

# *The Fitzwilliam Card Club*

## **Rules & Regulations of the Fitzwilliam Card Club**

### **1. Names, Aims, Definitions.**

- 1.1 The Club shall be called the Fitzwilliam Card Club and shall be referred to in these Rules as “the Club”.
- 1.2 The objects of the Club are to promote and provide facilities for card games and games of chance with opportunities for lawful gaming and other social and recreational facilities including the provision of food and refreshments and of social reunion among its members;
- 1.3 The Club colours shall be Green and Gold.

### **2. Trustees & Property of the Club**

- 2.1 The assets and property of the Club shall be vested in two Trustees and held by them for the use and benefit of the Club.
- 2.2 All proceedings shall be taken by the Trustees in the name of the Club.
- 2.3 The Trustees shall deal with such property as directed by Resolution of the Committee (of which an entry in the Minute Book signed by the Chairperson shall be sufficient evidence). The Trustees shall have the power to buy, sell, lease, mortgage or pledge any club property. There shall be no acquisition or disposal of land or buildings without the prior approval of the Committee called for that purpose at which not less than a majority of those present and voting, pass such resolution.
- 2.4 Trustees shall be elected by the Committee and each Trustee shall hold office for life unless he/she shall:
  - 2.5.1 Resign, or
  - 2.5.2 Be absent from Ireland for one year, or
  - 2.5.3 Cease to be a member of the Club for any reason, or
  - 2.5.4 Be removed from office by resolution passed by two-thirds of those members present and voting at any General Meeting of the Club.

In the event of death, resignation or removal of a Trustee, the Committee shall have the power to fill the vacancy. Should the Committee resign en bloc, then pending the election of the Committee at an Extraordinary General Meeting, the powers of the Committee shall be vested in the Trustees.

- 2.5 Every Officer of the Club, the Trustees, Committee and duly appointed members of Sub-Committees shall be indemnified out of the assets of the Club. If such assets are insufficient then he/she/they shall be indemnified by the voting members of the Club against all their losses or liabilities which he/she/they may sustain or incur in or about the execution of the duties of his/her/their office or otherwise in relation thereto and no Officer, Trustee,

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Committee, or Sub-Committee member shall be liable for any loss damage or misfortune which may happen to be incurred by the Club in the execution of the duties of his/her/their office or in relation thereto unless same should happen through his own dishonesty.

## **3. Committee**

### **3.1 Description.**

The Committee is the body elected by the Ordinary Members convened in General Meeting. It is charged with responsibility for the management of the business and affairs of the Club and has the rights and duties set out in these rules. The affairs of the club, in all matters not in these rules reserved for the club in General Meeting, shall be managed by the Committee. It shall also be the duty of the Committee to see that all officers, members and servants carry out their respective duties and obligations.

### **3.2 Membership of the Committee**

3.2.1 Officers of the Club shall consist of the President, Secretary and Treasurer. The Secretary shall conduct the correspondence of the Club.

3.2.2 The Committee shall consist of the President, Secretary and Treasurer.

3.2.3 The Secretary shall keep full and correct minutes of the proceedings of the Committee and of all General Meetings. The Secretary may delegate some of his/her functions to a Club Manager or Secretary Manager.

### **3.3 Election Procedure**

3.3.1 The President, Secretary and Treasurer shall be elected at the Annual General Meeting.

3.3.2 Eligibility for members seeking election as officers and members of the Committee shall be restricted to the Ordinary Members as defined in Rule 4.2.

3.3.3 Nominations for Officers and Committee accompanied by a declaration of the nominee's consent must be made in writing and must reach the Secretary ten days before the Annual General Meeting.

3.3.4 All candidates for Officers and Committee shall be proposed and seconded by Ordinary members and elected by ballot. In the event there are more candidates for the Officers and Committee than are vacancies a secret ballot shall be held at the annual general meeting by the Chairperson. If insufficient nominations are received, the Committee elected, shall at its first meeting, co-opt members to fill the vacancies.

3.3.5 Save for Trustees, Officers/Members of the Committee must retire annually but shall be eligible for re-election without nomination.

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- 3.3.6 Any Officer may vacate his/her office by resigning or by ceasing to be a member of the Club or by the action of the Annual or Extraordinary General Meeting of the Club. The Committee must, however, fill any such vacancy as soon as possible. The person appointed shall hold office until the next Annual General Meeting. Should a member of the Committee resign during his/her period of office, the Committee may operate notwithstanding that there be such a vacancy or vacancies.
- 3.3.7 In the event of a member of the Committee failing to attend three consecutive meetings without sufficient reason (the remaining members of the Committee shall decide what is sufficient reason) he shall cease to hold office and the Committee shall fill the vacancy by co-option. A member co-opted to the Committee shall retire on the date on which the member whom he replaced was due to retire.
- 3.3.8 The Committee shall be empowered to borrow at its discretion on behalf of the Club and to direct the Trustees to mortgage any of the Club's property as security for any such borrowing.

## **3.4 Meetings of the Committee**

- 3.4.1 Quorum – Committee Meetings. The Committee shall meet at least once every three months and two members thereof shall form a quorum.
- 3.4.2 Chairman. The Committee at its first meeting each year shall formally appoint a Chairperson who shall preside at all meetings of the Committee. In the absence of the Chairperson, the Committee shall elect a Chairperson for the meeting. The Chairman at any meeting, in the event of a tie, has a casting vote in addition to his/her own vote and his/her decision on a Point of Order shall be final. The Chairman shall sign all minutes when approved at a meeting and his/her signature shall be conclusive evidence of the correctness of the matters therein contained.

## **3.5 Powers and Duties of the Committee**

- 3.5.1 Bye-laws. The Committee shall have the power to make Bye-laws, rescind or vary such Bye-laws for the proper management and welfare of the Club, and upon notice being posted in the Club premises all Members will be deemed to have notice thereof and be bound thereby. Such Bye-laws until rescinded by a majority vote of the Members at a General Meeting or until amended or rescinded by the Committee, shall have the same force and effect as if they had been incorporated in these rules.
- 3.5.2 Events. The Committee shall, without prejudice to the generality of its management power, have the power in the name of and for and on behalf of the Club to employ a General Manager (which may be an individual or a Company) and such other staff under the terms and conditions as the Committee may decide for the purposes of the Club and to dismiss or suspend or discipline any person or Company so employed as the Committee shall

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deem fit and proper. Any employment agreement or termination notice or Service Agreement for the purpose of this rule shall be in accordance with employment or other relevant legislation and executed by any two Officers of the Club. The Club shall engage the Golden Horseshoe Limited as the first General Manager to manage all and provide all gaming and poker affairs on behalf of the Club. The Golden Horseshoe Limited shall continue to be engaged unless its appointment is terminated by unanimous approval of the Committee.

- 3.5.3 Sub-Committees. The Committee shall have the power to appoint Sub-Committees and to define the scope of their authority and to confer upon them the powers necessary for the discharge of their functions. Such Sub-Committees shall retire annually. The quorum of each shall be at the discretion of the Committee. The Committee shall have the power to appoint to such Sub-Committee from outside its own members. The President, Secretary and Treasurer shall be members ex-officio of all Sub-Committees no matter how constituted. All Sub Committees shall keep minutes of their meetings, which shall be available to the Committee if required.
- 3.5.4 The Committee shall be responsible for formulating Club policy on the future development and direction of the Club in all its activities and for putting forward proposals in relation thereto for the approval of the members.
- 3.5.5 The Committee shall have the power to suspend or prohibit the use of the Club or club facilities by visitors at any time.
- 3.5.6 The members of the Committee shall be indemnified by the members of the club against all liabilities properly incurred by them in the management affairs of the Club.

## **4. Membership**

- 4.1 The membership of the Club shall consist of the following categories:
- 4.2 Ordinary Members who are over 18 years of age and will enjoy the Club's facilities and who provide funds to bank a club table on the Club's premises. Ordinary members will have voting rights.
- 4.3 Social Members, who are over 18 years of age and who shall enjoy the facilities of the Club, but will not have voting rights.
- 4.4 The Committee have the right to limit the number of members in each category.
- 4.5 Each Ordinary Member and Social Member shall abide by the Club's anti-money laundering policy and procedures, including but not limited to, the identification and verification of the said member pursuant to the Criminal Justice Act 1994 as amended or succeeded and guidance, rules and/or codes issued there under (the 'Money Laundering Regulations').

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4.6 For the avoidance of doubt only Ordinary Members shall have an interest in the assets and property of the Club.

4.7 A member shall cease to be an Ordinary or Social Member:-

- (i) If he/she gives written notice to the Secretary.
- (ii) If he/she fails to comply with the Bye Laws of the Club.
- (iii) If, in the case of an Ordinary Member, the Ordinary Member ceases to bank a table and in which case his/her membership shall revert to the status of Social Member.

4.8 Social Members shall have the right to apply to the Committee to bank a club table. The Committee shall have the right, at its discretion to accept or reject any such application and to impose conditions in relation to banking club tables which shall be issued from time to time by the Committee.

4.9 The Committee at its discretion may direct or permit a transfer from one category of membership to another at such other time and on such occasions as it deems fit. Applications for transfer must be addressed to the Secretary.

## **5. Entrance Fees, Annual Subscriptions and Additional Charges.**

5.1 Facility charges for Ordinary Members will be determined from time to time by the Committee and shall become due immediately when advised by the Committee. Any such charges may be deducted at source from the Ordinary Members funds.

5.2 Ordinary Members shall be liable for the full facility charges.

5.3 The Committee have the right to apply additional charges as agreed in the Annual General Meeting or Extraordinary General Meeting, to all categories of members.

## **6. Admission of Members.**

6.1 The Election of all Ordinary Members shall be in the hands of the Committee.

6.2 Social Membership may be refused to any person at the discretion of the Committee.

6.3 No person shall be admitted as an Ordinary Member or Social Member unless said member's identity has been verified in accordance with the Money Laundering Regulations.

6.4 Waiver of legal rights: pursuant to the provisions of Section 34(1)(b) of the Civil Liability Act 1961 members waive their legal entitlement to claim against a fellow member, Officer or Committee member, compensation for personal injury, loss or damage howsoever caused.

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## **7. Finance**

- 7.1 The financial affairs of the Club shall be the responsibility of the Committee in general and the Treasurer in particular.
- 7.2 The financial year shall end on the 31<sup>st</sup> December and correct accounts and books shall be kept by the Secretary or Treasurer or by some person empowered by the Committee, showing the financial affairs and receipts and disbursements of the Club. The Committee shall be empowered to open bank accounts and all transaction on such accounts shall be authorised by the Committee. No cheque shall be issued against a bank account of the Club except under signature of two of the following: The President, the Secretary, the Treasurer, and any of two members of the Committee appointed for that purpose by the Committee. The accounts of the Club shall be audited by the Auditors elected at the Annual General Meeting. If a vacancy occurs during the year new auditors shall be appointed by the Committee and shall hold office until the next Annual General Meeting.
- 7.3 The Committee shall have the power to borrow for the purposes of the Club either at one time or from time to time whether on the security of the Club's assets and property or otherwise such amounts of money as may be sanctioned by Resolution of an Annual General or Extraordinary Meeting, in such form and at such rate of interest (if any) as shall be specified therein.
- 7.4 The Committee shall have no power to pledge the personal liability of any member of the Club for the repayment of any sums so borrowed.

## **8. Annual General Meeting.**

- 8.1 The Annual General Meeting of the Club shall be held on or before the 31<sup>st</sup> day of October each year at which the following business will be transacted:-
- (i) receiving the Annual Report and Financial Statements for the previous year.
  - (ii) the election of the Officers and Committee of the Club for the ensuing year shall take place.
  - (iii) to remove and elect the Auditor, or to confirm that he/she remains in office;
  - (iv) for the alteration or amendment to any of these Rules;
  - (v) to decide on any motion which may be submitted in accordance with these Rule 8.1.1.
- 8.1.1 Notice of any Motion proposed to be moved at an Annual General Meeting shall be given in writing to the Secretary not less than fourteen days before the meeting.
- 8.1.2 The election of President, Trustees, Secretary, Treasurer and Committee Members shall be by ballot.

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- 8.1.3 If the majority of members present wish any question under discussion to be put to the vote by ballot, that mode of voting shall be adopted, otherwise decisions will be taken by a show of hands.
- 8.1.4 Twenty one days notice of the Annual General Meeting shall be given to each Ordinary Member. A copy of the Statement of Accounts and Balance Sheet shall be available from the Committee upon request.
- 8.1.5 Questions on the accounts should be submitted, in writing, to the Secretary seven day prior to the Annual General Meeting.
- 8.1.6 The Chairperson of the Committee shall be the Chairperson of such meeting. In his/her absence, the Chairperson shall be nominated by the Committee. Only Ordinary Members shall be entitled to vote at the Annual General Meeting.
- 8.1.7 The Quorum for the Annual General Meeting is six Ordinary Members. Any member who is not banking a table or who has notified the Committee of his/her intention to cease banking a table shall not be entitled to vote at any meeting of the Club.
- 8.1.8 Except as these rules provide otherwise, resolutions shall be passed by a simple majority.
9. **Extraordinary General Meeting**
- 9.1 Extraordinary General Meetings of the Club may be called by the Trustees, the Committee or on a requisition to the Secretary stating the object for which it is to be called. Such requisitions shall be signed by at least [five] members of the Ordinary Membership.
- 9.2 The only business to be discussed at an Extraordinary General Meeting shall be the item or items set out in the requisition for such a meeting or contained in the agenda issued by the Secretary. One weeks notice, at least, of an Extraordinary General Meeting shall be given to each Ordinary Member of the Club. Voting shall be as provided under these Rules. It shall not be competent to re-open any matter disposed of at an Extraordinary General Meeting until a period of six months shall have elapsed, or at the Annual General Meeting, if held within that period.
- 9.3 The quorum for an Extraordinary General Meeting shall be six Ordinary Members. Any member whose subscription for the current year has not been paid shall not be entitled to attend any meeting of the Club.
- 9.4 Except as these Rules provide otherwise, motions at an Extraordinary General Meeting shall be passed by a simple majority.

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## **10. Complaints, Suspension and Expulsion**

- 10.1 All complaints must be made to the Secretary, in writing, who, if unable to resolve the complaint, will submit same to the Committee and their decision thereon shall be final.
- 10.2 Should the conduct of a member either in the Club or elsewhere be deemed to be injurious to the good name, character or in the interest of the Club, a Disciplinary Sub-Committee of the Committee comprising of at least two members of the Committee, shall, having first made known in writing the nature of the allegations to the offending member, call upon such member to give an explanation in writing within seven days for any such conduct. If any such member, having been called upon, fails to give such an explanation or if the explanation so given shall be deemed to be unsatisfactory, the Disciplinary Sub-Committee may suspend such member for a definite stated period from the use of the Club facilities and privileges of the Club or request the member to resign. Should the member fail to resign he/she shall stand suspended sine die.
- 10.3 An appeal against the decision or ruling of the Disciplinary Sub-Committee under Rule 10.2 may be taken by the member concerned to the Appeals Officer who shall be appointed by the President for a hearing date not more than one calendar month after receipt of such appeal. The appeal must be made by way of a request in writing by the member to the Secretary within one week of the decision of the Disciplinary Sub-Committee. The Appeals Officer shall comprise one Ordinary Member. A member of the Disciplinary Sub-Committee cannot act as Appeals Officer. A member who appeals a decision of the Disciplinary Sub-Committee can request an oral hearing before the Appeals Officer. The member concerned shall stand suspended until the decision of the Appeals Officer.

## **11. Interpretation of the Rules**

- 11.1 The foregoing Rules shall be the fundamental laws of the Club and shall not be altered except by way of Resolution at an Annual General Meeting or Extraordinary General Meeting provided no alterations shall be made in the Rules unless such Resolution is carried by a majority of not less than two thirds of the members present and entitled to vote at such meetings.
- 11.2 All questions as to the interpretation of the Rules shall be referred to the Committee whose decision shall be final.

## **12. Dissolution**

- 12.1 The Club may be dissolved:-
  - (i) By a Resolution passed at an Extraordinary General Meeting specifically called for that purpose and carried by three quarters of members present.

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- (ii) By a resolution of the Committee if the number of members is less than ten for a period of not less than six months.

12.2 All Assets of the Club, having discharged all debts and liabilities shall be divided equally among the Ordinary Members of the Club at the date of dissolution.

12.3 The Committee shall be responsible for the winding up of the assets and liabilities of the Club.

## **13. Alcohol**

13.1 No excisable liquor shall be supplied for consumption on the Club premises to any person. No excisable liquor is allowed on the gaming floor under any circumstances. The Committee, via its appointed agents, reserves the right to refuse entry to any member who is thought to have consumed excess alcohol.

## **14. Data Protection**

14. Pursuant to the provisions of the Data Protection Acts 1998-2003, members consent to the Club obtaining, recording, holding and retaining their personal data (including sensitive personal data) solely for Club purposes, either on its computer or in its manual filing system, and consent to the use of all such data, including its disclosure to third parties, for the proper and effective management of the Club.

## **15. General**

15.1 A copy of the Rules & Regulations of the Club shall be sent by the Secretary to each new Ordinary member on election. The Rules & Regulations of the Club shall be available at the Club premises for all members.

15.2 No political or theological subject shall be discussed at any Club or Committee meeting.

15.3 A copy of the Rules and Bye-laws of the Club will be made available to any interested party on request, unless it is deemed inappropriate by the Committee to do so.

15.4 Where throughout these rules the masculine form is used it shall have equal application to female unless the context indicates the contrary.

15.5 Visitors. All individuals entering the Club premises must become a social member of the Club prior to entering the Club. All members (Social & Ordinary) are obliged to swipe in when entering the Club premises, to ensure that the Club complies with legislation.