

## **1. NAME:**

- a) The Club shall be called NAIROBI GYMKHANA (hereinafter called “the Club”)
- b) Club colours shall be Blue and Gold
- c) Registered Office of the Club is at L.R. N0. 209/1209, Forest Road / Rwathia Road Nairobi
- d) The Postal Address of the Club is P.O. Box 40895 – 00100 GPO Nairobi, Kenya.

## **2. OBJECTS**

The objects of the Club shall be:

- a) To promote and encourage sports and games on the Club premises and in Kenya generally
- b) To provide recreational and social facilities for members and
- c) The Club shall be strictly non political

## **3. TRUSTEES**

- I. (a) Trustees shall be elected at an Annual General Meeting or Special General Meeting by a majority of 55% of those Members present and voting, which shall be by secret ballot.  
  
(b) If the number of Candidates nominated for Trustees exceed the Number required, those receiving the highest number of votes, which shall not be less than 55% of the valid votes cast, shall be declared elected.
- II. All the moveable and immovable property of the Club whether now in the possession of the Club or hereafter acquired by the Club shall be vested in the Trustees, who shall be called “The Club Trustees” (hereinafter referred to as Trustees). The number of Trustees shall not be more than five nor less than three. They shall deal with the property of the Club as directed by resolution duly passed by members at an Annual or Special General Meeting.
- III. The Trustees shall hold office for a period of five years and will be eligible for re-election for a final term of five years.
- IV. The Members at an Annual General Meeting or Special General Meeting, by a 2/3<sup>rd</sup> majority of those present and voting which shall be by secret ballot, may remove any one or more or all the Trustees and shall have the right upon any such Trustee/s being

removed to appoint another or others (being a Member or Members of the Club) in his or their place or places.

- V. The Managing Committee shall have the power to fill vacancies on the Board of Trustees from the membership, until the next SGM/AGM, provided that no Member who failed to get elected as Trustee in the year shall be eligible
- VI. (a) Trustees shall only be eligible for nomination as Trustees provided they have attained the age of forty five and have been full members of the Club for a continuous period of at least 10 (Ten) years

**b) Any Member of the Managing Committee who offers himself/herself for election as a candidate for the post of a**

**Trustees of the Club will resign from the Managing Committee before the election of Trustees.**

- VII. The office of the Trustee shall ipso facto be deemed to be vacated if any Trustee.
  - a) Resigns by giving appropriate notice in writing; or
  - b) is found to be a lunatic or of unsound mind or
  - c) becomes bankrupt; or
  - d) dies; or
  - e) ceases to be permanent resident of Nairobi
- VIII. The Trustees of the Club shall be sole authority for the interpretation of the Constitution made thereunder and the decision of the Trustees upon any question of the interpretation or upon any matter affecting the Club and not provided for by the Constitution made thereunder shall be final and conclusive and binding upon members.
- IX. The Trustees shall, at all times, be indemnified against risk, legal suit and any expenditure arising in regard thereto.
- X. The Trustees shall have the power to sue and be sued on behalf of the Club.
- XI. It shall be lawful for the Trustees to take over the Management and affairs of the Club in the event that the Managing Committee conducts its affairs and activities which are inconsistent with any rules, bye-laws or resolutions of the Club. In such an event the Trustees shall have the powers to regularize the affairs of the Club in accordance with such Resolution or Resolutions that is/are passed by members of the Club at a Special General Meeting called for that purpose by the Trustees not exceeding 60 days after the takeover of such Management and control.
- XII. The Trustees of the Club shall be members of the Board of Trustees and will include those that are elected and those that are appointed by the Management Committee as per Clause 3(v) of the Constitution of the Club. The Trustees shall meet at least four times in a year and as many times as may be required. Immediately upon the conclusion of the Annual General Meeting of the Club, the Trustees shall elect from amongst themselves a Chairman of the Board of Trustees for the ensuing year**

#### **4 PROPERTY OF THE CLUB**

- a) The property of the Club shall belong to the full members but no individual full member shall have, by reason of his membership only, an assignable or transferrable interest in the property of the Club.

- b) Subject to the provisions of “The Trustee (Perpetual Succession) Act” (Cap 164), so far as they may be applicable, the immovable property of the Club, including all permanent improvements and fixtures thereon, shall be vested in the Trustees. The Common Seal of the Trustees will be vested in them and they shall lodge the same for safe keeping in the premises of the Club but under their own custody and control.
- c) The Archives of the Club shall at all times be administered by the Management Committee in office through a convener duly approved by the Management Committee. At no time shall any picture or materials endowed in the archives be moved or removed without express authority of the Management Committee. The commissioning and completion date of the archives is March 2015 and there shall be further additions to the archives every five (5) years.

## **5. ALTERATION TO THE CONSTITUTION**

The Constitution of the Club shall not be rescinded, amended, or added to except by a resolution at a General or Special General Meeting by the members of the Club, passed by a majority vote of two thirds of the members present and voting.

## **6. MANAGEMENT COMMITTEE**

- I. The Management Committee of the Club shall be vested in a Committee to be known as ‘The Managing Committee’ the members of which shall be elected at the Annual General Meeting and will hold office until the next Annual General Meeting unless the affairs of the Club are taken over by the Trustees as defined in Clause 3xi.
- II. The Managing Committee of the Club shall consists of;
  - a) The Chairman  
The Vice-Chairman  
The Hon. Secretary  
The Hon. Treasurer  
Asst. Hon. Secretary  
Asst. Hon Treasurer  
The Outdoor Sports Secretary and  
The Indoor Sports Secretary  
Who shall jointly be known as the office Bearers of the Club
  - b) The Immediate Past Chairman and
  - c) Five other members who shall be known as Committee Members. All such office bearers and committee members shall have been full members of the Club for at least three years standing.
- III. a) Any member of at least three years standing shall be eligible for elections as an Officer or Member of the Managing Committee upon his nomination being received by the Hon. Secretary, fourteen clear days before the Annual General Meeting duly proposed and seconded by a member and subject to such nominated member giving his consent in writing. Always provided that the member so nominated together with the proposer and seconder shall have been life members or ordinary members and that their subscriptions and other dues shall not be in arrears at the time the nomination is received by the Hon. Secretary of the Club.

- b) Such nomination/s shall be exhibited in the main notice board of the Club House ten days before the date of the Annual General Meeting.
- IV. The Managing Committee shall have power to fill any vacancy or vacancies as and when they occur. Always provided that such member(s) shall have been a life member(s) or ordinary member(s) for a period of not less than three years and may appoint such Sub-Committees as they may consider necessary and delegate to such Sub-Committees such of their powers as they may deem expedient.
- V. (i) If the number of Members nominated as officers or Members of the Managing Committee exceeds the number required, those receiving the highest number of votes shall be declared elected. Voting shall be by secret ballot.  
(ii) A blank vote cannot be considered at all for the purpose of computation of votes cast.  
(iii) Rejected / Spoilt votes –A ballot paper duly issued that has ineffective markings and/or exceeds nomination for the vacancies will not be considered at all for the purpose of computation of the votes.  
(iv) The Management Committee shall appoint Two (2) Returning Officers in the event that the Trustees elections and Management Committee elections are held at an AGM. The MC shall appoint one (1) Returning officer at an SGM.
- VI. All Sub Committees shall consist of at least one Officer or Member of the Managing Committee and any member(s) of the Club.

## **7. MEETING OF THE MANAGING COMMITTEE**

- I. The Managing Committee shall meet at least once in every month but on requisition of the Chairman or four members of the Managing Committee a Special Meeting may be called at any time. All notices concerning any meeting shall be issued by the Honorary Secretary
- II. (a) The Chairman shall be The Chair of all meetings of the Managing Committee. In the absence of the Chairman, the Vice Chairman shall be the Chair but in the absence of the Chairman and Vice Chairman, the members of the Managing Committee shall elect a Chairman from amongst themselves.  
  
(b) Hon Secretary shall be the Secretary of all meetings of the Managing Committee. In the Absence of the Hon. Secretary, the Assistant Hon. Secretary shall be the Secretary but in the absence of both Hon. Secretary and Asst. Hon Secretary, the Members of the Managing Committee shall elect a Secretary from amongst themselves
- III. a) The Quorum for a meeting of the Managing Committee shall be seven. In case of equality for votes upon any proposal the Chairman of the meeting shall have a second or casting vote.  
  
b) If within fifteen minutes of the time fixed for holding of a meeting the Managing Committee a quorum is not present the meeting in question shall be declared adjourned to a day, time and place to be decided by the meeting. If the adjourned meeting be not sufficiently attended so as to form the requisite quorum the meeting

shall proceed to transact the business on the agenda regardless of the requisite quorum.

- IV. The minutes of the meetings of the Managing Committee shall be circulated to the Trustees for information and to such member(s) who request copies thereof in writing on the payment of fees as may be defined by the Managing Committee.

## **8. POWERS OF THE MANAGING COMMITTEE AND SUB-COMMITTEES**

- I. (a) A Sub-Committee shall be empowered to co-opt any member of the Club to serve on such Sub-Committee.
- II. All acts done by the authority of the Managing Committee or any of its Sub-Committees in good faith and with the authority of the Club expressed or implied shall be deemed to be the acts of the Club and the members thereof. Such acts shall be binding on the individual members of the Club during their period of membership and for a period of one year from the date of cessation of membership. Every Trustee and every member of the Managing Committee shall be indemnified by the Club and the members thereof for any cost, losses and expenses which any Trustee or member of the Managing Committee may incur by reason of such acts.
- III. (a) Subject to sanction being given by resolution passed by a majority vote of two-thirds of the members present and voting at a General Meeting of the Club, the Managing Committee shall be empowered to raise or borrow sums of money for the benefit of the Club in such manner as the aforesaid resolution may direct. Any sum or sums so borrowed may be secured by the Trustees in such manner as they deem fit. All members of the Club at the time of passing of the aforesaid resolution thereafter shall be deemed to have assented to the same.  
  
**b)** The Managing Committee shall not enter into any long term contract/s nor execute any Legal agreement beyond their term of office as defined in Clause 6 i) other than Standard contracts in relation to the normal running of the Club without the approval of the General Body at the Annual or Special General Meeting of the Club
- IV. All documents, other than those relating to the immovable property of the Club, required to be signed on behalf of the Club, shall be sufficiently so signed by the Chairman and countersigned by the Honorary Secretary or the Honorary Treasurer. All documents so signed shall be binding on the Club and all members thereof.
- V. The Managing Committee shall have power to sell or purchase such materials or appliances as may be deemed expedient for the maintenance of the Club.
- VI. The Managing Committee may levy an admission fee at any sports, games or other events that may be held on the grounds or premises of the Club and may reserve the right to refuse admission to any non-members. Subject to the approval obtained by a majority vote at a General Meeting the Managing Committee may from time to time impose a levy or levies payable annually in advance for the development of the Club on all or any class of membership excluding junior members.

- VII. When any part of the Club and / or ground is leased, hired or loaned by the Managing Committee to any other Club or Association for matches or other functions with the right to charge spectators or others for admission, no member of the Club attending such matches or functions shall be liable to pay the fixed charge for admission to such a function unless the Managing Committee shall have expressly so declared. No Member shall be barred from entering the Club premises.
- VIII. The Managing Committee may at any time and from time to time, fill any vacancy among the Committee. Any Office Bearer or member of the Committee so appointed shall hold office only until the following Annual General Meeting and shall be eligible for re-election.
- IX. The Managing Committee may Co-opt any number of full members to be additional members of the Committee for any purpose other than that of constituting a quorum, but such member shall have no voting powers.
- X. Make, alter and rescind Bye-laws as they may from time to time deem necessary, expedient or convenient for the proper conduct, management and welfare of the Club and its various sporting activities and sections.
- XI. Close the Club premises or any part thereof for a period not exceeding fourteen (14) days except by reason of national or other emergency, in which case the Committee shall be entitled to close the Club premises or any part thereof for a longer period as it may deem expedient.
- XII. Interpret the Rules of the club and its Bye-Laws and to adjudicate on any matter not provided for by the club and its Bye-Laws and the decision of the Committee upon any question of interpretation, adjudication or upon any matter affecting the Club and /or its Members shall be final and binding on the Members.
- XIII. The Managing Committee shall have the power to employ such executive or other staff as it deems fit on such terms and conditions as it shall think fit and shall also have the power to dispense with the services of any particular executive or other staff if it in its absolute and uncontrolled discretion, consider that such course to be desirable in the interests of the Club.
- XIV. The Managing Committee shall have power to prohibit any activity which in their opinion is unlawful or is injurious to the interest of the Club.

## **9. MEMBERSHIP**

- I. Membership of the Club shall consist of the following classes / categories, all of whom shall agree to bind themselves and adhere to the rules, regulations and bye-laws of the Club.
  - i. Patrons
  - ii. Honorary Life Members
  - iii. Life Members
  - iv. Full Members or Ordinary Members
  - v. Overseas and / or Country Members

- vi. Sports Members
- vii. Temporary Members
- viii. Lady Members
- ix. Lady Wife Members
- x. Junior Members
- xi. Corporate Members
- xii. Senior Members

II. The Committee may, from time to time restrict the total membership of the Club, restrict the number of members in any particular class or classes of membership and maintain a waiting list of candidates for election.

**I. PATRON**

Any distinguished member of the Club may by a resolution passed at a meeting of the Managing Committee be invited to become Patron of the Club for Life without payment of any fees but shall be subject to being expelled or suspended if he contravenes the provisions of Rules 11 (a) to (c) of the Club Constitution.

**II. HONORARY LIFE MEMBERS**

- a) An Honorary Life Member is a member previously an ordinary member, who by reason of having performed outstanding meritorious services for the Club for a period of not less than five years has been elected as such by majority vote of the Managing Committee. He shall pay no further subscriptions and shall enjoy such privileges of membership for Life unless he is suspended or expelled on the recommendation of the Disciplinary Committee as provided for under the provisions of Rules 11 (a) to (c) of the constitution and duly adopted by the Managing Committee and / or resigns from the Club.
- b) Honorary Life Membership may also be conferred on any distinguished individual by a majority vote of the Managing Committee.

**III. LIFE MEMBERS**

A Life Member is a member who has been an Ordinary Member continuously for a period of not less than five (5) years and who has been elected as such by the Managing Committee. On election, he shall pay a fee of Kshs. 120,000/- (One Hundred Twenty Thousand Only) and thereafter pay no further subscriptions except as provided for in Clause 8 (VI) herein. He shall enjoy all privileges of membership for life unless he is expelled, suspended or resigns from the Club. With effect from 26th March 2015, the Annual Sports Levy shall be waived for Life Members of the Club, and no future levies whatsoever will be charged to Life members of the Club

**IV. ORDINARY MEMBERS**

An ordinary Member is one who is permanently resident in the Republic of Kenya. He shall be entitled to all privileges of the Club i.e to vote at General Meetings and shall be eligible for election as an Officer or Member of the Managing Committee provided always that he has been a member of good standing for a period of not less than three continuous years.

## **V. OVERSEAS AND / OR COUNTRY MEMBERS**

An Overseas and / or Country Member is permanently resident outside radius of 30 miles from the Club. He shall be entitled to all privileges of the Club, but shall not be eligible for election as an Officer or Member of the Managing Committee or vote at any General Meeting.

## **VI. SPORTS MEMBER**

The Managing Committee after due diligence of recommendations by the Hon. Indoor Sports Secretary or the Outdoor Sports Secretary may approve up to twenty five persons as Sports Members, provided always that such persons are not in gainful employment and are able to submit evidence of proof of excellence in the Sport in which they are being so recommended. The sports membership will be reviewed by the Management Committee on a yearly basis. Membership in this class shall automatically cease if the member stops playing for the Club for any reason. He then may choose to apply for full membership of the Club as defined in the Club Constitution.

## **VII. TEMPORARY MEMBERS**

Temporary Members are members who have been elected as such by the Managing Committee for a Period which shall not exceed three consecutive months. Such temporary Members shall not again be eligible as such until expiration of twelve months from the termination of the period referred to unless by special sanction of the Managing Committee. They shall be entitled to all the privileges of the Club except that they shall not be entitled to serve on the Managing committee nor claim any share of the property of the Club upon its dissolution or introduce guests into the Club. Candidates for the temporary membership awaiting election may not use the Club or its facilities until their applications have been approved by the Membership Committee, who should signify their approval by signing the candidate's application forms. The Managing Committee reserves the right to terminate without notice, Temporary Membership prior to the expiry date when pro-rata refund of the subscription paid may be made.

## **VIII. LADY MEMBERS**

A lady member is a member who has been duly elected by the Managing Committee provided always that such a person is not a married lady living with her husband. She shall have no voting rights at any General Meeting or be eligible for election as an officer or Member of the Managing Committee of the Club.

### **IX. a) LADY WIFE MEMBERS**

A Lady Wife Member is a member who is the Wife of a member as defined in Clause 9 (i) to (v) and is duly nominated by the member.

### **b) DECEASED MEMBER'S WIFE**

Membership shall be conferred on a wife upon the death of the husband who has been a full member of the Club without payment of any subscriptions.



## X. JUNIOR MEMBERS

- a) A Junior Member is a member who has been elected as such by the Managing Committee.
- b) Members' children upon attaining the age of twelve (12) will have to become bona-fide junior members of the Club to enjoy the privileges of the Club.
- c) Junior Members will be entitled to all benefits and privileges of membership save Playing Cards, Billiards and Snooker. Notwithstanding this Rule, the Managing Committee may allow junior members over the age of fifteen years to play the game Billiards and Snooker. They shall not be entitled to be Officers or Members of the Managing Committee nor shall they have any voice in the affairs of the Club or claim any share of the property of the Club in its dissolution.

I. **“Upon reaching the age of twenty one years (21) a Junior Member shall automatically cease to be a member of the Club but shall become entitled to Ordinary or Lady Membership upon application and payment of Entrance fees & Development Levy payable at the time of application and shall be subject to election by the Managing Committee. From the date of becoming an ordinary member or lady member, the appropriate subscription shall become payable. In case of the Junior Member not being elected to Ordinary or Lady Membership, the membership shall automatically cease.”**

- d) II. Junior membership beyond the age of twenty one (21) may be considered by the Managing Committee always provided that the junior member is in full time study at a recognized school, college or university and provides documentary evidence of such to the Managing Committee. The evidence so provided should show clearly the studies being pursued and duration of the course.

## XI. CORPORATE MEMBERS

A corporate Member is a resident in Kenya and is nominated by his Company, Diplomatic Mission or Non-Governmental Organization to become a member of the Club. The member shall be entitled to all privileges of the Club but shall not be eligible for Elections as an Officer or Member of the Managing Committee or Vote at any General Elections. Subject to such an employee being approved for eligibility for Membership by the Managing Committee, the Company or Diplomatic Mission or Non-Government may withdraw the Membership of such an employee by writing to the Club and surrendering the original Membership Card and shall have the option to nominate another employee instead. **Validity of Corporate Membership shall be a maximum of Five Years which can be renewed for further terms of Five years each complying with requirements 1 to 5 below.**

**All existing Corporate Memberships shall be valid till 31<sup>st</sup> December 2022. The minimum and maximum number of members per Company, Diplomatic Mission or Non-Governmental Organization shall be Three and Five respectively provided organization while applying for membership fulfills the following requirements:**

- 1) Provides letter of confirmation of employment of members covered in their application.

- 2) **Submits copies of their Certificate of Registration, PIN and VAT certificates and in absence of these, copies of such other documents that the Management Committee may ask for.**
- 3) **At the beginning of every calendar year confirm in writing that the members continue to be in their employment.**
- 4) **Agree to duly inform the Management Committee in case any member leave their employment.**
- 5) **Pay the applicable entrance and development fees**
- 6) **The Corporate Body, Diplomatic Mission and Non-Governmental Organization will submit details of Registration, PIN Certificate where applicable and be responsible for the Annual Subscription and Levies payable. No Payment will be accepted and or acknowledged by the Club from any individual Corporate Member**

## **XII. Senior Members**

An ordinary member who is fully paid up and has been a member for a continuous period of 30 years shall on attaining the age of 70 years be classified as a Senior Member and while retaining the privileges of a fully paid Ordinary Member shall be exempt from paying any further subscriptions or levies thereafter with effect from 1st January, 2016.

## **10. ELECTION OF MEMBERS**

- a) Except as otherwise prescribed in this Constitution every candidate for election to Membership shall be proposed by and Seconded by Life or Ordinary Members, each of at least 3 years standing.  
All such proposers and seconders shall jointly or severally be responsible for payments of any dues of the Members so proposed and seconded for a period of one year from the date of election.
- b) A Candidate for Lady Membership may be proposed and seconded by Life or Ordinary Members each of at least three (3) years standing.
- c) Every proposal for Membership shall be made in writing on the prescribed form and handed over to the Honorary Secretary or Manager of the Club.  
All applications so received shall be handed over to the Membership Sub-Committee of the Club for further action. The Managing Committee reserves the right to reject any application without assigning any reason thereof.
- d) An applicant for Membership may not use any facilities of the Club until such a time as his/her application has been approved by the Managing Committee and the same has been communicated to the applicant, subject to the right of the Managing Committee to grant temporary Membership to the applicant.
- e) A candidate that has been excluded from Membership shall not be accepted or allowed to be introduced as a temporary Member or guest of the Club for a period of Two years
- f) Any communication addressed to the Managing Committee by a Member concerning a Candidate for election shall be regarded as confidential and shall be shown only to the Members of the Managing Committee.

## **11. CONDUCT OF MEMBERS**

- a) Expulsion and/or suspension: in case of infringement of the Constitution and/or Bye-Laws made pursuant thereto or if the conduct of any Member in or out of the Club in the opinion of the Managing Committee is injurious to the reputation of the Club, the Managing Committee may take cognizance, whether by complaint in writing or otherwise and write to the Member and shall seek an explanation within a stipulated period of time.  
Pursuant to the above, the Managing Committee shall reserve the right to appoint a Disciplinary Committee for conduct unbecoming on the part of the Member. The complaint and the explanation, if any, shall be tabled at the Meeting of the Disciplinary Committee. The Member concerned shall be asked to attend this meeting and make whatever explanations he may wish to choose to the Disciplinary Committee.  
The Disciplinary Committee having investigated the complaint shall then forward their findings with recommendations to the Managing Committee.  
The Managing Committee shall then ratify the report from the Disciplinary Committee and take action as recommended.  
Should such action take the form of expulsion and the Member so expelled shall forthwith cease to be a Member of the Club subject to the right to appeal to the Trustees of the Club. Not less than three Trustees in conjunction with a Disciplinary Committee shall consider the appeal.  
Any proposal made by the Managing Committee to alter the recommendations of the Disciplinary Committee shall be referred back to the same Disciplinary Committee for consideration.  
Likewise any appeal on suspension received from the Member by the Managing Committee shall as well be referred back to a Disciplinary Committee for consideration.  
The Disciplinary Committee shall keep Minutes of their meeting/s and forward the same to the Managing Committee together with their recommendations.
- b) Disciplinary Committee: the Disciplinary Committee shall consist of seven Members to be nominated by the Managing Committee comprising of:  
Three past Chairmen of the Club  
Two Past Honorary Secretaries of the Club  
Two Full Members of the Club
- c) Any Member breaking, damaging or removing any property of the Club shall pay for the same at double the cost price, except when it is shown to the satisfaction of the Managing Committee that such breakage or damage was purely accidental, in which case the amount to be charged shall be left at the discretion of the Managing Committee. Otherwise, the matter will be referred to a Disciplinary Committee
- d) Resignation of Membership shall only take effect after all sums due to the Club have been paid.
- e) Members should notify the Honorary Secretary or the Manager of the Club of Change of address. All Notices and/or statements of accounts posted at the last known address shall be considered as having been duly given on the day the same was posted.

## **12. ENTRANCE FEES & SUBSCRIPTIONS**

- a) The Entrance fees to be paid by candidates for election to Membership are payable at the time of application for Membership as follows: -
- |      |                           |                 |
|------|---------------------------|-----------------|
| I.   | Ordinary or Full Members  | Kshs. 150,000/- |
| II.  | Country /Overseas Members | Kshs. 150,000/- |
| III. | Junior Members            | Kshs. 1,200/-   |
| IV.  | Lady Members              | Kshs. 5,000/-   |

**V. Corporate Members per individual Kshs. 120,000/-**

(ii) The Development Levy to be paid by Candidates for election to Membership are payable at a time of application of Membership and shall be as follows:

|                          |                                       |
|--------------------------|---------------------------------------|
| Ordinary or Full Members | Kshs. 50, 000/-                       |
| Lady Members             | Kshs. 50, 000/-                       |
| <b>Junior Members</b>    | <b>Kshs. 20,000/-</b>                 |
| <b>Corporate Members</b> | <b>Kshs. 40, 000/- per individual</b> |

b) A Junior Member who ceases to be a Member at the age of twenty one (21) years and who upon election forthwith as an ordinary or Lady Member shall if elected, pay entrance fees payable by an ordinary Member or Lady Member at the time such a Member became a Junior Member.

c) The Subscriptions payable by the members on election and thereafter annually in advance but not later than 28<sup>th</sup> February every year shall be as follows:

|                                  |                |
|----------------------------------|----------------|
| (i) Ordinary or Full Members     | Kshs. 9,000/-  |
| (ii) Lady Members                | Kshs. 3, 600/- |
| (iii) Country / Overseas Members | Kshs. 9, 000/- |
| (iv) Junior Members              | Kshs. 1,200/-  |
| (v) Corporate Members            | Kshs. 9, 000/- |

The Management Committee will be mandated by the General Body to levy an increment of Annual Subscriptions between 1% to a Maximum of 9% as and when necessary with effect from 1st January 2016

d) Temporary Members shall pay Kshs. 3, 000/- per month when submitting their applications.

The application to be made as defined in Clause 9b) (vii)

e) It shall be the duty of the Country/Overseas Member to notify the Hon. Secretary or the Manager of the Club of any change in his /her residence or address which may warrant change of Class of membership.

f) A Member liable for payment of annual subscription who is absent from Kenya for a period of three calendar Months or more and who gives notice to the Hon. Secretary or the Manager of the Club in writing BEFORE his /or her departure of such absence shall be relieved of the liability to pay such subscriptions until he /she returns to Kenya at which time payments of annual Subscriptions shall immediately become due provided such absence does not exceed a period of five continuous years.

g) Members' subscriptions shall be due on the first day of the year.

h) If at the end of February of every calendar year a Member's account remains in arrears, his name shall be 'POSTED' on the Club's Notice Board and a final statement sent to such a Member at his last known address.

i) If the Account remains unpaid for 15days after the posting of such statement by '**REGISTERED POST**', the person shall automatically cease to be a Member of the Club.

### **13: RE-ADMISSION**

Any person who has ceased to be a Member of the Club under the provisions of the Constitution may apply in writing for re-admission to the Class of Membership of when he or she previously was a Member.

The Managing Committee shall accept and consider such an application only on receipt of a non-refundable reinstatement fee of Kshs. 5,000/- .

A Member so re-admitted shall pay such proportion of entrance fees and subscription due at the time he/she ceased to be a Member and until the time of re-admission as the Managing Committee may determine.

### **14. GUESTS**

- a) Any person may be introduced as a guest by a Member of the Club except by a Temporary or Junior Member, who may only do so by the permission of the Managing Committee.
- b) A Member introducing a guest shall enter the name of the guest and other particulars required in the book provided for that purpose. Failure to comply with the Clause shall render the Member at fault liable to disciplinary action as deemed fit by the Managing Committee.
- c) The Member introducing a guest shall be personally responsible for his or her conduct while on the premises of the Club and shall pay all dues required by the Club in respect of such guest.
- d) No person who resides or has his place of occupation within a radius of thirty miles of the center of Nairobi shall be introduced as a guest more than once in each calendar month.
- e) Rules 14 (a), (b) (c) and (d) shall not apply in case of players participating in Sports and games under the control of the Club. Such Guests shall be subject to such regulations as may be made from time to time by the Managing Committee in accordance with the Constitution and Bye-Laws.
- f) No Member may introduce to the Club premises or ground more than four guests at any time without prior consent of the Managing Committee.
- g) Persons who reside or whose place of occupation is outside a radius of thirty miles from the center of Nairobi may be introduced into the Club as Guests for a period not exceeding in all fourteen days in any one year.  
The Managing Committee shall have the power to prohibit, restrict and/or limit the number of guests who may be invited into the Club's premises or grounds at any time or for any occasion at its discretion.
- h) No former Member duly suspended, expelled and /or declared a defaulter shall be introduced as a guest in the Club and/or be permitted the use of any of its facilities.
- i) Any Non –Member whose presence in the Club is considered by the Managing Committee to be prejudicial to the interest of the Club shall be expelled or be denied entry to the Club premises.
- j) The Club shall reserve the right to introduce and/or levy a Charge from time to time for guests invited to the Club for any sporting or social functions.

## **15. RECIPROCATING WITH OTHER CLUBS**

- a) The Committee may from time to time agree to reciprocation arrangements with other Clubs.
- b) A reciprocating Member must produce to the Manager, a reciprocating letter and or current Membership card from his own club with a request for reciprocation facilities and he shall notify the Manager the date of his proposed departure. A reciprocating Member shall enter such particular as are called for in the reciprocating register provided by the Club.
- c) Members of a Club with which the Committee may agree to reciprocate with shall be entitled to use this Club for such periods and under such conditions and upon payment of such fees as the Committee may from time to time prescribe. A reciprocating Member may not use this Club as a reciprocating Member for more than a total of one month in any one calendar year.
- d) Reciprocating Members shall have no credit facilities or voting rights and shall not be entitled to introduce guests to the Club.

## **16. STAFF**

No servant of the Club shall be reprimanded or in any way punished by a Member. All complaints in writing shall be made to the Honorary Secretary or Manager of the Club.

## **17. Liability for Damage, theft or injury**

The Club shall not be liable for any damage caused to any person or his property either through theft or injury caused either when he is in the Club premises or playing at or for the Club in any sports activity.

## **18. Suggestions**

A suggestion Book shall be provided in which Members may make written suggestion and /or complaints for due consideration by the Managing Committee.

All suggestions and/or complaints must be accompanied by the Members full name and Membership number.

## **19. ACCOUNTS**

a) In case of any unpaid account owing to the Club, the Managing Committee may take such steps for the recovery as may be necessary and as it may be legally advised.

b) The yearly accounts shall be closed on the last day of December in each year. The accounts shall be audited, printed and presented to the Members as hereinafter provided.

c) The accounts of the Club shall be audited periodically by the Auditors of the Club who shall have a right to access all the books of accounts and vouchers together with the Minutes of the Managing Committee for verification as may be necessary.

d) The auditors shall submit their reports of the financial year to the Managing Committee with a copy to Trustees.

e) Upon a written request from a full member of the Club, the Club shall make its Books of Accounts and all documents related thereto available for inspection at a place and time determined by the Managing Committee of the Club.

## **20. BANKING ACCOUNT**

a) (i) A banking account shall be kept in a Bank of International repute in Nairobi and all monies received on behalf of the Club shall be deposited to the credit of such an account.

(ii) A staff retirement account with funds shall be maintained in a bank of International repute in Nairobi

b) All payments, except for petty disbursements, shall be made by Cheque. The account at the bank shall be operated jointly by any **TWO** of the following: -

The Chairman  
The Vice Chairman  
The Hon. Secretary  
The Hon. Treasurer

**c) Investments in fixed Deposit Receipts with Banks of International repute and in Kenya Government Securities shall be administered and operated by the Managing Committee only under the direction and authority of the Board of Trustees.**

## **21. ANNUAL GENERAL MEETING**

- I. The Annual General Meeting shall be held normally in the month of March each year, but not later than 31<sup>st</sup> March, upon a date and time fixed by the Managing Committee for the following purposes: -
  - a) Confirmation of the Minutes of the Previous Annual General Meeting and of any Special General Meeting held since.
  - b) To receive and adopt the Annual Report of the Managing Committee
  - c) TO receive and adopt the Annual Accounts
  - d) To decide on any resolution which has been duly submitted as hereinafter provided.
  - e) Appointment of Auditors for the ensuing year.
  - f) Elections of the Officers and Members of the Managing Committee
  - g) Election of Trustees – To Fill such Vacancies that have arisen as per Clause 3 (1)(a) and 3(1)b)
  
- II. **The Annual General Meeting shall be convened by the Honorary Secretary of the Club by Notice in one or more local Newspapers. The first publication of such notice shall be not be less than twenty eight days before the date of the meeting. In the event of a Member of the Club desiring to move any special resolution at the Annual General Meeting, he shall give not less than twenty one days' Notice in writing to the Honorary Secretary of the Club and at the same time shall forward a copy of the resolution which he desires to move.**  
**The Hon. Secretary shall forward by email to each member to his /her last mail id registered with the Club, a copy of the Agenda of the Annual General Meeting together with the Minutes of the previous meeting and/or Special General Meeting, Annual Report, Annual Accounts and a copy of any resolution that may be received not less than 7 days before the date of the meeting.**
  
- The Agenda shall clearly state the business to be transacted at the meeting.**
  
- III. If after Thirty Minutes from the time appointed for a general Meeting the chairman is not present, the Vice Chairman shall be Chairman of the meeting. In their absence, the General Meeting shall elect one of the Office Bearers to be the Chairman.
  
- IV. The quorum of a General Meeting shall be EIGHTY Members present in person.

- VI. If after THIRTY minutes from the time appointed for a General Meeting a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved, but in any case, shall stand adjourned to the same day in the week following at the same time and place and if at such adjourned meeting a quorum is not present, those Members present not fewer than FORTY may transact the business for which the meeting was called.
  - VII. All questions submitted at an Annual General Meeting shall be decided by a show of hands unless a ballot is demanded by three or more members present. The Chairman of the meeting shall have a second or casting vote. The vote of the Majority shall be binding on the minority. Proxies shall not be allowed.
- VII. Every full member shall be entitled to one vote provided that such member does not have any outstanding dues in the form of subscriptions and /or levies owing to the Club to be paid at least ONE CLEAR DAY before the AGM**

## **22. SPECIAL GENERAL MEETING**

- a) Special General Meeting of the Club can be called at any time by the Managing Committee or on the written requisition of at least EIGHTY full Members. No matter other than of which Notice has been given shall be discussed at any Special General Meeting.
- b) The rules and procedures applicable to the Annual General Meeting shall apply in Toto to the Special General Meeting. The Agenda and/or objects shall clearly state the business to be transacted and shall be forwarded to the Members not less than 7 days before the date of the Meeting.**
- c) In the event that the Special General Meeting is by way of requisition of EIGHTY or more members, all costs arising from holding the Meeting shall be borne by the Members who are signatories to such requisition.
- d) Two thirds of those signing the requisition with their Membership Code shall be present in person to constitute a quorum on the day of the meeting so requisitioned. In the absence of the required number of the petitioners to the requisition being present within thirty Minutes, the meeting shall be declared null and void for all purposes.

## **23. DISSOLUTION**

If at any time it becomes impossible or undesirable to continue to run the Club or carry on the same as a Member's Club, the Trustees shall convene a Meeting of the Members of the Club by giving them three months' Notice by way of a Newspaper Advertisement or the purpose of



dissolving the Club. The resolution of such dissolution shall be passed by a Majority vote of three-fourths of Members being personally present and voting at such a meeting. On the dissolution of the Club, the property and assets of the Club shall be sold and realized and after the discharge of the debts and liabilities of the Club, the surplus if any will be divisible equally amongst Members then residing in Kenya other than overseas and /or country, Sports, Temporary, Lady, and Lady Wife, Junior. Corporate and Honorary Members.