

WILTSHIRE LAWN TENNIS ASSOCIATION
RULES & REGULATIONS 2012

1. Name

The Association is called The Wiltshire Lawn Tennis Association

2. Definitions

2.1 In these rules, unless the context otherwise requires:

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| "associate" | means an entity which is registered as an associate by The Wiltshire Lawn Tennis Association pursuant to the LTA Rules |
| "the Chairman" | means the person elected from time to time to be the chairman of the Association in accordance with rule 7; |
| "the County" | means the County of Wiltshire; |
| "Councillor" | means a councillor of the LTA; |
| "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 7; |
| "the Honorary Treasurer" | means the person elected from time to time to be the honorary treasurer of the Association in accordance with rule 7; |
| "the LTA" | means the Lawn Tennis Association (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 as in force from time to time; |
| "the Officers" | means The persons elected to serve on the Management Committee of Wilts LTA |
| "the Members" | means the members of the Association admitted from time to time to membership of the Association in accordance with rule 4.1; |

"the President" means the person elected from time to time to be the president of the Association in accordance with rule 7;

"Honorary Life Vice President" means a person appointed from time to time by the Association at an Annual General Meeting.

"the Trustees" means the persons appointed from time to time to be the trustees of the Association in accordance with rule 8.

2.2 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, including unincorporated associations of persons and partnerships.

3. Objects

3.1 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 increase in 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 with and uphold these rules;
- (d) to accept all duties and powers delegated to it by the LTA and to appoint a representative or representatives for the County to the Council of the LTA;
- (e) to promote, arrange and regulate inter-county matches, county championships, tournaments, inter-club and county competitions and junior activities at all levels and age groups and to select teams for inter-county matches and competitions and generally to do all such acts, matters and things in connection with, or incidental, thereto;
- (f) subject to the LTA Rules, the LTA Disciplinary Code and the LTA's wider jurisdiction, to consider and resolve disputes, and enforce any award or decision, arising in connection with the Game in the County or otherwise delegated to it by the LTA and to provide by these rules, regulations, bye-laws or otherwise for a process to govern such disputes;
- (g) to acquire, dispose of, establish, own, lease, operate, use and turn to account 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 Lawn Tennis and Croquet Club;
- (i) to promote the teaching of the Game and the development of tennis at all ages and levels 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 do all such things as the Management Committee thinks fit to further the interests of the Association and the Game in general.

3.2 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.

4. Membership

4.1 An entity shall qualify for registration as a Member, and thereby for registration as an associate of the LTA, if the Management Committee of the Association 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,
- (g) Tennis Leagues within the County

provided, in each case, that it has a written constitution or set of rules governing its operation approved by the Management Committee

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

4.3 Any person/entity who wishes to become a Member must complete an on-line registration or submit an application in such form as the Management Committee shall decide. Subject to rule 4.1, election to membership shall be in the sole discretion of the Management Committee.

4.4 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.

4.5 Rule 4.4 confers a benefit on the LTA and 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 4 should be enforceable, by virtue of the Contracts (Rights of Third Parties) Act 1999, by any person who is not a Member.

4.6 The Management Committee may terminate the membership (and so association) of any person, or impose any other sanction they determine to be appropriate, in connection with the breach of any condition set out in this rule. The LTA may terminate the association of any person, or impose any other sanction it determines to be appropriate, in connection with the breach of any condition set out in this rule. Rule 6 shall not apply to such termination.

4.7 A Member may withdraw from membership of the Association on clear notice to the Association on or before 31st December. Membership shall not be transferable in any event and shall cease immediately on death or dissolution.

4.8 The Association may admit the following as members of the Association 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:

- (a) Annual and Life Associate Members

5. Entrance fee and subscription

5.1 The annual subscription for each type of Member referred to in rule 4.1 shall be determined from time to time by the Management Committee and shall be effective for that year. Such annual subscription may exceed the minimum annual subscription described below.

5.2 The minimum annual subscription for each Member referred to in rule 4.1, 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).

5.3 In respect of Members referred to in rule 4.1 that do not have “regular access” to tennis courts, a fixed minimum annual subscription, determined annually by the LTA, shall apply.

- 5.4 Unless the LTA determines otherwise on a case by case basis, the annual subscription fee of Members referred to in rule 4.1 in respect of each year to 30 September shall be payable between 1 October and the following 28 February.
- 5.5 The annual subscription fee of Members referred to in rule 4.1 shall be paid to the Association. as agent of the LTA
- 5.6 The annual subscription fee of Members referred to in rule 4.1 shall include the amount, if any, payable in respect of benefits or services provided by the LTA.
- 5.7 The subscription fee of Life Members and the annual subscription fee for Associate Members of the Association shall be determined by the Management Committee and must be paid by 28th February
- 5.8 Any Member referred to in rule 4.1 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.
- 5.9 Any Member whose subscription fee is not paid by 28th February shall be deemed to have resigned his membership of the Association.

6. Expulsion

- 6.1 Subject to the remaining provisions of this rule, the Management Committee shall have power to expel a Member if it in its sole discretion determines that it would be in the best interests of the Association to do so.
- 6.2 A Member shall not be expelled unless he is given 14 days' written notice to attend a meeting of the Management Committee and written details of the complaint made against him.
- 6.3 The Member shall be given an opportunity to appear before the Management Committee to answer complaints made against him and must not be expelled unless at least two-thirds of the Management Committee then present vote in favour of his expulsion.

7. The Management Committee

- 7.1 The Association shall be managed by a Management Committee consisting of not less than five and subject to a maximum of eight individuals The members of the Management Committee may exercise all the powers of the Association for the purpose of the management of the Association.
- 7.2 The Management Committee shall comprise of the following:
- (a) the President;
 - (b) the Chairman;
 - (c) the Honorary Secretary;
 - (d) the Honorary Treasurer
 - (e) LTA Councillor
 - (f) Chairman of Tennis
 - (g) Two members to represent other Members of the Association

- 7.3 In addition to the Officers listed in 7.2 above there shall be up to 4 co-opted/appointed members of the Management Committee
- 7.4 The Association agrees that each member of the Management 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 applies and that the LTA and the Association can enforce any breach at its option and in its sole discretion
- 7.5 The members of the Management 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 Management Committee specify, any such delegation may authorise further delegation of the members' powers. The members of the Management Committee may revoke any delegation or alter its terms and conditions
- 7.6 The Officers of the Management Committee shall be proposed, seconded and elected at the Annual General Meeting of the Association. Election as an Officer to the Management Committee shall be for 1 year and, subject to termination of office by resignation, removal or otherwise, will commence immediately after the Annual General Meeting at which they are elected. Upon retirement at the end of their period in office the Officer can be re-elected
- 7.7 Each Member is entitled to nominate a person for the position of an Officer on the Management Committee and should submit such nomination in writing to the Honorary Secretary not later than one week before the date of the AGM, with, in each case, the names of the proposer and seconder.
- 7.8 The Management Committee may appoint any person to fill any casual vacancy on the Management Committee until the next annual general meeting when that person shall retire but shall be eligible for re-election.
- 7.9 A member of the Management Committee shall be deemed to have vacated office if;
- a. he resigns his office by notice to the Association
 - b. he is requested to resign by a majority of the other Management Committee members.
 - c. 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
- 7.10 Any person accepting election or nomination to the Management 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 the Management Committee membership. The Management Committee has the right to veto such an election if it is not in the best interests of the Game

8. Proceedings of the Management Committee

- 8.1 Management Committee meetings shall be held as often as the Management Committee thinks fit provided that there shall not be less than four meetings each year. Any member of the Management Committee may call a Management Committee meeting by giving notice of

the meeting to the other members of the Management Committee Notice of the meeting must be given to each member of the Management Committee but need not be in writing.

- 8.2 The quorum of such meetings shall be four. Unless a quorum is participating, no proposal is to be voted on, except a proposal to call another meeting.
- 8.3 The Chairman and the Honorary Secretary shall have discretion to call emergency meetings of the Management Committee if they consider it to be in the interests of the Association. The Honorary Secretary shall give all the members of the Management Committee not less than 7 days' notice of a meeting.
- 8.4 The Chairman shall be the chairman of the Management Committee Unless he is unwilling to do so, the Chairman shall preside at every meeting of the Management 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 fifteen minutes after the time appointed for the meeting, the members of the Management Committee present may appoint one of the number to be chairman of the meeting.
- 8.5 Decisions of the Management Committee shall be made by a simple majority and in the event of equality of votes the Chairman or the acting chairman of that meeting shall have a casting or additional vote.
- 8.6 The Management Committee may from time to time appoint from among its number such sub-committees as it considers necessary and may delegate to them such of the powers and duties of the Management Committee as the Management Committee may determine. All sub-committees shall periodically report their proceedings to the Management Committee and shall conduct their business in accordance with the provisions of these rules which govern the taking of decisions by members of the Management Committee. The Management Committee may give the sub-committee directions which prevail over these rules.
- 8.7 The Management 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 Management Committee shall have the power to enter into contracts for the purposes of the Association on behalf of all the Members.
- 8.8 The Management Committee shall appoint Trustees, on such terms as the Management Committee may think fit, to hold office until death or resignation unless removed from office by a resolution of the Management 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 Management 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 Trustee Act 1925 shall apply to any such appointment. Any statement of fact in any such deed of appointment shall in favour of a person dealing with the Association or the Management Committee in good faith be conclusive evidence of the fact so stated.
- 8.9 The number of Trustees shall not be more than four or less than two.

8.10 The members of the Management 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.

9. Annual general meeting

9.1 The annual general meeting of the Association shall be held at such time as the Management 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 and consider the accounts of the Association for the previous year, the auditor's/independent accountant's report on the accounts and the Honorary Treasurer's report as to the financial position of the Association;
- (c) to remove and elect the auditor/ independent accountant or confirm that he remain in office;
- (d) to elect the officers of the Management Committee and other County officials as deemed necessary.
- (e) to decide on any resolution which may be duly submitted in accordance with rule 9.2 below;
- (f) to present any other reports or special matters which the Management Committee desires to bring before the membership.

9.2 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 Management Committee to the Honorary Secretary not less than 28 days before the meeting.

10. Extraordinary general meetings

An Extraordinary General Meeting of the Association may be convened by the Honorary Secretary within 21 days after receipt of the requisition in writing to that effect by the Management Committee or three or more Members of the Association. Such requisition will state the business for which the meeting is to be convened and no other business will be transacted thereat. Any decisions passed on a simple majority of those entitled to vote will take effect immediately or such later date as decided at the meeting

11. Procedures at the annual and extraordinary general meetings

11.1 The Honorary Secretary shall send to each Member, at his last known address, written notice of the date, time and place of the Meeting at least 28 days prior to the date of meeting, stating the business to be transacted together with the resolutions to be proposed thereat. 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.

11.2 The Chairman of the Management Committee shall preside but if he is not present or unable to

attend then the Chairman for the meeting shall be appointed by the remainder of the members of the Management Committee who are present.

- 11.3 The quorum for the Annual or Extraordinary General meetings shall be 15 persons all being persons entitled to cast a vote. If the persons present do not constitute a quorum then the only business to be transacted at an annual or extraordinary general meeting will be the appointment of the Chairman of the meeting
- 11.4 Members of the Management Committee may attend and speak at Annual or Extraordinary General Meetings. The Chairman of the meeting may permit other persons who are not members to attend and speak
- 11.5 The Honorary Secretary or a person nominated by him shall take the Minutes of the Meeting

12. Voting at annual and extraordinary general meetings

- 12.1 The following shall be entitled to attend and vote at a General or Extraordinary General Meeting:
 - a. the officers and other members of the Management Committee of the Association. For the avoidance of doubt no such person can also vote as a representative of a registered place to play.
 - b. one representative member of each Member of the Association
 - c. Honorary Life Vice Presidents
- 12.2 No individual shall have more than one vote, save that in the event of equality of votes, the Chairman shall have a second or casting vote. Save as otherwise specified in these Rules, all questions shall be decided by a simple majority of those present and voting.
- 12.3 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.
- 12.4 There shall be no right for a Member to vote by proxy. No person may represent more than one Member.
- 12.5 Associate Members are entitled to attend meetings but they are not entitled to vote thereat.

13. Alteration of the rules

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.

14. Regulations, Bye-laws and Standing Orders

The Management 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. Such regulations, bye-laws and standing orders shall have effect until repealed by the Management Committee.

15. 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 an associate 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.

16. Finance

- 16.1 All monies payable to the Association shall be received by the person authorised by the Management Committee to receive such money, and shall be deposited in a bank account in the name of the Association. No sum in excess of an amount agreed from time to time by the Management Committee shall be drawn from these accounts, except by a cheque signed by two authorised signatories or by a BACS transfer. Any money not required for immediate use may be invested as the Management Committee in its discretion thinks fit.
- 16.2 Subject to rule 16.3, 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.
- 16.3 The Management Committee shall have power to authorise the payment of remuneration and expenses to any officer, member of the Management 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 Management Committee, Member or employee of the Association or other person may take any form.
- 16.4 The Association may pay any reasonable expenses that members of the Management Committee properly incur in connection with their attendance at meetings of the or at 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.
- 16.5 The financial transactions of the Association shall be recorded in such manner as the Management Committee thinks fits by the Honorary Treasurer.
- 16.6 Full accounts of the financial affairs of the Association shall be prepared each year and shall be duly examined by an independent Auditor or Accountant. The accounts must be made available to every Member at the Annual General Meeting.

17. Borrowing

- 17.1 The Management Committee may borrow a maximum total amount of £5000 on behalf of the Association for the purposes of the Association from time to time at its own discretion and with the sanction of an annual or extraordinary general meeting any further money above that sum.

17.2 The Management Committee shall have no power to pledge the personal liability of any Member for repayment of any sums so borrowed.

18. Property

18.1 A list of the Association's property shall be held by the Honorary Secretary and updated annually.

18.2 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.

18.3 The Trustees shall be indemnified by the Association and the Management Committee shall pay all costs, losses and expenses which any such Trustee may incur or for which he may become liable by reason of any contract entered into or act or thing done by him in good faith as such Trustee in accordance with the instructions of the Management Committee or of an annual or extraordinary general meeting of the Association or otherwise in the discharge of his or their duties. The Management Committee may give to any Trustee who has incurred or may be about to incur any liability at the request of or for the benefit of the Association such security by way of indemnity as may seem expedient.

19. Notices

19.1 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.

19.2 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.

19.3 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.

19.4 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.

20. Dissolution

20.1 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.

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