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|  | The Lord’s Taverners  (“the Association”)  Bye-laws |

Bye-laws of The Lord’s Taverners (the “**Association**”) amended by the Board of Trustees in November 2020 and notified to Members of the Association on 12th November 2020 pursuant to Article 14 of the Articles of Association (the “**Articles**”), adopted on 11th February 2021 (the “**Bye-laws**”)

**Preliminary**

1. The Articles provide for the Trustees to make, repeal or alter the Bye-laws, provided that the Trustees give prior notice to Members in accordance with the Articles. These Bye-laws are binding on all members of the Association.
2. In the event of any inconsistency between the provisions of the Articles and the provisions of these Bye-laws, the provisions of the Articles prevail.
3. The Trustees may, and in the exercise of their power, have, delegated the day to day oversight of their membership function to the Membership and [People] Committee (which, together with any successor committee or other committee as the Trustees may delegate such oversight to, shall be referred to in these Bye-laws as the “**Membership** **Committee**”), whose role includes ensuring that the membership of the Association is managed in accordance with these Bye-laws. The Trustees have overall responsibility for the membership function and the Membership Committee regularly reports to Trustees as appropriate. (The Trustees may, at any time, revoke or amend the scope of their delegation to the Membership Committee and, in that event, references in these Bye-laws to the Membership Committee shall be treated as referring to the Trustees.)

**Members**

1. **Categories of members** 
   1. The members of the Association comprise the following categories of individuals:

* Individuals who have met the requirements of Bye-law 2 of these Bye-laws and who have been admitted as members (the “**Members**”);
* Individuals who have been appointed as honorary members in accordance with Bye-law 3 of these Bye-laws (the “**Honorary Members**”); and
* Individuals who have been admitted as county cricket members in accordance with Bye-law 4 of these Bye-laws (the “**County Cricket Members**”).
  1. The Members, the Honorary Members and the County Cricket Members are the company law members of the Lord’s Taverners Limited for the purposes of the Companies Act.
  2. Members will be expected to comply with the Charity’s Code of Conduct.

**Eligibility and Admission**

1. **Eligibility criteria for Members** 
   1. To be eligible to become a Member of the Association, a person must love cricket or embrace cricket as a means of helping young people in accordance with the established charitable aims of the Association, and fulfil one or more of the following conditions of eligibility: -
      * 1. is or has been active in the world of entertainment, sport or the arts;
        2. is outstanding in his/her own field and whom the Association believes will be a worthy and active member;
        3. has already given valuable service to the Association; or
        4. is considered by the Membership Committee to be committed to providing valuable service and support to the Association in the future.
   2. Any person who fulfils the eligibility criteria outlined above who wishes to become a Member must apply for membership in accordance with the procedure set out below:
      * 1. Each applicant shall be proposed by an existing Member, Honorary Member or County Cricket Member (a “**proposer**”), who shall be personally acquainted with the applicant and shall vouch for his or her fitness for membership.
        2. The application for membership must be made on the form provided by the Association and signed by the applicant and proposer.
        3. The applicant shall return the completed application form to the Membership Secretary together with payment for the admission fee and annual subscription fee payable to “The Lord’s Taverners Limited”, a completed Direct Debit Authority and a completed Gift Aid form (if applicable).
        4. Completed application forms shall be passed to the Membership Committee, to whom the Trustees have delegated their power to consider and approve membership applications. Payment, Direct Debit Authorities and Gift Aid application forms shall be held by the Association until after the application has been approved and otherwise shall be returned to the applicant.
        5. The application will be considered by the Membership Committee who shall decide whether to admit the applicant (see Bye-law 5).
2. **Honorary Members**
   1. The Trustees may, in their sole discretion from time to time, invite an individual who falls within any of the categories below to become an Honorary Member of the Association.
   2. An Honorary Member must be or have been one of the following:
      * 1. a Test, One day International (“ODI”) or T20 Captain of England;
        2. a Captain of an Overseas Test, ODI, or T20 Touring Team;
        3. a Past President of The Association;
        4. a Past Chairman of the Association;
        5. a Prime Minister of the United Kingdom;
        6. a Past President of The Lady Taverners;
        7. a Past Chairman of The Lady Taverners; or
        8. exceptionally, another distinguished person.
   3. Upon being invited to become an Honorary Member of the Association, if such person wishes to become an Honorary Member, he or she will be required to submit a completed application form to the Membership Secretary.
   4. The application will be considered by the Membership Committee who shall decide whether to admit the applicant (see Bye-law 5).
3. **County Cricket Members**
   1. The Trustees may, in their sole discretion from time to time, offer current and former county and international cricketers the opportunity to become a County Cricket Member. It is intended that the Trustees will offer this opportunity to county and international cricketers each year.
   2. Upon being invited to become a County Cricket Member of the Association, any person wishing to become a County Cricket Member will be required to submit a completed application form to the Membership Secretary. An appropriate Member, Honorary Member or County Cricket Member may be asked to support the application, at the Trustees’ discretion.
   3. At the discretion of the Membership Committee, individuals who have been offered the opportunity of membership, but have not taken it up, may be offered the opportunity again.
   4. The application will be considered by the Membership Committee who shall decide whether to admit the applicant (see Bye-law 5).
4. **Admission of members** 
   1. The provisions set out in this Bye-law 5 shall apply to all Members, Honorary Members and County Cricket Members.
   2. All applications for membership will be assessed against the relevant eligibility criteria. In accordance with the Articles, the Trustees are not obliged to accept a person as a Member, Honorary Member or County Cricket Member notwithstanding that he or she meets the relevant eligibility criteria and the Trustees need not give reasons for declining to accept a person as a Member and the Trustees have delegated power to consider and approve or decline membership applications on their behalf to the Membership Committee in accordance with this Bye-law 5).
   3. The Membership Committee will consider all applications received and will accept or decline each on its merits.
   4. The Membership Committee may request supplementary information before making a decision.
   5. In the event that the Membership Committee accepts an application;
      * 1. the Membership Secretary shall inform the new Member, Honorary Member or County Cricket Member that he or she has been admitted and send him or her a copy of the Association’s handbook;
        2. the new Member, Honorary Member or County Cricket Member shall be allocated a membership number in sequential order and, once allocated, the number shall not be re-allocated.; and
        3. the new Member, Honorary Member or County Cricket Member shall be entitled to all the rights and privileges of and shall be subject to the responsibilities of membership and will be bound by the Articles, these Bye-laws and the Code of Conduct.
   6. In the event that the Membership Committee decides to decline an application, the application shall be returned to the applicant (or in the case of an application to become a Member, then the application shall be returned to the proposer, or, in the case of an application to become a County Cricket Member, to the individual who supported the application) and the Membership Committee may give reason(s) for the rejection.

**Fees payable by members**

1. **Requirement to pay fees** 
   1. Members shall be required to pay an admission fee and an annual subscription fee.
   2. County Cricket Members shall not be required to pay an admission fee. They will be invited to pay the annual subscription fee but such payment will be voluntary.
   3. Honorary Members shall not be required to pay an admission fee or annual subscription fee.
2. **Admission fee**

The admission fee payable by Members shall be such sum (if any) as the Trustees shall from time to time determine and the Trustees may in determining such admission fee differentiate between categories of Members.

1. **Annual subscription fee**
   * 1. The annual subscription fee payable by Members (and to be requested to be paid by County Cricket Members) shall be such sum as the Trustees shall from time to time determine and the Trustees may in determining such subscription fee differentiate between categories of membership. Furthermore, the Trustees may determine to use such methods of payment as they shall regard as appropriate from time to time.
     2. The annual subscription fee of a Member who is resident or domiciled outside the United Kingdom or the Republic of Ireland shall be one-half of the annual subscription fee payable by United Kingdom Members (or such other proportion as the Trustees may, in their sole discretion, from time to time, decide).
     3. A Member who is aged 70 years or over and who has been a Member for at least five years may apply to become a “Retired Member” and thereafter the annual subscription fee payable by him or her shall be one-half of the annual subscription fee payable by a UK Member (or such other proportion as the Trustees may, in their sole discretion, from time to time decide).
     4. The annual subscription fees shall be paid each year to the Association or direct to its bank account in accordance with Bye-law 9 on or before the due date of 1st May each year (or on such other date as the Trustees may, from time to time, determine).
2. **Direct Debit and Gift Aid in relation to annual subscription fee**
   * 1. Members shall normally be expected to pay their annual subscription fee by Direct Debit. A slightly higher subscription, as determined by the Trustees, may be payable by those who prefer to pay by other means.
     2. Members who are United Kingdom tax payers will be encouraged to complete a Gift Aid form. Once signed, this will enable the Association to reclaim tax on the annual subscription fee and on any subsequent donation to the Association. Members who are higher rate tax payers may themselves be able to claim back tax on these payments via their annual tax return.
3. **Discretion to waive or reduce fees**
   1. The Trustees may, in their entire discretion, waive or reduce payment of the admission fee and/or the annual subscription fee by individual Member(s) when they consider it to be in the interests of the Association to do so.

**Rights, responsibilities and privileges of Members, Honorary Members and County Members**

1. **Rights and responsibilities of members under company law and the Articles of the Association**
   1. The Members, Honorary Members and County Cricket Members have the right to be given notice of, to attend and vote at general meetings of the Association.
   2. In accordance with the Articles, the Members, Honorary Members and County Cricket Members:
      * 1. shall be entitled to elect the Elected Trustees in accordance with Article 28 of the Articles;
        2. shall, subject to the provisions of Article 28 of the Articles, be eligible to stand for election as an Elected Trustee or to be appointed by the Trustees as an Appointed Trustee subject to Bye-law 11.3;
        3. shall, subject to the Articles, be eligible to be appointed, if he or she so wishes, as an officer of the Association.
   3. If a Member, Honorary Member or County Cricket Member of the Association is also an employee of the Association, then he or she may not stand for election as an Elected Trustee or be appointed as an Appointed Trustee within two years of having ceased to be an employee of The Lord’s Taverners Limited or one of its group companies.
   4. In the event of the Association being wound up, each Member, Honorary Member and County Cricket Member agrees to contribute £1 to the assets of the Association in the event of it being wound up while he or she is a member or within one year of he or she ceasing to be a member, in accordance with Article 5 of the Association’s Articles.
2. **Privileges of members** 
   1. All Members, Honorary Members and County Cricket Members shall be entitled:
      * 1. to a priority mailing period of seven days for attendance at any event held by the Association (attendance at some such events being not restricted to Members);
        2. to wear the "Club Regalia" permitted to Members;
        3. to use, subject to availability, the meeting rooms at the Lord’s Taverners’ place of business in accordance with any rules laid down by the Trustees from time to time; and
        4. to receive a copy of the Bye-laws and have access to the Members Directory.

**Ceasing to be a Member**

1. **Resignation**

An individual may resign as Member, Honorary Member or County Cricket Member on giving at least 7 clear days’ notice in writing to the Membership Secretary in accordance with Article 35.2.2 of the Articles, whereupon such resignation shall take effect. Any liabilities to the Association of whatsoever nature shall remain due and payable.

1. **Financial Default** 
   1. If any Member has failed to pay any annual subscription fee or other sum payable to the Association, the Trustees may terminate his/her membership provided that notice has been served on the Member by the Association informing him or her that he or she will be removed from membership if it is not paid by whichever is the latest of:
      * 1. six months from the due date; and
        2. the end of the period of seven days after notice is served on him,

and the sum is not so paid. Any liabilities to the Association of whatsoever nature shall remain due and payable regardless of termination of membership.

* 1. The Trustees may reinstate such person on payment of the outstanding sums due or such other reasonable amount as the Trustees may determine.

1. **Termination as a result of a criminal offence**
   1. Any Member, Honorary Member or County Cricket Member who is convicted of any criminal offence (excluding an offence under the Road Traffic legislation in the United Kingdom for which he/she is not sentenced to any term of imprisonment whether immediate or suspended) may be removed by the Trustees at their sole discretion by notice to such person to take immediate effect, provided that, if his/her conviction is set aside, the Trustees shall restore him/her to membership as from the date when he/she ceased to be a Member, Honorary Member or County Cricket Member.
   2. A person whose membership has been terminated under Bye-law 16.1 may have his/her membership restored by the Trustees, in their sole discretion, at any time.
2. **Member misconduct** 
   1. The Trustees may, or the Membership Committee, acting under powers delegated by the Trustees, may, to the extent that such powers have been delegated to the Membership Committee by the Trustees, consider and investigate any alleged misconduct, including any alleged breach of the Code of Conduct, by any Member, Honorary Member, or County Cricket Member, and, where the Membership Committee determines that such misconduct has occurred, may take such action as it considers appropriate in relation to such misconduct within those delegated powers, which may include issuing a written warning, holding a disciplinary hearing, suspension of the Member for a specified period of time, or expulsion from membership (subject to compliance with the Articles and Bye-Law 16.2 below).but provided that, before taking any such action:
      * 1. the relevant Member, Honorary Member or County Cricket Member must be given at least 14 clear days’ notice that such action is proposed, specifying the circumstances of the alleged misconduct;
        2. the relevant Member, Honorary Member or County Cricket Member must be given a reasonable opportunity of being heard by or of making written representations to the Trustees, or where power is being exercised by the Membership Committee, to the Membership Committee (or to any sub-committee of the Membership Committee to whom authority has been delegated in accordance with the terms of delegation to the Membership Committee) in order to give him or her an opportunity to defend, justify or explain the alleged misconduct..
   2. The Trustees may, or acting under powers delegated by the Trustees, the Membership Committee may, at their sole discretion, resolve to expel from the Association any person whose alleged conduct is found to be in serious breach of the Code of Conduct or whose continued membership is harmful or is likely to become harmful to the interests of the Association or where the Trustees or Membership Committee (as applicable) otherwise determines that his or her continued membership is not in the interests of the Association for any other reason provided that prior to such resolution being passed:
      * 1. The relevant Member, Honorary Member or County Cricket Member must be given at least 14 clear days’ notice (as provided by Article 35.2.4) that such resolution is proposed, specifying the circumstances alleged to justify expulsion;
        2. The relevant Member, Honorary Member or County Cricket Member must be given a reasonable opportunity of being heard by or of making written representations to the Trustees, or where power is being exercised by the Membership Committee, to the Membership Committee (or to any sub-committee of the Membership Committee to whom authority has been delegated in accordance with the terms of delegation to the Membership Committee) in order to give him or her an opportunity to defend, justify or explain the alleged conduct or position.
   3. An individual who considers that they have been unjustly treated pursuant to Bye-Law 16.1 or expelled under Bye-law 16.2 by the Membership Committee may make written representations to the Chairman of Trustees who will consult with the Trustees and consider whether the individual has been fairly treated. The decision of Trustees shall be final.
   4. An expelled person shall forfeit all rights and privileges of membership and all rights against the Association and shall not be entitled to any refund of subscription fees or other payments made to the Association and shall remain liable for the subscription fee and any other sum due to the Association as at the date of expulsion.
3. **Suspension of membership**
   1. Notwithstanding the provisions of Bye-laws 14, 15 and 16, the Trustees may at their sole discretion choose to suspend any Member, Honorary Member or County Cricket Member from membership for a specified period of time instead of, or prior to, terminating his/her membership in accordance with Bye-laws 14, 15 or 16.

**Other**

1. **Non-disclosure of information**
   1. No Member, Honorary Member or County Cricket Member shall disclose to any person outside of the Association (other than those whose province it is to know it or with proper authority) or use for any purpose any information of a confidential nature relating to the Association and such information shall include (but not be limited to) the particulars of any Member, Honorary Member or County Cricket Member and all information contained in the Members' Handbook.
   2. Any Member, Honorary Member or County Cricket Member who shall be in breach of this Bye-law 18.1 shall be liable to expulsion in accordance with the terms of Bye-law 16.
   3. The obligation under this clause 18 shall continue to apply after termination of membership for whatever reason without limit in point of time.