

This A.G.M. Notice is issued to Members this 18th day of April 2019.

THE HOLBROOK CLUB

ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE SIXTEENTH
ANNUAL GENERAL MEETING OF THE HOLBROOK CLUB
(FIFTY FIRST OF THE CLUB) WILL BE HELD IN
THE MAIN HALL AT THE CLUB ON THURSDAY 16TH MAY 2019
COMMENCING AT 7.00PM

AGENDA

1. Apologies for absence
2. Approval of the Minutes of last year's A.G.M. held on 31st May 2018 (available from the Club Office and on our website <https://www.theholbrookclub.co.uk/club-documents/>)
3. Club Chairman's Report (available from Thursday 9th May 2019 from the Club Office and on our website <https://www.theholbrookclub.co.uk/club-documents/>)
4. Presentation and adoption of the 2018 Club Accounts
5. Approval of the Two General Committee Representatives who have been elected to serve on the Executive Committee
6. Election to the Executive Committee of:

The Club Chairman
The Club Deputy Chairman
The Club Treasurer
Four Members' Representatives
7. Appointment of Club Accountants
8. Approval of the proposed Constitutional changes
 - The Executive Committee propose the dissolution of the General Committee.
9. Questions from the floor of the A.G.M. accepted by the Chairman will then be taken by the Executive Committee.

End of Meeting

Further Information About Agenda Items 5 to 8

Item 5

In accordance with Rule 9.1(b), the following Members have been elected by the General Committee to serve on the Executive Committee until the 2020 A.G.M. and offer themselves for approval by the general membership:

Tom Chapman
Vacancy

If the Constitutional changes under Item 8 are approved, the elected General Committee representatives will serve on the Executive Committee

Item 6

In accordance with Rule 9.1(a), the following Members retire from the Executive Committee:

Club Chairman	- Simon Charman
Club Deputy Chairman	- Paul Finn
Club Treasurer	- Gavin Hockley
Members' Representatives	- Ben King
	- John Maher
	- Amy Tucker
	- Lucinda Brock
	- Adrian Phillips

John Maher is not offering himself for re-election.

The other seven Committee Members listed above do offer themselves for re-election to the positions shown above.

Nominations for any of the above (seven) positions on the Executive Committee should be sent in writing to Mr Simon Charman, Club Chairman, care of The Club Office to be received by Thursday 2nd May 2019 and must comply with all requirements as set down in the Club Constitution.

Please note that nominations from the floor of the A.G.M. will not be accepted unless insufficient nominations as detailed above have been received by the closing date.

Members of The Holbrook Club Executive Committee will:

- 1) become an unpaid Director of the company that runs The Holbrook Club, and will be required to adhere to the Articles of Association and The Holbrook Club Constitution
- 2) be required to attend monthly meetings (generally on Monday evenings at 6pm)
- 3) be asked to contribute to ad hoc sub-committees and meetings
- 4) help shape the Club operation and strategy through discussion and decision making / voting
- 5) have access to sensitive and confidential information, and will be required to sign a non-disclosure agreement
- 6) ultimately be responsible for the health and safety of staff and members
- 7) be required to act in the best interests of The Club, even if this conflicts with your own personal views/interests

Item 7

Kreston Reeves are the current Club accountants. The Executive Committee seek approval from the general membership to re-appoint Kreston Reeves as accountants for the 2019 financial year.

Item 8

The topics currently discussed at General Committee meetings would be better dealt with via direct communication with the Club Office. Any issues can still be escalated to the Executive Committee, via communication with any one of the Club Directors.

Proposed Constitution Changes:

- Change 8.1

5.2 Eligibility and Rights:

(a) Full Member, being an existing Full Member as at 30th September 2003 whose rights shall be:

- To use any of the general premises and facilities of the Club
- To join any Section of the Club (subject to the rules of the Section)
- To be selected to represent the Club in any competition or other event organised by the Club or any Section thereof
- To be eligible to serve on any Section Committee
- To be eligible to vote at any General Meeting of the Club
- ~~To be eligible for election to the General Committee and/or the Membership Committee~~
- To be eligible for election to the Executive Committee
- To be eligible for election as a Club Officer.

(d) Affiliate Member, being any other person ~~elected by the Membership Committee~~ as at 30th September 2003 whose rights shall be:

- The same as those of a Full Member.

(e) Honorary Member, being any person who has rendered exceptional service to the Club and whose nomination for this category of membership has been ~~recommended by the Membership Committee and~~ ratified by the Executive Committee whose rights shall be:

- The same as those of a Full Member

- Change 8.2

9. Management of the Club

9.1 Executive Committee

The Club premises, buildings and grounds shall be managed and controlled by the Executive Committee in accordance with the terms of the Lease between The Holbrook Club and the landlord.

The management of the Club shall be vested in an Executive Committee consisting of the following nine elected members:

- Club Chairman
- Club Deputy Chairman
- Club Treasurer
- ~~Two Club Members elected from the General Committee~~
- ~~Four~~ **Six** Club Members elected at Annual General Meeting

At the point of election, no more than two of the elected members of the Executive Committee can belong to the same Club Section

The Executive Committee will be subject to the provisions of these rules and any further regulations that may be agreed from time to time in General Meetings of the Club.

(a) Elected Members at the Annual General Meeting

The Club Chairman, Club Deputy Chairman, the Club Treasurer and ~~four~~ **six** Club Members will be elected at the Annual General Meeting to serve on the Executive Committee until the next A.G.M.

~~(b) Elected Members from the General Committee~~

~~At the General Committee meeting preceding the Annual General Meeting, two of its members will be elected to serve on the Executive Committee. These two members will then be approved by those Club Members present at the Annual General Meeting. The two elected General Committee members will then serve until the next A.G.M.~~

Subsequent paragraphs in 9.1 of the Constitution will then be re-lettered accordingly

- Change 8.3

11. ~~Club Committees~~ Executive Committee

~~11.1 Executive Committee.~~ The Executive Committee will meet at least once a month to manage Club affairs.

The Executive Committee may set up either permanent or temporary committees or subcommittees to handle various aspects of the running of the Club. Such committees will report and be directly responsible to the Executive Committee.

The Executive Committee may invite experts who have a particular knowledge of a matter under discussion to attend any meetings. A Quorum at Executive Committee meetings will consist of no less than five voting elected members.

~~11.2 General Committee~~

~~The General Committee will consist of one representative of each officially approved Section of the Club. Each Section will have one vote and the quorum for a meeting shall be 40% (rounded down to the next whole number) of the number of approved sections.~~

X:\Matthew Russell\Club Bylaws\Club Constitution\Club Constitution May 2017.doc

~~This committee will elect its own Chairman and Deputy Chairman from amongst its number and annually it will elect two of its members to serve on the Executive Committee; these two representatives to be approved at the next Annual General Meeting.~~

~~The General Committee will meet as necessary but no less than three times in a twelve month period to discuss Club matters and to prepare, where appropriate, proposals for presentation to the Executive Committee. The General Committee will report directly to the Executive Committee.~~

~~11.3 Casting Vote — Procedure~~

The Chairman of ~~each Club Committee~~ the **Executive Committee** will have an additional casting vote for use at his/her discretion in the event of an equal number of votes being cast for and against any resolution

- Change 8.4

12. Annual General Meeting (A.G.M.)

The A.G.M. shall be held not more than six months after the end of the Club's financial year and not more than fifteen months shall elapse between successive A.G.Ms. Notification of the A.G.M. will be made at least 28 clear days in advance of the date of the meeting.

The purpose of the A.G.M. shall be:

(a) To receive from the Officers of the Club, the Executive Committee and Accountants, the Chairman's Report, the Club Financial Accounts and a summary of such other reports or operational statements relating to the previous calendar year's business as appropriate and to propose the approval and adoption of such reports, accounts and statements.

(b) To transact any other business included in the Notice convening the meeting.

(c) To elect the Officers of the Club.

(d) To elect ~~four~~ **six** members to serve on the Executive Committee.

~~(e) To approve the two representatives elected from the General Committee to serve on the Executive Committee.~~

(~~f~~e) To appoint Accountants.

A Quorum for an A.G.M. shall consist of no less than twenty eligible voting Club Members.