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# **RULES OF THE OLD BILTONIAN SOCIETY**

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# **RULES OF THE OLD BILTONIAN SOCIETY**

The Old Biltonian Society ("Society") is an unincorporated association. This document sets out the purpose, structure and the rules of the Society.

## **1. MEMBERSHIP**

All pupils who have attended schools operated by Walter Earle and his descendants at Bilton Grange and schools operated by the Bilton Grange Trust Limited including the school formerly known as Homefield are eligible for membership. These members shall be known as Old Biltonians.

Membership of the Society is at the discretion of the Old Biltonian Society Committee ("Committee") and subject to payment of the Subscription (set out in Clause 9). Membership is for life unless terminated in accordance with Clause 7.

The Committee has the power to nominate candidates, at its discretion, for election by the members of the Society as Honorary members of the Society. These candidates, if elected as members of the Society, shall be known as Honorary Old Biltonians.

All Old Biltonians and Honorary Old Biltonians are members of the Society.

Members of the Society are entitled to wear the Society's tie or any other Society emblem.

## **2. PURPOSE OF THE SOCIETY**

The general purpose and objects of the Society are to:

- i) maintain and promote contact between members of the Society;
- ii) keep members of the Society up to date with news about the schools operated by the Bilton Grange Trust Limited ("School");
- iii) promote the School;
- iv) raise monies for bursaries or any other purpose approved by the Committee;
- v) promote Society events; and
- vi) enact any other such Objects as deemed appropriate by the Society.

## **3. THE STRUCTURE OF THE SOCIETY**

All offices or positions held within the Society are, save for the reimbursement of expenses as provided by Clause 10, without payment or reward and no person(s) shall be deemed to be employed by the Society.

### **3.1 OVERVIEW**

In addition to its general membership, the Society's structure is as follows:

#### **➤ THE OFFICERS**

The officers are all elected in accordance with Clause 4. Officers consist of the following:

- President
- Treasurer
- Secretary

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### ➤ THE COMMITTEE

The Committee shall consist of an elected body with a maximum of twelve members excluding any 'extra member'. All Officers are, *ex officio*, Committee members.

The Headmaster of the School for the time being is, *ex officio*, an 'extra member' of the Committee.

Retiring Presidents of the Society may serve as extra members of the Committee for a further term of 3 years.

### 3.2 DUTIES

These following duties may be altered as the Committee shall from time to time deem necessary.

#### 3.2A THE OFFICERS:

##### The President shall:

- convene and chair the Society's Meetings.
- oversee the general running of the Society.

##### The Treasurer shall:

- collect and disburse funds as directed by the Committee.
- keep clear and adequate written financial records.

##### The Secretary shall:

- keep an up-to-date and accurate record of the members of the Society.
- keep members of the Society informed of forthcoming events.
- provide notice of all meetings to the members of the Society.
- record and distribute the minutes of the meetings to the members of the Society.

#### 3.2B THE COMMITTEE:

##### The Committee shall:

- Oversee the general management of the Society.
- Have full discretionary powers to direct the application/disposal of the Society's funds to any of the Purposes and Objects stated in Clause 2.
- From time to time fix the Subscription.
- Nominate a qualified and independent person to conduct an independent review of the Society's accounts ("reviewed accounts").
- Approve the reviewed accounts. The reviewed accounts shall be presented for approval by the Society at the Annual General Meeting ("AGM").
- Have discretion to nominate candidates for election by the members of the Society as Honorary members of the Society.
- Have full authority to delegate responsibilities.

## 4. ELECTION AND RE-ELECTION OF OFFICERS AND COMMITTEE MEMBERS

### 4.1 ELIGIBILITY FOR ELECTION

A person is eligible for election as an Officer or Committee member if he is an existing member of the Society.

### 4.2 ELECTION AND RE-ELECTION OF THE OFFICERS AND COMMITTEE MEMBERS

The election of Officers and Committee members shall take place at the AGM.

Members of the Society may propose eligible candidates for election by giving a minimum of seven days written notice to the Secretary prior to the AGM. Such notice period may be amended and / or waived by the Committee.

Officers and Committee members shall hold office for a term of three years at the expiration of which each shall be eligible to stand for immediate re-election.

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A candidate shall be deemed elected for a term of three years commencing forthwith upon a majority show of hands by those present and eligible to vote.

### **5. NOMINATION OF ONE MEMBER OF THE BOARD OF GOVERNORS**

In so far as the Articles of Association of Bilton Grange Trust Limited provide the Society with the right to nominate one or more governors of the Bilton Grange Trust Limited, the Society will comply with Bilton Grange Trust Limited's nomination policy. A proposed candidate shall be deemed nominated at the AGM upon a majority show of hands by those present and eligible to vote.

### **6. VOTING**

All members of the Society are eligible to vote at the Society's General meetings. All elected Committee members are eligible to vote at the Society's Committee meetings. Each person shall have one vote per proposal and may only vote if they are present at the meeting.

Decisions will be deemed carried upon a majority show of hands unless otherwise stated.

In the event a vote is tied the President or other chairman of the meeting shall have the casting vote.

### **7. GENERAL CONDUCT AND TERMINATION OF MEMBERSHIP**

All members of the Society must act in the best interests of the Society and wherever possible support and promote the Society's purpose and objects.

If the Committee considers a member to have acted against the best interests of the Society, that member shall be informed by way of a written notice of the Committee's intention to remove him/her from the Members List. This notice will be deemed served when sent by recorded delivery to their last known address.

The member will have 28 days from the date of the notice to respond to the Secretary. The member is entitled to request and be represented at a hearing before the Committee. The Committee will have up to 28 days to inform the member of its decision following the hearing.

If the Secretary receives no response within 28 days from the date the notice of the Committee is deemed served the member's name may be struck off the Members' List.

Any member of the Society may resign at any time by giving written notice to the Secretary and their membership shall be terminated with immediate effect.

### **8. MEETINGS**

**The Committee** will meet at least bi-annually and as deemed appropriate at the President's discretion.

Written notice of Committee meetings must be served on the Committee members a minimum of 14 days prior to the said meeting.

The President shall chair the Committee meeting. In the absence of the President the Committee shall appoint another Committee member to chair the meeting.

The quorum for a Committee meeting shall be seven.

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**The AGM** shall be held each year at the School. Written notice including the agenda must be served on the members of the Society a minimum of 14 days prior to the AGM. Motions requiring a vote must be on the agenda.

The President shall chair the AGM. In the absence of the President the members of the Society shall elect another Committee member to chair the meeting.

The quorum for the AGM shall be twelve.

**An Extraordinary General Meeting (“EGM”)** will be convened if at least eight members of the Society give written notice to the Secretary. The notice shall state the purpose for which the meeting is required. The General Secretary shall promptly give fourteen days’ written notice to the Membership. No other business will be transacted at the EGM other than that specified in the notice.

The President shall chair the meeting. In the absence of the President the members of the Society shall elect another Committee member to chair the meeting.

The quorum for the EGM shall be twelve.

## **9 SUBSCRIPTION**

The Committee shall review the Subscription fee from time to time as deemed necessary.

The Subscription shall be payable in such a way as agreed by the Committee acting in consultation with the School.

## **10 RE-IMBURSEMENT OF EXPENSES**

The reimbursement of any expenses shall be at the discretion of the Treasurer.

## **11 AMENDMENT OF RULES**

The Rules of the Old Biltonian Society (“Rules”) may only be amended at the AGM.

Any member of the Society may propose amendments to the Rules by sending written notice of his proposal(s) to the Secretary no later than 2 months in advance of the AGM. Such notice period may be amended and / or waived by the Committee.

Amendments shall only be adopted by a two-thirds majority show of hands of those present and eligible to vote at the AGM.