

CONSTITUTION AND RULES
of the
ELBOW CLUB, DORDRECHT

July 15th 2012

CONSTITUTION:

1. Name

The name of the Club is the 'English Language Bond of Women, (ELBOW) Dordrecht', (hereinafter referred to as the "Club").

The Club is established in Dordrecht, and holds its meetings at the Cultureel Centrum, Dalmeijerplein 10, Sterrenburg, Dordrecht.

2. Objective

The object of the club is to provide social and cultural activities for its members.

3. Membership

The membership of the Club consists of:

- a) Ordinary Members
- b) Honorary Founder Member

Eligibility for membership is laid down in the Club's Rules.

4. Termination of Membership

Membership may be terminated by:

- a) Resignation, upon written notice to the Secretary
- b) The Committee, where:
 - i there has been failure to pay membership subscriptions
 - ii other good and sufficient reasons exist.

A decision on termination or deprivation of membership shall not be taken until after the member, with regard to whom the decision is being considered, has been given the opportunity to defend herself at a Committee Meeting or an Annual General Meeting as the member chooses. Failure to attend the respective meeting shall constitute resignation.

5. Officers of the Club

Club Officers shall be:

- a) An Honorary Founder Member
- b) A Committee
 - i The Committee, which shall consist of, a Chairwoman, a Secretary, a Treasurer and up to two Ordinary Committee members (i.e. a total of five excluding co-opted members).
 - ii Should a vacancy occur in the Committee during the interval between the Annual General Meetings, the Committee shall appoint an Ordinary member of the Club to fill it. A member so appointed shall retire from the committee at the next Annual General Meeting, but shall be eligible for re-election. Her initial period of such service shall not be counted for the purpose of the three year limitation of Committee membership.
 - iii The Committee shall have the power to co-opt for specific purposes such other Club members as it may consider necessary.
 - iv The Committee shall meet once a month and on other occasions as shall be deemed necessary. A quorum shall be constituted by the attendance at a meeting of three Committee Members. Each Committee Member shall have one vote. Decisions shall be taken by majority voting. In the event of deadlock, the Chairwoman may exercise a casting vote.

6. Committee

- a) The management of the Club is vested in the Committee, which shall consist of not less than three nor more than five Members (excluding co-opted members).
- b) Members of the Committee are elected at the Annual General Meeting and shall serve for a period of one year, at the end of which she shall retire but shall be eligible for re-election. Retiring Committee members shall remain in office until the end of the Annual General Meeting following that at which they were elected.
- c) To be eligible for the office of Chairwoman, (or Committee Member) a member must have been a member of the Club for at least one full year and have the approval of the majority of the members.
- d) A General Meeting is empowered to suspend or discharge a Committee Member.

7. Amendment of the Constitution

Any proposal for an amendment to the constitution must be made either by the Committee or submitted in writing to the Secretary at least 21 days before a General Meeting, and it shall be circulated to all members at least 14 days before the date of such meeting.

Any member objecting to a proposed amendment, and who is unable to be present at the meeting, may notify her objection to the Secretary in writing and this will be read at the meeting. Procedure for changing the Rules is outlined in the Club Rules.

RULES

1. Membership

ORDINARY Membership is open to any woman:

whose mother tongue is English;
a foreigner (i.e. not Dutch) residing in the Netherlands who has a good command of the English language;
has an English language connection (e.g. husband, parent);
whose membership is otherwise approved by the Committee.

The Committee has the right to refuse membership in any case.

2. Election of Members

Members shall be elected as follows:

Candidates for membership shall first attend as a guest at an ordinary meeting.

3. Termination of Membership

This is laid down in the Constitution.

4. Subscriptions

- a) The annual subscription for members shall be decided at each Annual General Meeting.
- b) Subscriptions are due in April of each year and are payable to the Treasurer of the Club.
- c) Subscriptions of new members are due on election, but a member elected after September 30th in any year may only pay a half subscription for that year.
- d) Members failing to pay their subscriptions by May 31st in each year or within 3 months of election may be deemed by the Committee, after due reminder, to have terminated their membership.
- e) A person whose membership has been terminated by reason of non-payment of subscription, may be re-admitted at the discretion of the Committee.

5. Changes of Address and E-Mail Address

The secretary shall not be responsible for the failure of any communications to reach members who have not notified their changes of address or e-mail address.

6. Election of Club Officers

The Club shall have:

- a) An Honorary Founder Member of ELBOW
- b) A Committee, which shall consist of, a Chairwoman, a Secretary, a Treasurer and Ordinary Committee members, as laid down in the constitution.
- c):
 - i The combined list of retiring Committee members standing for re-election and other candidates for election to the Committee shall be forwarded by the

Secretary to the members at least ten days before the date of the Annual General Meeting. The names of those Committee members not eligible or not willing to stand for re-election will also be announced.

- ii All candidates proposed for election must be proposed and seconded by at least two Ordinary members of the Club. One member may be nominated for more than one vacant Committee post.
- iii The Annual General Meeting shall then by closed ballot, elect a Chairwoman. Thereafter such further members of the Committee required to fill the remaining vacancies shall be elected by closed ballot from among the Ordinary members of the Club.
- iv Those members unable to be present may cast their votes in sealed envelopes marked 'Voting Papers'.
- v The ballot papers shall be counted by three members, none of whom shall be standing for election to the Committee.
- vi From among its members the Committee shall each year appoint such other officers as may be deemed necessary.

7. Meetings

- a) The Annual General Meeting of the Club shall be held before the end of April in each year for the following purposes:-
 - i to discuss and approve the report of the Committee on the activities of the Club during the past year
 - ii to approve the audited Financial statements at the close of the Club's financial year
 - iii to elect Officers and Committee as outlined in Rule 6
 - iv any other business
- b) An Extraordinary General Meeting may be convened at any time by the decision of the Committee or on the written request of not less than 50% of the ordinary members of the Club, and shall be held within 21 days of such a request having been received by the Secretary.
 - i the Secretary shall give at least 14 days notice in writing to all members of such a meeting.
 - ii voting at meetings shall be by closed ballot. Tellers shall be appointed by the Chairwoman from amongst those present who are not personally associated with the matter at issue. In the event of a tie the Chairwoman shall have a casting vote.
 - iii a quorum of an Extraordinary General Meeting shall be 50% of the members (Ordinary) of the Club. In the absence of such a quorum, a further Extraordinary General Meeting shall be convened within 21 days at which 25% of the ordinary members shall constitute a quorum.
- c) General Meeting
Decisions shall be by simple majority, except those concerning amendments to the Constitution, and these Rules, for which the necessary requirements are laid down in the Constitution.

8. Finance and Accounts

- a) the financial year of the Club shall end on March 31st in each year.
- b) the accounts and financial records of the Club shall be certified by the Auditors before the Annual General Meeting. The General Meeting shall elect annually at least two members as Auditors who shall not be members of the Committee. They shall audit the accounts and financial records as forwarded by the Committee. The

- Auditors shall present a report to the Annual General Meeting.
- c) Approval of the accounts and financial records by the Annual General Meeting shall absolve the Committee from responsibility.
 - d) all money belonging to the Club and not invested shall be paid by the Treasurer into an account in the name of the Club at a Bank chosen by the Club. All cheques shall be signed by the Honorary Founder Member with approval of the Treasurer. Any expenditure exceeding 4 times the Subscription must be approved by the entire Committee.
 - e) the responsibility of the officers and members of the Committee shall be limited to their term of office.

9. Representation

The Club shall be bound vis-à-vis third parties by the signature of any two of the Chairwoman, Secretary and Treasurer.

10. Amendments to Rules

- a) Any suggestions for amendments to these Rules, duly proposed and seconded by Ordinary members of the Club, must be submitted in writing at least 21 days before any General Meeting, to the Secretary, who shall circulate such amendments to all members at least 14 days before the date of the meeting. Such amendments shall come into force only if they are approved by not less than two-thirds of the Ordinary members present and voting at the meeting.
- b) Any member objecting to the proposed amendments to these Rules and who is unable to be present at the Meeting, may notify her objections to the Secretary in writing, and these shall be read out at the meeting.

Amendments to the Constitution shall be made as laid down in the Constitution.

11. Liability

- a) The Club shall not be responsible for any actions taken by any member without the prior approval of the Committee.
- b) The Committee shall not be responsible for the non-receipt of communications sent to members, and especially not to those who have not notified the Secretary of any change of address or e-mail address.
- c) The Club accepts no responsibility for personal belongings brought to or left at the Club premises.
- d) The Club accepts no responsibility for loss, or for injury to members or their children, incurred on the Club premises.

12. Liquidation

- a) A decision to liquidate the Club can only be taken at a general meeting by a two-thirds majority of the votes cast.
- b) In the case of liquidation the Meeting shall appoint one or more liquidators.
- c) The General Meeting shall decide on the disposition of any assets in favour of objects related to the aims of the Club.

13. The Committee is empowered, in case of doubt or incompleteness, to interpret any of the above Rules as it deems fit.

September 2000.