

# STEWART'S MELVILLE COLLEGE CLUB



## CONSTITUTION AND RULES

As adopted at the Annual General Meeting on 19<sup>th</sup> May 2021

### 1 NAME

The name of the Club shall be STEWART'S MELVILLE COLLEGE CLUB.

### 2 OBJECTS

The objects of the Club shall be to promote the interests of Stewart's Melville College, to form a bond of union among the pupils, past and present, to encourage and maintain co-operation between former pupils and Stewart's Melville College in all matters relative to the welfare of the College, to encourage the pursuit of sport in every form, to promote cultural interests and to act as the parent Club to all Stewart's Melville College Clubs of the United Kingdom and Overseas (hereinafter referred to as Branch Clubs) and the sport and cultural Clubs which are or may be affiliated therewith (hereinafter referred to as Affiliated Clubs).

### 3 COLOURS

The Club colours, tie, blazer and pocket badge to be worn by Ordinary Members shall be those approved by the Club and where competent registered in the name of the Club.

### 4 MEMBERSHIP

The Club shall consist of ORDINARY MEMBERS (including Life Members), HONORARY MEMBERS, and ASSOCIATE MEMBERS. The Club shall contain a minimum of twenty-five Ordinary Members. The total number of Honorary and Associate Members shall be determined at the discretion of Council.

(a) ORDINARY MEMBERSHIP shall be open to former pupils of Daniel Stewart's College, Melville College (formerly Edinburgh Institution), Daniel Stewart's and Melville College and Stewart's Melville College and to past and present members of staff of the said Colleges and schools.

(b) HONORARY MEMBERSHIP. At the Annual General Meeting of the Club the Council may recommend for election as an Honorary Member any person who has rendered special service to the College or the Club. Honorary Members shall be entitled to all the privileges of Membership with the exception of voting at Meetings. The Master of the Merchant Company, the Principal of Erskine Stewart's Melville Schools, the Head of the College and the Chair of the Erskine Stewart's Melville Governing Council shall be Honorary Members during their terms of Office.

(c) ASSOCIATE MEMBERS shall be entitled to attend Meetings but shall not be entitled to vote. Subscriptions for Associate members shall be determined by Council. ASSOCIATE MEMBERSHIP shall be open to the following:

- (i) Members of the The Mary Erskine Former Pupils Guild and former pupils of The Mary Erskine School for Girls, The Mary Erskine School and Edinburgh Ladies' College
- (ii) Parents of past and present pupils at a school currently administered by the Erskine Stewart's Melville Governing Council.
- (iii) Spouses, Partners, Widows or Widowers of Ordinary Members.
- (iv) Members of an Affiliated Club
- (v) Parents of children who are playing Members of any affiliated club.
- (vi) Residents of houses standing on the Ferryfield Estate; the former playing fields of Melville College.
- (vii) Such other persons, as determined by Council, not exceeding a maximum of twenty.
- (viii) Employees of the Club, an Affiliated or Branch club, during their period of employment.

## 5 OFFICE BEARERS

The Office Bearers shall consist of President, Vice-President, Honorary Secretary and Honorary Treasurer, all of whom shall be Ordinary Members and shall be elected annually by the general body of Ordinary Members at the Annual General Meeting as in Clause 10 hereinafter provided. All office bearers will retire annually but shall be eligible for re-election, subject to the provisions of paragraph 6(a), save that the President's and Vice-President's terms of office will be restricted to a maximum consecutive period of two years. The President and Vice-President shall ex officio be members of all Special Committees as in Clause 7 hereinafter provided.

## 6 COUNCIL

The management, direction and control of the affairs of the Club shall be vested in a Council which shall consist of:

(a) The Office Bearers, together with up to eight Members of the Club, not more than two of whom are Associate Members or Honorary Members, shall be elected annually by the general body of Ordinary Members at the Annual General Meeting and will be eligible to serve for a maximum of eight years, except that a President may serve on Council for an additional two years.

(b) Each of the Affiliated and Branch Clubs will be entitled to nominate one representative who will be eligible to serve for a maximum consecutive period of four years but, though entitled to speak at Council Meetings, shall have no vote therein. In the event of an Affiliated or Branch Club representative being unable to attend a Council Meeting they may appoint a substitute.

(c) The Principal and Head of the College, or their appointed substitute, the Editor of the Club Magazine and a representative of the ESMS Development office shall ex officio be members of the Council, but, though entitled to speak at Council Meetings, they shall have no vote therein.

Council shall have power to fill any vacancy in categories (a) and (b) above and the person appointed shall serve for the remainder of the term of office of the elected member whose place they are filling. For the purpose of conducting the affairs of the Club, Council shall meet at least four times in each year.

Council shall have power to adopt a role description applicable for each office bearer.

## 7 SPECIAL COMMITTEES

Council may appoint Special Committees which shall carry out such duties as may be assigned to them by Council. In the absence of the President, each Special Committee shall be presided over by a Convener to be appointed by Council. A majority of the Members of each Special Committee shall be Ordinary Members of the Club.

## 8 BRANCH CLUBS

With the sanction of Council, Branch Clubs consisting of not less than five members of the parent Club may be formed in the United Kingdom or any other part of the world provided that their objects are similar to and not inconsistent with those of the parent Club. Membership of a Branch Club shall be open to Ordinary and Associate Members of the parent Club. The Constitution and Rules of each Branch Club shall be subject to the approval of Council.

## 9 AFFILIATED CLUBS

In addition to the Affiliated Clubs at present existing other Affiliated Clubs may be formed subject to the approval of Council. Membership of an Affiliated Club shall be open to Ordinary and Associate Members of the parent Club.

Officials shall be appointed and Rules shall be drawn up by each Affiliated Club and the said rules shall be subject to the approval of Council and in the case of those formed for the pursuance of a particular sport or activity shall conform to the rules and regulations laid down by the body governing the sport or activity in question. It shall be the duty of each Affiliated Club to nominate a representative or representatives to attend meetings of the body governing that particular sport or activity.

## 10 ANNUAL GENERAL MEETINGS

A General Meeting of the Club shall be held in the month of October or November each year. At that Meeting a Report by the Council and a Financial Statement with the Independent Examiner's Report thereon for the year ending 31<sup>st</sup> August preceding shall be submitted, the Office-Bearers, Members of Council and an Independent Examiner elected or re-elected for the ensuing year and any other competent business transacted. The Notice calling such Meeting shall be sent to each Ordinary, Honorary or Associate Member posted or sent electronically not less than ten days prior to the date thereof and such Notice shall specify the business to be transacted at the Meeting. Copies of the Report, Financial Statement and Independent examiner's Report will be available to Members attending the Meeting. If the business is not completed, the Meeting may be adjourned.

## 11 EXTRAORDINARY GENERAL MEETING

The Secretary shall call an Extraordinary General Meeting of the Club at the request of Council or on a requisition in writing signed by not less than thirty Ordinary Members of the Club. The purpose for which the Meeting is called shall be as specified in the requisition and the Notice calling the Meeting, which Notice shall be posted or sent electronically to each Ordinary, Honorary or Associate Member of the Club not less than ten days prior to the date of the Meeting. No other business shall be transacted at the Meeting.

## 12 QUORUM

At all General Meetings of the Club, fifteen Ordinary Members shall form a Quorum and at any Meeting of Council four Members with voting rights shall form a Quorum.

## 13 CHAIRMAN'S VOTE

At General, Council and Special Committee Meetings of the Club the Chairman shall, in cases of equality, have a casting as well as a deliberative vote.

## 14 PAYMENTS

Members may make payments annually at a date (currently 1<sup>st</sup> December) and, at rates to be determined at the Annual or at an Extraordinary General Meeting for any purpose including annual subscriptions and to

- (a) receive all communications by e-mail and access FP News online  
or
- (b) receive a copy of FP News by post with all other communications by e-mail.  
or
- (c) receive all communications including FP News by post.

## 15 APPLICATION FOR MEMBERSHIP

Membership is automatic for pupils leaving the school; for others an application for Membership can be made on the appropriate form to be obtained from the Secretary, who will submit the application to the Council for approval.

## 16 REFUSAL OF MEMBERSHIP

Council shall have power to refuse any application for membership, without assigning reason.

## 17 EXPULSION

Any member whose conduct is, in the opinion of Council, prejudicial to the interests of the Club shall be liable to expulsion. The motion for expulsion shall be brought up at the Annual General Meeting or at an Extraordinary General Meeting called for the purpose and shall not be carried unless supported by not less than two-thirds of the Ordinary Members present and voting.

## 18 SUSPENSION

Council shall have power to suspend a Member whose subscription to the Club is in arrears. Any member who has been suspended by Council shall be entitled at any time to apply for reinstatement and if accepted shall pay such sum (not exceeding the total arrears of his annual subscriptions) as Council may determine.

## 19 FUNDS AND INVESTMENTS

Proper books and accounts shall be kept, showing the financial state and intromissions of the Club, The Funds of the Club shall be kept in the name of the Club in such Bank as Council may determine and the Treasurer, President and Secretary and such other persons as authorised by Council, shall have power to operate upon the Account or Accounts kept thereat. All investments shall be in the names either of Trustees for the Club nominated by Council or of the Nominee Company of the Bank with which the Club Account is kept.

## 20 BORROWING POWERS

Council shall have power to borrow any monies required for the purposes of the Club, with or without security, on such terms and conditions as Council may determine and to charge any property, heritable or moveable, belonging to the Club with repayment for the money so borrowed and to authorise the Trustees for the Club to grant on behalf of the Club all Deeds and Documents that may be necessary in respect of such borrowings.

## 21 EMPLOYEES

Council shall have power to employ on such terms and conditions as may be thought best such assistance as they deem necessary for the more efficient working and administration of the Club. All employees will be subject to an annual review of conditions and salary to be effective from 1<sup>st</sup> April.

## 22 PROPERTY

Council shall have power to acquire by purchase, lease or hire such property, heritable or moveable, as is deemed necessary.

## 23 POWER TO SUE

Council shall have power to sue for and recover debts due to the Club or any of its Affiliated Clubs and a receipt for any such debt signed by the Treasurer shall be sufficient evidence of the payment thereof.

## 24 ALTERATION OF CONSTITUTION

No alteration in or addition to the Constitution shall be made except at the Annual General Meeting or at an Extraordinary General Meeting called for the purpose, and notice of such proposed alteration or addition shall be issued by the Secretary to the Ordinary, Honorary or Associate Members not less than ten days prior to the date of the Meeting. No such alteration or addition shall take effect unless with the consent of at least two-thirds of the Ordinary Members present and voting at the Meeting.

## 25 COUNCIL'S POWERS

Council shall have full power to deal with any questions arising as to terms or construction of the Constitution and with any matters not therein provided for.

## **APPENDIX**

The rights of Members of the Club are the right to:

- (a) Use the facilities of the Clubhouse premises at Inverleith;
- (b) Book the Clubhouse for a private function;
- (c) Access all communications from the Club including FP News online;
- (d) Attend all General Meetings of the Club;
- (e) Join Affiliated and Branch Club(s);
- (f) Vote at General Meetings.

Ordinary Members (including Life Members) are entitled to all of the above rights.

Honorary Members and Associate Members are entitled to all of the above rights except (f).

(end)