

Hawks' Club

Cambridge

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Rules of the Club

1. Name of Club

- A. The name of the Club shall be Hawks' Club.
- B. The Club colours shall be maroon and gold.
- C. Ordinary Members and Honorary Members will wear a maroon and gold tie.

2. Objects

The objects of the Hawks' Club are:

- A. to encourage, support, and unify sportsmen engaged in university level sport in the University of Cambridge
- B. to elect Members who shall commit to uphold the values of the Club
- C. to provide social amenities and other facilities to enable members to associate
- D. to promote a wider understanding of engaging in sport while at the University of Cambridge and beyond
- E. to facilitate communication between current and past Cambridge University sportsmen
- F. to act as a liaison with other organisations, both inside and outside Cambridge University
- G. to maintain a close relationship with sports clubs in the University of Cambridge.
- H. no one object is to predominate over the other.

3. Election of Members

- A. The Hawks' Club shall consist of male members of the University of Cambridge who have been elected to membership in accordance with these rules.
- i. Candidates for election shall (subject to certain exceptions as determined from time to time by the Committee) be a Blue, a Half Blue or have Second Team Colours for a Full-Blue sport
- or**
- ii. have made a significant contribution to the well-being of the Club or Sport at the University of Cambridge.
- B. Each candidate for election shall be proposed by a Member of the Club, seconded by a Member of the Committee and supported by six further Members from no less than three different sports clubs. Members proposing candidates under 3.A.ii should write directly to the Honorary Secretary.
- i. The seconder must satisfy the Committee as to the candidate's qualifications.
 - ii. It is not necessary that qualified candidates be proposed for election while they are pursuing a course leading to a qualification in the University of Cambridge.
- C. No candidate under 3.A.i above may be elected before the beginning of his second term in residence.
- D. The election of candidates shall be decided by the Committee at a meeting called for that purpose.
- i. Any candidate under 3.A.i receiving two adverse votes shall not be elected. The names of candidates not elected shall be recorded by the Honorary Secretary and they may not be proposed under 3.A.i at a later date. The decision of the Committee shall be final. A candidate elected under 3.A.i shall be an "**Ordinary Member**".
 - ii. A vote to elect a candidate under 3.A.ii must be unanimous. The names of candidates not elected shall not be recorded. A candidate elected under 3.A.ii shall be an "**Honorary Member**".
 - iii. The Committee shall not be bound to elect candidates in the order in which they are proposed.
 - iv. Those elected remain a member for life in the absence of expulsion or resignation.
- E. Upon election each new Member will be notified and provided with a copy of these rules, together with a copy of any existing byelaws, all of which shall be binding on him.
- F. Those that continue to pursue a course leading to a qualification to be awarded by the University of Cambridge shall be the "**Resident Members**". The number of Resident Members shall be limited to a number determined by the Committee from time to time.

- G. Those that have ceased to pursue a course leading to a qualification in the University of Cambridge shall be the “**Non-Resident Members**”.
- H. Reference in these Rules to “Members” shall be a reference to Ordinary Members, unless otherwise specified.

4. Communication with the Club

- A. Every member shall notify the Honorary Secretary of his up-to-date postal address, telephone number and email address. Contact details may alternatively be updated via the self-service function of the Club’s website. Members’ details will be managed in accordance with data protection legislation currently in force in England and Wales.
- B. All notices in writing required to be given by the Club under these rules may be sent by post or by electronic means, which shall include notices posted on the Club’s website. Any Member who wishes to be contacted by post and not by other means must expressly notify the Honorary Secretary of this fact in writing. The Club reserves the right to make a charge for delivering mail by post.
- C. All notices sent to the Member at his notified address, whichever means of communication are used, shall be deemed to have arrived three days after dispatch.
- D. Neither the non-arrival nor late arrival of any notice sent by the Club nor the accidental omission to give due notice of a meeting to one or more Members shall invalidate any meeting convened by the Club.

5. Membership List

- A. For the purposes of carrying out the activities of the Club, a list of Members with suitable contact details shall be made available in the restricted area of the Club’s website.
- B. The list of Members shall indicate who are Officers of the Club and who are Members of the Committee.

6. Subscriptions, fees and contributions

- A. The quarterly subscription for Resident Members shall be such sum as the Committee recommend and the Members approve at a general meeting.
- B. The fee for becoming a Non-Resident Member without having served at least five quarters as a Resident Member shall be a one-off fee of five times the quarterly subscription established under 6.A above minus the total quarterly subscriptions paid as a Resident Member. For the avoidance of doubt, Honorary Members shall not be required to pay a fee.
- C. All subscriptions and fees shall be paid into the Club’s nominated account by means notified from time to time by the Committee.
- D. No member required to make payments under 6.A or 6.B above shall be allowed to use the Hawks’ Clubhouse at 18 Portugal Place, Cambridge (“**Clubhouse**”) or wear Club Colours until he has made such payments.
- E. Members not liable for fees under 6.A or 6.B above are strongly encouraged to make regular contributions to enable the good running of the Club on the understanding that such contributions do not convey any special rights or benefits.

7. Resignation

- A. A Member may resign his membership by notifying the Honorary Secretary in writing of this fact.
- B. No person who has resigned from membership is entitled to wear the Club Colours nor may he be re-elected.

8. Suspension and expulsion

- A. The Committee shall have the power to suspend a Member for non-payment of any subscription due under Rule 6.A or Rule 6.B.
- B. The Committee shall have the power to suspend or to expel any Member whose conduct, whether within the Club premises or elsewhere, is in the opinion of the Committee injurious to the good name of the Club or renders him unfit for membership of the Club.
 - i. the Counsel must be present (but may not vote) at any Committee meeting convened to consider the exercise of the power of expulsion.
 - ii. No vote on whether to exercise the power of expulsion shall be taken without first giving the member the opportunity to advance an explanation or defence.
 - iii. The decision to expel a member must be unanimous and must be recorded in the record book.
- C. The Committee shall have the power to suspend a Member pending a decision on whether to exercise the power of expulsion.
- D. A suspended member shall cease to have any of the privileges of membership, nor may he be nominated for or hold office whilst suspended but shall remain liable for any subscription.
- E. A Member may appeal against a decision to suspend or expel by writing to the Committee within 7 days of that decision being communicated to him. The appeal shall be considered within 14 days of a request being received.
- F. The Committee may (with the assistance of the Counsel if required) convene a panel to hear any appeals.

9. Officers

- A. The “**Officers**” of the Club shall be the President, Honorary Secretary, and Junior Treasurer.
- B. Officers shall be elected to serve a one year term by the Resident Members before the annual general meeting, which shall be held in Easter term.
 - i. Nominations for Officers, signed by a proposer and seconder, should be sent to the Honorary Secretary to arrive at least 15 days prior to the meeting.
 - ii. The Honorary Secretary shall 14 days prior to the annual general meeting post the nominations for election of all the Officers on the Club’s notice board and on the Club’s website.
 - iii. If there is only one candidate for an office the Honorary Secretary may declare that the candidate for that office is duly elected.

- iv. In the event of there being more than one nomination for each office there shall be a ballot, with the outcome of the vote being decided on a first past the post basis. In the event of a tie, the election shall be decided by lot.
- C. The duties of the Honorary Secretary shall include: keeping an up to date list of the names and addresses of the Members and their contact details; dealing with correspondence of the Club; organising and attending general meetings of the Club and preparing minutes thereof; liaising between the Committee and any sub-committees; and preparing a report of the Club's activities since the last annual general meeting and circulating the same amongst the membership.
- D. The duties of the Junior Treasurer shall include; keeping the accounts of the Club in good order; preparing a statement of account for the Members at the annual general meeting and circulating the same amongst the membership; being answerable to the Committee as to the state of the Club's finances during the year. The Junior Treasurer will be assisted by the Senior Treasurer.

10. The Committee

- A. The Committee shall consist of the Officers set out in Rule 9, plus seven additional persons elected by the Resident Members to the Committee in accordance with Rule 10B. A full list of Committee posts will be set out in byelaws annexed to these rules.
- B. Committee members (excluding the Officers) shall be elected to serve a one-year term by the Resident Members before each Annual General Meeting, as follows:
 - i. Nominations, signed by a proposer and seconder, should be sent to the Honorary Secretary to arrive at least 15 days prior to the meeting.
 - ii. The Honorary Secretary shall 14 days prior to the annual general meeting post the nominations for election of all such Committee members on the Club's notice board and on the Club's website.
 - iii. If there are only seven or less nominations the Honorary Secretary may declare that each nominee is duly elected.
 - iv. In the event of there being more than seven nominations there shall be a ballot, with the outcome of the vote being decided on a first past the post basis. In the event of a tie between any nominees, the election shall be decided by lot.
- C. Excluding the President, Honorary Secretary, and Junior Treasurer, no more than 2 Members of the Committee may be from any one sports club.
- D. The Committee shall meet at least twice per term, and then as often as necessary to carry out its duties efficiently.
- E. The Committee shall be chaired by the President.
- F. The quorum for a meeting of the Committee shall be six persons.
- G. Any Committee member who is absent without an accepted apology from three consecutive meetings shall be deemed to have vacated office.
- H. The Committee shall have the power to appoint any Resident Member to fill any vacancy on the Committee and that member shall remain in office until the next Annual General Meeting.

- I. All resolutions or decisions taken by the Committee shall require a simple majority of those present at the meeting, save any amendment of the byelaws shall require a two thirds majority of the Committee.
- J. The Senior Treasurer, the Counsel, and the Club's Trustees (or a representative of a corporate Club Trustee, if applicable) shall be entitled to attend all meetings of the Committee but may not vote.

11. The management of Club affairs

- A. The management and control of all the affairs of the Club shall be vested in an elected Committee. It shall be the business of the Committee to determine all the questions affecting the interests of the Club or relating to the interpretation of its Rules and to elect new Members.
- B. The Committee shall have the power to make, alter or revoke such byelaws as it considers necessary for the good governance and well-being of the Club, including but not limited to any special provisions relating to the use of the Clubhouse by Members. All such byelaws shall be published on the Club's website and shall be displayed in the Clubhouse.
- C. Before exercising powers under Rule 11.B the Committee must consult the Senior Treasurer, the Counsel and the Club Trustee(s).

12. The Senior Treasurer

- A. Working with the Junior Treasurer, the Senior Treasurer shall ensure that money received by the Honorary Secretary, Junior Treasurer, or the Club's agent is deposited in the Club's account.
- B. The Senior Treasurer shall oversee the keeping of the Club's accounts and keep an account of the Club's monies, oversee expenditure and set financial authority limits and determine who can authorise expenditure within those limits.
- C. The Committee shall appoint an individual to the role of Senior Treasurer.
- D. The Senior Treasurer must:
 - i. have been a member of the Club for at least seven years; and
 - ii. be either a Club Trustee or a member of the board of a corporate Club Trustee.
- E. The Senior Treasurer shall be appointed for a period of five years, but at the expiry of a five year period shall be eligible for re-appointment.
- F. The Senior Treasurer's tenure will terminate on resignation, retirement or death. In addition, the Senior Treasurer may be removed by the Committee.
- G. The Honorary Secretary shall be responsible for posting the name of the individual appointed as Senior Treasurer and their date of appointment on the Club notice board and website.
- H. The Senior Treasurer shall be indemnified against any liabilities and expenses they incur in their role as Senior Treasurer out of the Club's funds.

13. The Counsel

- A. The Committee shall appoint an individual to the role of the Counsel. The role of the Counsel is to advise the Committee on the application of the Club's Rules and on any disciplinary matters.
- B. The Counsel must:
 - i. have been a member of the Club for at least seven years;
 - ii. not be pursuing a course leading to a qualification in the University of Cambridge;
 - iii. be resident in Cambridge, as defined in the Ordinances of the University of Cambridge (2022), CHAPTER XI, "[RESIDENCE OF UNIVERSITY OFFICERS](#)"; and
 - iv. be either a Club Trustee or a member of the board of a corporate Club Trustee.
- C. The Counsel shall be appointed for a period of five years, but at the expiry of a five year period shall be eligible for re-appointment.
- D. The Counsel's tenure will terminate on resignation, retirement or death. In addition, the Counsel may be removed by the Committee.
- E. The Honorary Secretary shall be responsible for posting the name of the individual appointed as the Counsel and their date of appointment on the Club notice board and website.
- F. The Counsel shall be indemnified against any liabilities and expenses they incur in their role as the Counsel out of the Club's funds.

14. Club Assets and Club Trustees

- A. The legal title to:
 - i. any shares in The Hawks' Company Limited where the beneficial title to such shares is held by the Club ("**HCL Shares**"); and
 - ii. such other property or assets of the Club as agreed between the Club Trustees (as defined below) and the Committee,

together the "Club Assets", shall be vested in one or more trustees ("**Club Trustees**") consisting of either (i) not less than two and no more than four individual trustees, or (ii) a single corporate trustee, of whose directors must include at least four directors that will have been members of the Club for at least seven years, including the Senior Treasurer and the Counsel. The Club Trustees shall hold the Club Assets for and on behalf of the Members of the Club.

- B. The Club Trustees shall not (and neither the Committee nor the President shall direct the Club Trustees to) dispose, mortgage, charge or transfer any title to the HCL Shares, save to another Club Trustee, or pass or propose any resolution in their capacity as holders of the HCL Shares in respect of the disposal, mortgaging, charging or transfer of the Clubhouse, without the consent and direction of:
 - i. The President;

- ii. The Committee; and
 - iii. the Members of the Club given by means of a resolution passed at a general meeting by two-thirds of the Members present and entitled to vote at that general meeting.
- C. Subject to paragraph 14.B, the Club Trustees shall:
- i. deal with the Club Assets (including voting any of the HCL Shares) as directed by the Committee from time to time;
 - ii. if agreed by the Club Trustees, maintain the Club's relationship with the University of Cambridge.
- D. Club Trustees shall be appointed by the Committee:
- i. on terms that reflect these Club Rules;
 - ii. for a period of five years, but at the expiry of this period shall be eligible for re-appointment.

The Honorary Secretary shall be responsible for posting on the Club notice board and website the name of (i) each Club Trustee, and (ii) in the case of a corporate Club Trustee the identity of its directors and their respective dates of appointment.

- E. A Club Trustee shall be removed as a Club Trustee, and the Committee shall (if required to meet the requirements set out in paragraph 14.A) or may nominate a new Club Trustee in place of such Club Trustee, if:
- i. that Club Trustee being an individual, resigns, retires or dies[, or is otherwise considered by the Committee (acting reasonably) to be incapable of fulfilling their role as Club Trustee in good faith];
 - ii. that Club Trustee being a Corporate Trustee, resigns or becomes insolvent, or commences a winding up, administration or striking off process (or any process analogous to the foregoing);
 - iii. the Committee resolves to remove such Club Trustee.

F. Club Trustees shall be indemnified against any liabilities and expense they incur in their capacity as a trustee of the Club out of Club's funds.

15. Annual General Meeting

- A. There shall be an Annual General Meeting of the Club held in Cambridge on a date fixed by the Committee in Easter Term.
- B. The purposes for which the meeting is convened shall be:

- i. To receive a report from the Honorary Secretary/President in respect of the Club's activities since the previous Annual General Meeting;
 - ii. To receive, and if thought fit, to approve the Club's accounts in respect of the preceding financial year;
 - iii. To receive, and if thought fit, to approve the Committees' recommendations on subscriptions, fees and donations;
 - iv. To report the results of elections to offices of the Club (including Officers and Committee members);
 - v. To discuss or decide any matter of general business of the Club duly submitted to the meeting.
- C. All Members shall receive not less than 21 days' notice in writing of the meeting.
 - D. No Member, save with the consent of the Chair of the meeting, shall bring any matter before the meeting unless he has given notice of a motion in writing to the Honorary Secretary not less than 14 days before the meeting (although points for discussion only may be received up to 72 hours before the meeting).
 - E. A notice of agenda shall be posted on the Club's website and noticeboard at least 48 hours prior to the meeting.

16. General Meeting

- A. A General Meeting shall be convened by the Honorary Secretary within 21 days of receipt by him of a direction of the Committee or of a requisition signed by not less than 30 Members entitled to attend and vote at a general meeting.
- B. All Members shall receive not less than 14 days notice in writing of the meeting.
- C. A notice of a General Meeting shall specify the purpose of the meeting and no other business may be brought before the meeting.
- D. If the Honorary Secretary fails to convene the meeting within the 21 day period the requisitioners themselves may convene a General Meeting to be held not less than 28 days after depositing the requisition with the Honorary Secretary.
- E. A General Meeting may not take place outside of Full Term. Where the application of Rule 16.A or 16.D would result in the meeting falling outside of Full Term, the meeting will take place in the first week of the next term.

17. Procedure at General Meetings

- A. A general meeting may proceed to business if 30 Ordinary Members are present within 30 minutes after the time fixed for the meeting. If no quorum is present and the meeting was convened at the requisition of the Members, it shall be dissolved; and if convened by the direction of the Committee it shall stand adjourned to the following week on the same day and at the same time and place (or to the first week of the next term if it would otherwise fall on a date outside of Full Term). If at the adjourned meeting there is still no quorum the meeting shall be dissolved.

- B. If a general meeting is adjourned for want of time, the Members present at the meeting will be notified there and then of the adjourned date, if this is practicable. If not, and the matter is adjourned for more than 14 days, all the Members shall receive notice in writing of the adjourned meeting; otherwise only those who attended the original meeting will be notified of the adjourned date.
- C. No member in arrear with the payment of his subscription shall be entitled to exercise his vote at a general meeting.
- D. Unless otherwise stipulated in these Rules, any motion to be carried shall require the votes of a simple majority of the Members present and voting at the meeting.
- E. All business shall be deemed special save those items appearing regularly on the AGM agenda. Where a motion relates to an item of special business, the following shall apply:
 - i. The vote shall be decided on a show of hands unless a poll is demanded under (ii) or (iii) below;
 - ii. A poll may be demanded in advance of the meeting;
 - iii. A poll may be demanded at the meeting either before the show of hands or immediately after the result of a show of hands;
 - iv. A poll may be demanded by the Chair of the meeting or by at least 10 Ordinary Members;
 - v. The poll must take place at the meeting;
 - vi. The poll shall include voting by proxy. The proxy forms shall be sent out with the notice of the meeting, and are to be returned to the Honorary Secretary by e-mail or post to arrive no later than three days before the meeting;
- F. The Chair of the meeting shall be entitled to a casting vote in addition to his ordinary vote.
- G. At every meeting of the Committee or General Meeting of Members, the President shall preside or, in his absence the Honorary Secretary or in the absence of both, some member shall be chosen to preside as Chair.

18. Amendment Of Rules

- A. These Rules may be added to, altered or revoked by the Members at a general meeting or the Annual General Meeting. Any amendment to be proposed must be sent out as part of the agenda referred to in Rule 15.E or 16.C.
- B. Any motion to amend the Rules shall require the votes of two-thirds of the Members present and voting.
- C. In the discussion of a motion to amend the rules, any proposed amendment to the motion may be carried by two-thirds of the Members present and voting at the meeting.
- D. The Committee will keep the Rules under review and ensure that they are fit for purpose.
- E. All amendments must be compatible with the objects of the Club.
- F. The Honorary Secretary shall post a revised copy of the Club's Rules on the Club's website within 7 days of any meeting at which a motion to amend the Rules is passed. He will also

send a copy of a revised version of the Club's Rules to each Trustee, the Counsel and the Senior Treasurer.

19. Dissolution of the Club

- A. At least fifty Members may sign a resolution requesting that a meeting be called to dissolve the Club.
- B. To be carried, any motion to dissolve the Club shall require the votes of two-thirds of the Members present at the meeting and entitled to vote thereat.
- C. In the event that the Members pass a resolution to dissolve the Club, any property or assets belonging to the Club shall not be distributed to the Members if there is a surplus of assets over liabilities but will be given or transferred to such other club or entity having similar objects to the Club, or to a charitable organisation, as the Members may decide upon.

20. Club indemnity

- A. The Members of the Committee, the Officers of the Club, the Club Trustees, the Counsel and the Senior Treasurer shall be indemnified by the Club out of Club funds against any legal or monetary claim against them by third parties in connection within the proper discharge of their duties.
- B. The Club will obtain Directors' and Officers' insurance for this purpose.

Date of Rules: [●] 2023