



RULES OF THE COUNTY CLUB, GUILDFORD

**Adopted at the Annual General Meeting
of the Club held on 21st March 2024**

Name of the Club

1. The name of the Club shall be **The County Club, Guildford.**

Condition of the Club

2. The Club is a Proprietary Club, and the proprietors, namely The County Club, Guildford, Limited, are alone responsible for all payments incidental to or relating to the Club and the liability of Members as Members of the Club is limited to the payment of their entrance fees and annual Subscriptions.

Membership

3. Ordinary Membership of the Club shall be limited to such number as shall be determined by the Committee from time to time, subject to a maximum of six hundred. In addition to Ordinary Members, Temporary Members, Honorary Members and Spouses of Ordinary Members may be admitted on the terms prescribed by these Rules. For all purposes of these Rules references to the masculine gender shall, where the context so permits, include the feminine gender and *vice versa*.

Officers

4. The Officers of the Club shall be the President and the Honorary Secretary (the "**Officers**") who shall be Ordinary Members of the Club qualified under the provisions of Rule 12.

Committee

5. A Committee of Members (the "**Committee**") shall be responsible for the management of the Club and shall consist of the Honorary Secretary for the time being of the Club and eight other Ordinary Members of the Club qualified under the provisions of Rule 12. The Committee shall select one of its Members as its Chairman (the "**Chairman**").

Officers and Members of the Committee

6. The Officers and Members of the Committee shall be elected by the Members in the manner specified under Rules 7 to 12 at an Annual General Meeting of the Club held in accordance with the provisions of Rule 45 and shall take office immediately upon election.

Election of Officers and Members of the Committee

7. Candidates for election as Officers and Members of the Committee must be proposed and seconded by Ordinary Members of the Club. Names of candidates and of their proposers and seconders must be forwarded to reach the Honorary Secretary no less than fourteen days before the Annual General Meeting. The Honorary Secretary shall upon receipt of the names of the candidates their proposers and seconders place them on the Notice Board of the Club at least ten days prior to the date of the Annual General Meeting.

Casual Vacancies

8. If a casual vacancy shall occur amongst the Officers or on the Committee or if an insufficient number of persons shall have been elected at any Annual General Meeting the Committee may fill any vacancies so occurring or remaining as the case may be by appointing any Ordinary Member of the Club having the necessary qualification under the provisions of Rule 12 to be an Officer or a Member of the Committee. Any Member so appointed shall be subject to confirmation at the next ensuing Annual General Meeting and shall retain office only for so long as the Member he replaces would have remained in office had he completed his term of office.

Retirement of Officers and Members of the Committee

9. At the Annual General Meeting:
 - (a) Members of the Committee (including the Honorary Secretary) who have served for a period of three years; and
 - (b) the President,shall each retire.

Term Limits

10. No Member of the Committee (including the Honorary Secretary) shall be eligible for re-election where doing so would mean that he will have ultimately served more than nine continuous years (although years served as Chairman shall be ignored for this purpose) in such office.
11. No person may be elected President where doing so would mean he will have ultimately served more than ten continuous years in such office.

Qualification for Election as an Officer or Member of the Committee

12. No member shall be eligible to be an Officer or a Member of the Committee until he has been an Ordinary Member of the Club for at least one year and all Officers and Members of the Committee shall be entitled to be appointed Directors of The County Club, Guildford, Limited.

Management

13. The Management of the Club shall be vested in the hands of the Committee who shall have full power to conduct the affairs of the Club in all respects and shall have the power to appoint sub-committees whose Members except in the case of a sub-committee appointed under Rule 15 need not be Members of the Committee.

14. The Committee shall be empowered from time to time to make such arrangements or to enter into such agreements as it shall deem necessary for the provision and equipment of the Club's premises and the provision of attendants catering and other requirements for the Club. The Committee shall be empowered to permit and to agree to the use of parts of the Club's premises for external functions including bookings by persons who are not Members of the Club on such terms as the Committee shall determine.
15. The purchase and supply by the Club of all food beers wines spirits liquors cigars and other excisable articles shall be under the control of the Committee for the benefit of the Club. The Committee shall have the power to appoint from their own body only a sub-committee to manage the functions of the Committee for such purposes.
16. Subject to the provisions of any applicable Licensing Act or Regulation in force for the time being the Committee may from time to time vary the permitted hours for the supply of intoxicating liquors in the Club. The bar opening hours shall be displayed at the bars of the Club and the Committee shall be responsible for advising the appropriate licensing authority of those hours and each variation thereof.
17. The Committee may permit persons other than Members of the Club and their guests to attend on the Club's premises at a function or meeting authorised by the Committee to be held therein and at such function or meeting intoxicating liquors may be sold during permitted hours or any extension thereof to such persons for consumption on the Club's premises.
18. The Committee shall have the power to borrow money from Members of the Club on behalf and for the purposes of the Club in such manner and upon such conditions as the Committee shall decide.
19. A quorum for any meeting of the Committee shall be four and at every meeting of the Committee the Chairman may vote and in the case of equality of votes he shall in addition have a casting vote.

Powers of the Committee

20. In addition to those specified in Rules 13 to 18, the Committee shall have the following powers:
 - (a) to make such Bye-Laws and regulations as it may from time to time consider necessary both in relation to the operation of the Club and any part of the Club's premises and also in relation to its Members; and
 - (b) to suspend enlarge modify or vary any of the Rules of the Club or to make new Rules for any special reason or particular period as they shall think desirable provided that particulars of any such suspension enlargement modification variation or new Rule shall be posted immediately on the Notice Board and brought before the next ensuing Annual General Meeting or before an Extraordinary General Meeting convened in accordance with Rules 45 or 46 for approval or otherwise by a majority then present.

Election of Ordinary Members

21. Every candidate shall be proposed by one Ordinary Member of the Club and seconded by another and the proposer shall have been an Ordinary Member of the Club during the whole of the preceding two years. Such proposal shall be made by forwarding to the Honorary Secretary in writing the name of the candidate his residence rank profession occupation or other description with the signature of the proposer and seconder and the signature may be added either at the same time or subsequently but before the day of

election and no Member shall propose or second a candidate who is not personally known to him.

22. No candidate shall be eligible who at the time of election is under the age of eighteen years.
23. If a proposer or a seconder dies or ceases to be a Member of the Club or withdraws his signature before election any other Member who has been an Ordinary Member of the Club during the whole of the preceding two years or in the case of a seconder any other Ordinary Member of the Club may substitute his signature as proposer or seconder as the case may be before the day of election.
24. The election shall be by the Committee. The candidates shall be balloted for in the order in which they have been originally proposed but the Committee may adjourn the consideration of the election of any candidate pending any enquiries they may desire to make. No ballot shall take place unless there are four Members of the Committee present and if two balls shall have been placed in the "No" section of the Ballot Box the candidate shall be excluded from membership. An excluded candidate shall not again be eligible for election for one year from the date of exclusion.
25. Upon the Committee deciding that a candidate is suitable for election such candidate's form of application for membership shall be posted forthwith on the Club's Notice Board and there shall be indicated thereon the date upon which it was so posted.
26. If at the expiration of fourteen days from the date upon which the candidate's form of application for membership was posted on the Notice Board no representation in writing has been received by the Honorary Secretary from any Member representing that it is undesirable that such candidate should be elected then such candidate shall be deemed subject to the provisions of Rule 34 to have been elected an Ordinary Member of the Club. If any such representation has been so received then the Committee shall review the candidate's application for membership and decide upon the merits or validity of any such representation.

Spouses of Ordinary Members

27. The wife or husband of an Ordinary Member shall be admitted to the Club as a Member of that category without election on payment of the appropriate Subscription but shall not be entitled to receive Notice of or to vote at any General Meeting.

Election of Temporary Members

28. The Committee may elect as Temporary Members any person temporarily resident within ten miles of the centre of Guildford. Names of candidates for Temporary Membership shall be duly proposed and seconded by Ordinary Members in the manner set forth in Rule 13 (a). The period for which the candidate wishes to make use of the Club should also be noted but the Committee shall have power to decide the actual length of time for which Temporary membership shall be offered.
29. Any candidate who has been duly proposed and seconded for Temporary Membership may after forty-eight hours use the Club pending confirmation by the Committee.
30. The proposer of a Temporary Member shall be held responsible for any Subscriptions due from that Temporary Member.
31. The Committee may elect Clergymen of any Denomination as Ordinary Members or as Temporary Members at such rate of Subscription as the Committee may from time to time decide pursuant to Rules 36 to 39.

Election of Temporary Honorary Members

- 32.** The Committee may elect as Temporary Honorary Members for a limited period distinguished persons temporarily resident within ten miles of the centre of Guildford.

Election of Life Honorary Members

- 33.** The Committee may also elect a Member as a Life Honorary Member. Such Honorary Members shall be entitled to the rights and privileges of an Ordinary Member without payment of an entrance fee or Subscription save that any such person so elected may not use the Club until forty-eight hours shall have elapsed after his election unless that person is already a Member.

Entrance Fee

- 34.** Any person elected to the Club as an Ordinary Member shall pay an entrance fee at a rate the Committee may determine from time to time.

Ordinary Shares

- 35.** Every Ordinary Member on election shall subscribe for or purchase one Ordinary Share in The County Club, Guildford, Limited at par value that is to say one pound Sterling but the Certificate for such share shall be held on behalf of the Member by the Honorary Secretary.

Subscriptions

- 36.** The Subscriptions for all categories of Membership shall be at such rates and shall be payable in such manner as the Committee shall from time to time determine. The Committee shall be empowered to vary the Subscription rates for Ordinary Members dependent upon their age and where both Husband and Wife are Ordinary Members of the Club the Committee shall be empowered to permit an appropriate reduction in the amount of Subscription payable by them.
- 37.** Any Ordinary Member elected at any time during the year shall pay for the residue of that year the same proportion of the full amount of Subscription as the period of the year for which he is to be a Member bears to the full year.
- 38.** The Committee shall have power to exempt from Subscription any Member absent abroad during a prolonged period or to set a nominal Subscription rate for such Member.
- 39.** Subscriptions are exclusive of VAT which shall be paid in addition to the Subscription at the rate in force for the time being.

Guests

- 40.** Members may introduce guests into the Club subject to such rules and regulations as may be made from time to time by the Committee and so far as the accommodation of the Club will allow.
- 41.** The names of all persons introduced as guests must be entered in the Guest Book by the Members introducing them. No member may introduce more than five guests on any one day nor may any guest be introduced more than five times in any one calendar year except with the permission of the Chairman or the Honorary Secretary.

Acceptance of These Rules by New Members

- 42.** As the payment of the entrance fee and annual Subscription and the amount payable for his Share in The County Club, Guildford, Limited entitles the new Member to the privileges of the Club such payment shall be deemed to be an acknowledgement on his part that he is bound by the Rules Bye-Laws and Regulations of the Club. A copy of these Rules and of such Bye-Laws and Regulations as the Committee shall think desirable to print and circulate with these Rules shall be sent by the Honorary Secretary to each new Member.

Subscriptions in Arrears

- 43.** If any Subscription shall not be paid during the first month of the year Notice in writing that the same is in arrears shall be given to the Member concerned by the Honorary Secretary. If any Subscription shall remain unpaid after the expiration of the first two months of the year the name of the Member in default shall be removed from Roll of Members provided that the Committee may at any time restore any name so removed upon payment of all arrears and upon satisfactory explanation of the default being given to them. Any Member whose name shall have been so removed shall remain liable to pay his annual Subscription for the then current year. For the purposes of this Rule any Notice shall be sufficiently given if sent by ordinary post to the last known address of the Member concerned.

Retirement of Members

- 44.** Any Member wishing to retire from the Club must give Notice in writing of his intention to the Honorary Secretary on or before 1st January of the ensuing year failing which he shall be liable for his Subscription for that year.

Annual General Meeting

- 45.** An Annual General Meeting of the Members shall be held on or before 31st March in each year for the purposes of electing the Officers and such one-third of the Members of the Committee as necessary to fill the vacancies occurring pursuant to Rule 9 and for transacting such other business as may be properly submitted to such Meeting under these Rules.

Extraordinary General Meetings

- 46.** The Honorary Secretary shall call an Extraordinary General Meeting on the written request of any twenty-five Ordinary Members in which requisition it shall be stated the Object of the Meeting and any Resolution or Resolutions to be moved at such Meetings and the business of such Meeting shall be confined to such Object and any such Resolution or Resolutions. The Committee may also call an Extraordinary General Meeting whenever they think fit.

Procedure at General Meetings

- 47.** The Chairman of the Committee shall be chairman of all Annual and Extraordinary General Meetings of the Club and in his absence a chairman for the Meeting shall be elected by the Ordinary Members present.
- 48.** All matters at General Meetings shall be decided by a majority of votes of Ordinary Members personally present or by proxy. The instrument appointing a proxy shall be deposited with the Honorary Secretary at the Club's premises no less than twenty-four hours before the time of holding the pertinent Meeting.

49. Only Ordinary Members shall be entitled to vote or appoint a proxy to vote on their behalf at a General Meeting

Notices of General Meetings

50. Notices concerning General Meetings and the business to be transacted therein shall be posted on the Club's Notice Board and no Notices to Members shall be necessary.
51. All Resolutions and amendments thereto to be brought forward must be made in writing to the Honorary Secretary and signed by the Members wishing to propose and second such Resolutions and amendments.
52. Twenty-one days' prior Notice must be given of the Annual General Meeting and fourteen days' prior Notice must be given of an Extraordinary General Meeting. Copies of the Resolutions to be moved at such Meetings must reach the Honorary Secretary at least fourteen days before the date of the Meeting. The Honorary Secretary will then post on the Club's Notice Board the business to be transacted at the Meeting.

Quorum at General Meetings

53. A quorum at an Annual General Meeting shall be ten persons personally present. A quorum at an Extraordinary General Meeting shall be twenty persons personally present. If no quorum is present at an Annual General Meeting within twenty minutes from the time fixed for such Meeting the Meeting shall be adjourned for a week and the Members actually present at such adjourned Meeting shall constitute a quorum. If no quorum is present at an Extraordinary General Meeting within thirty minutes of the time fixed for the Meeting it shall be dissolved and no other meetings for the purpose of considering the same Resolution or Resolutions substantially similar to those proposed to be submitted shall be summoned without the leave of the Committee before the next ensuing Annual General Meeting.

Suspension or Expulsion of Members

54. If any Member shall be adjudicated a bankrupt or have a receiving order made against him he shall thereupon cease to be a Member of the Club but on his written application to the Committee and on his furnishing them with full particulars of the circumstances he may be re-admitted by the vote of not less than two-thirds of the Members of the Committee voting at a Meeting especially called to consider the case.
55. If the conduct of any Member either in or out of the Club shall in the opinion of not less than two-thirds of the Committee voting at a Meeting especially called to consider the case at which not less than six members of the Committee must be present be considered injurious to the character or interests of the Club or if at any time after the election of a Member two-thirds of the Members of the Committee voting at a Meeting especially called to consider the case shall be of the opinion that he has been elected under a misrepresentation the Committee shall ask such Member to resign and if he does not resign within twenty-eight days of such request (during which time he shall not be allowed to enter the Club) the Committee on their own resolution or on a requisition signed by twenty-five Ordinary Members of the Club shall call an Extraordinary General Meeting of the Club to consider the question of expelling such Member. At such Meeting the Ordinary and Honorary Life Members present and voting must not be less than thirty and the votes shall be taken by secret ballot proxies not being allowed. In the event of it being voted at such Extraordinary General Meeting by three-fifths or more of the Ordinary and Honorary Life Members present that such Member be expelled and that the name of such Member be removed from the Roll of Members of the Club then he shall cease henceforth to belong to the Club and to have any claim on the property of the Club.

Settlement of Accounts

56. Every Member of the Club shall at all times maintain enough funds in his Club Card to enable him to discharge any expenses he may incur whilst at the Club. Should a Member's Club Card incur a negative balance during a visit, such Member shall add funds to his Club Card so as to bring it back to at least zero before leaving the premises.

Complaints and Suggestions

57. All complaints and suggestions shall be made in writing and signed by the Member making them and given to the Honorary Secretary who shall lay the same before the next meeting of the Committee. The conduct of an employee of the Club shall in no circumstances be made a matter of personal reprimand by any Member of the Club or individually by any Member of the Committee. No gratuities shall be given by any Members to any employee of the Club other than on the recommendation of the Committee.

Animals not to be admitted

58. No Member may bring a dog (other than a guide dog) or other animal into the Club.

Books and Papers not to be taken away

59. No person shall take or permit to be taken away from the Club any newspaper magazine book pamphlet or other article which are property of the Club.

Games

60. The Committee shall have the power to decide what games may be played in the Club and from time to time pass Bye-laws for the regulation of prizes or to limit the stakes and such Bye-laws shall be posted on the Club's Notice Board.

No alcohol to be brought in

61. No beers, wines, spirits or other alcoholic drinks shall be brought into the Club by any Member or Visitor.

Members' Addresses

62. Every Member shall keep the Honorary Secretary informed of his address in the United Kingdom from time to time and all Notices sent by ordinary post to the Member's last recorded address shall be deemed to have been duly delivered.

Indemnity for Officers and Committee Members

63. All Officers and Members of the Committee from time to time shall be entitled to be indemnified out of the assets of the Club against all obligations and liabilities incurred by them as a result of or by virtue of their membership of the Committee other than obligations and liabilities incurred by an Officer or Member of the Committee by virtue of his own wilful fraud or other wrongdoing.