



PROBUS SECUNDUS CLUB HARPENDEN

Rules and Constitution (Effective from 21 August 2025)

1. Name

The Club shall be called the Probus Secundus Club Harpenden.

2. Objectives

Membership of the Club shall be open to retired or semi-retired men for the purpose of promoting good fellowship, by meeting regularly for stimulating discussion, and by such other activities as will ensure the success of the Club.

3. Management

- 3.1 The management of the Club shall be in the hands of an elected Committee which will consist of Chairman, Immediate Past Chairman, Vice Chairman, Treasurer, Committee Secretary, Membership Secretary, Events Secretary, Speaker Secretary, Welfare Secretary and one or more other members, with power to co-opt during the year members to assist them generally or in any particular way, and to fill casual vacancies on the Committee or to act as officers until the next Annual General Meeting.
- 3.2 The Chairman shall be elected by the members and normally hold office for one year only and on relinquishing the Chair shall serve for one year as Immediate Past Chairman.
- 3.3 Each year the Chairman shall normally be succeeded by the Vice Chairman, the latter having been selected by the Committee for election at the Annual General Meeting.
- 3.4 The Secretaries and Treasurer shall be elected annually, but none of these offices shall normally be held for more than five consecutive years. This rule may be waived by the Committee when appropriate.
- 3.5 Ordinary members of the Committee shall be elected annually.
- 3.6 The quorum for a Committee meeting shall be five.
- 3.7 The Committee may delegate its powers to sub-committees provided their final proposals are ratified by the Committee in a meeting.
- 3.8 The Committee is empowered to effect insurance on behalf of the Club and its office holders upon such terms as they may decide.

4. Casual vacancies

- 4.1 Nominations to fill vacancies on the Committee shall be made to the Committee Secretary, duly proposed and seconded and with the prior consent of the nominee.

5. General Meetings

- 5.1 The Annual General Meeting shall normally be held on the date of the August meeting.
- 5.2 At each Annual General Meeting:
 - 5.2.1 The accounts for the previous financial year ending on 31 May (having first been examined by the Independent Examiners) shall be presented for approval.
 - 5.2.2 The Committee shall be elected.
 - 5.2.3 Independent Examiners shall be appointed.
 - 5.2.4 Any other business that has been communicated to the Committee Secretary shall be considered.

5.3 Extraordinary General Meetings

- 5.3.1 An Extraordinary General Meeting may be called at any time by the Committee or by a minimum of 15 members by written requisition, stating the purpose for which the meeting is required, addressed to the Committee Secretary.
- 5.3.2 Notice of an EGM shall be given to all members by e-mail or by written notice to those unable to receive e-mail.
- 5.3.3 Notice of an EGM shall be given a minimum of 14 days before the date of the meeting.
- 5.3.4 An EGM shall normally be held on the date of a monthly Club meeting.

5.4 The quorum for any General Meeting shall be 20 members.

5.5 Voting at any General Meeting shall be by show of hands or by ballot at the discretion of the Chairman of the Meeting. In the event of an equal division of votes the Chairman of the Meeting shall have a casting vote.

5.6 The Chairman may with the approval of the Committee call Meetings online or by other remote means. This power will only be used in exceptional circumstances.

6 Subscriptions

- 6.1 The amount of the annual subscription and joining fee shall be determined by the Committee and approved by the Annual General Meeting.
- 6.2 The Treasurer shall have the power to reduce pro-rata the subscription of new members joining other than on the subscription renewal date for existing members.

7 Conduct of Members

- 7.1 Members are expected to conduct themselves properly at all times, observing any applicable dress codes, exercising tolerance and doing nothing that may be viewed as likely to bring the Club into disrepute.
- 7.2 The Committee shall have the power to terminate any existing membership by notice in writing to the member.
- 7.3 Save for exceptional circumstances each member is honour bound to pay the Treasurer for his own or guest's lunch if he has not previously notified his absence, or is absent at the last minute for any reason.

8 Membership Applications

Applications for membership of the Club will be made to the Membership Secretary (or other member of the Committee). Applications shall be proposed and seconded by a member of the Club and approved by the Committee.

9 Accounts

- 9.1 Accounts shall be kept, prepared and independently examined each year and presented for approval at the Annual General Meeting.
- 9.2 Two Independent Examiners shall be appointed at each Annual General Meeting. They shall not be members of the Committee.

10 Dates of Meetings

Club meetings will normally be held on the third Thursday of each month.

11 Amendments to the Constitution

This constitution may be altered by resolution at an Annual General Meeting or Extraordinary General Meeting provided that the resolution shall not be passed unless carried by a majority of at least three quarters of the members present and voting at the meeting. The notice of the meeting must contain particulars of the proposed alterations or additions.

12 Data Management

- 12.1 The Club's Rules relating to data management and Privacy Policy are published on the Club's website.
- 12.2 A list of the members made available only to members will normally be published in print form annually. The list will contain names of members, and their partners where applicable, address and telephone numbers and may, with the consent of the members concerned contain email addresses. A member's details will not be given to anyone other than members unless he has given his written consent.
- 12.3 Members will be invited to provide email addresses to the Secretary to assist in the running of the Club. If any list is produced for sharing email addresses with members, members may require that their name be not included.
- 12.4 The Committee will take all reasonable steps to protect the personal data held about each member of the Club, including not passing on or selling the data to third parties. Emails to multiple members will be sent as blind copies where appropriate. When members leave the Club, data will be deleted from computer records as set out in the Rules.

13 Dissolution

- 13.1 A resolution to dissolve the Club shall only be proposed at an Extraordinary General Meeting and shall be passed only if carried by a majority of at least three quarters of the members present and voting at the meeting.
- 13.2 Members of the Committee shall be responsible for the winding up of the Club.
- 13.3 Any surplus remaining after the discharge of the debts and liabilities of the Club shall be donated to a charity or charities approved by a simple majority of the members present at the Extraordinary General Meeting.

14 Emergency Powers

In the event of an emergency the officials of the Club shall be empowered to take whatever action they deem necessary.

These revised Rules and Constitution were adopted at the AGM held on 21 August 2025.