving by virtue of long association with or service to the Club. The holding of such honorary titles or status shall confer membership of the Club but not of the Committee.
- 4.9. Decisions of the Committees shall be made by majority vote of those Officers present at a duly called Committee Meeting. A minimum of 6 Officers, including no fewer than 2 Lady and 2 Gentlemen Officers, for a Club Committee Meeting and 3 Officers for a Playing Committee Meeting must be present for a Committee Meeting to be quorate. Committee Meetings may be called on not less than 7 days' notice by either the Honorary Secretary or, for a Club Committee Meeting, by 4 other members of the Committee or, for a Playing Committee Meeting, by 2 other members of the Committee. Each Officer shall have a single vote, regardless of whether they hold more than one office. In the event of a tied vote at a Club Committee Meeting the Chairman, if present, shall have a casting vote.
- 4.10. The Officers of the Club shall be responsible, individually and collectively, for ensuring that the Club complies with and upholds the rules of the East Hockey League and any other competition in which the Club participates.
- 4.11. The powers and duties of each Officer shall be as determined from time to time by the Committee or for Officers appointed to a Playing Committee, by that Playing Committee.

5. General Meetings

Annual General Meeting

- 5.1. An Annual General Meeting of the Club shall be held after the date of the Club's last East Hockey League game of the season and on or prior to the 30th June each year to:
- Approve the minutes of the previous year's AGM.
 - Receive a report from the Honorary Secretary.
 - Receive a report from the Honorary Treasurer and approve the Annual Accounts.
 - Elect the Officers of the Club.
 - Fix the subscriptions and match fees for the ensuing year.
 - Consider changes to the Constitution.
 - Deal with other relevant business.

Extraordinary General Meeting

- 5.2. An Extraordinary General Meeting may be called at any time by the Committee or by application in writing by at least 6 Members of the Club to the Honorary Secretary.

Notices

5.3. Notice of the time and venue of a General Meeting shall be given to the Club membership at least 14 days before the date of such a meeting. The notice shall include an Agenda for the meeting. Items may be added to the Agenda for the meeting by proposal to the Honorary Secretary. The Honorary Secretary may decline to add items that they deem to be frivolous or made with vexatious intent, except that any item proposed by 3 Members of the Club shall be added to the Agenda. No item shall be included in the Agenda unless fair notice of it has been given to the membership of the Club.

Conduct of Meetings

5.4. The chairman of the General Meeting shall be the Chairman where present or, in his absence, an alternative chairman shall be elected as the first order of the meeting.

5.5. Every Member of the Club in good standing shall be entitled to be present and to vote at any General Meeting of the Club. A minimum of 12 Members, including no fewer than 4 Lady and 4 Gentlemen Members, must be present for a General Meeting to be quorate. Decisions shall be made by a simple majority vote. In matters solely concerning Lady Members, which shall include but not be limited to the election of Ladies' team Captains and Vice-Captains and the fixing of the subscriptions and match fees to be paid by Lady Members, Gentlemen Members shall not be entitled to vote, and vice versa. Such matters shall be identified as such by the Honorary Secretary and indicated on the Agenda. Should there be equality on any voting issue the chairman of the meeting shall have a casting vote.

Changes to the Constitution

5.6. Amendments to the Constitution may be made by a two-thirds majority of those Members present and entitled to vote at any General Meeting.

5.7. A proposal to change the Constitution or to dissolve the Club must be submitted in writing to the Honorary Secretary who shall circulate the proposal to all Members at least 7 days in advance of the General Meeting at which the amendment is to be voted on.

6. Finances

6.1. The Honorary Treasurer shall be responsible for the preparation of the Annual Accounts of the Club.

6.2. All payments drawn against the Club's funds shall be authorised by the Honorary Treasurer and, for sum's greater than £300, one other Officer.

6.3. All adult playing Members shall be jointly and severally responsible for the financial liabilities of the Club.

7. Dissolution of the Club

7.1. The Club is a non-profit making organisation. All profits and surpluses will be used to maintain, improve or develop the Club's facilities or to carry out the objects of the Associations to which it is affiliated. No profit or surplus will be distributed other than to another non-profit making body on a winding-up or dissolution of the Club.

- 7.2. If the Club shall pass in General Meeting, by a majority comprising two-thirds or more of the Members present and entitled to vote, a resolution of intention to dissolve the Club, the Committee shall take immediate steps to convert all of the assets of the Club into cash.
- 7.3. The proceeds of the conversion shall be used by the Committee firstly to discharge all the debts and liabilities of the Club. Any balance shall be passed on to some other organisation or organisations having objects similar to the Club, to be determined by the Members of the Club in General Meeting or, in the absence of such a resolution, to the East Region Hockey Association or any successor organisation.