

1. Name

- 1.1. This Club shall be called "The Pinnacle Club".

2. Objects

- 2.1. The Pinnacle Club is a club for women climbers and its objects are to foster the independent development of rock climbing and mountaineering amongst women and bring together those who are interested in these pursuits by organising meets and other such means of communication as may be deemed appropriate.

3. The Committee

- 3.1. The affairs of the Club shall be conducted by a committee consisting of:
 - 3.1.1. A president who shall serve for three years.
 - 3.1.2. Nine officers: Hon. Secretary, Hon. Treasurer, Hon. Meets Secretary, Hon. Membership Secretary, Hon. Editor, Hon. Librarian, Hon. Hut Secretary, Hon. Website Coordinator and Hon. Dinner Organiser, who shall be elected to serve for a term of three years, but are eligible for re-election in exceptional circumstances.
 - 3.1.3. Up to five ordinary committee members who shall serve for three years.
 - 3.1.4. All these shall be members of at least one year's standing.
- 3.2. The retiring President shall serve for three years as Vice President and be invited to remain a member of the Committee, with attendance of committee meetings optional.
- 3.3. The Committee shall have the power to co-opt additional members.
- 3.4. A Quorum of the Committee shall be five members including two officers.
- 3.5. Regular Committee meetings shall be held. Agendas for these Committee meetings shall be sent to all Committee members.

4. Annual General Meeting

- 4.1. A General Meeting shall be held on the Saturday of the Annual Dinner Meet each year to receive reports of the Officers, to elect the Officers and Committee for the ensuing year, and to transact any other business of the Club.
- 4.2. The Agenda for this meeting shall be circulated to all members three weeks before the date of the meeting.
- 4.3. Every member present is entitled to one vote upon every motion, and in case of an equality of votes the Chairperson may have a second or casting vote.
- 4.4. Any member who wishes to move any resolution at the Annual General Meeting must give notice in writing to the Hon. Secretary not later than four weeks prior to the date fixed for the meeting.
- 4.5. No amendment (other than a motion for adjournment) may be moved to any resolution proposed at any Annual or Special General Meeting unless written notice of the amendment has been sent to the Honorary Secretary not less than one week previous to the meeting or the meeting consents.
- 4.6. Whenever notice of any amendment to be proposed is given, it must be posted on the Club's website before the AGM.
- 4.7. The quorum at all General Meetings is:
 - 4.7.1. for motions proposing any repeal, addition to, or amendment of the rules 30 members
 - 4.7.2. for motions relating to the expulsion of any member 20 members
 - 4.7.3. for all other business 20 members.
- 4.8. Any two members may nominate any other member to fill any office or position on the Committee by sending a nomination, in writing, to the Hon. Secretary two weeks before the date of the Annual General Meeting, together with the consent of the person to serve if elected.
- 4.9. Nominations for Committee members (but not officers) may also be made at the Annual General Meeting with the consent of the proposed person.

5. Special General Meeting

- 5.1. A Special General Meeting may be called at any time by the Committee at their discretion, or on the demand of at least twenty members, provided that at least two weeks' notice of such a meeting is given, with particulars as to the business of such a meeting.

6. Membership

- 6.1. Members of the Club shall be either (a) Full Members or (b) Honorary Members.
- 6.2. Qualification for Full Membership shall include the ability and competence to lead on climbs. In addition the prospective Member should demonstrate readiness either to share in the activities of the Club, or an interest in the aims of the Club where distance or lack of time precludes attendance on meets.

- 6.3. Candidates for membership of the Club (prospective members) may apply for membership by completing an application in the form approved by the Club for consideration at the next Committee Meeting.
- 6.4. Women will be eligible to apply if they have attained their 18th birthday. They must either (a) have attended meets over a period of at least six months and taken an active part in at least four meets before submitting their application form, or (b) have the support in writing of at least four Club Members in addition to a proposer and seconder.
- 6.5. Candidates must submit written evidence of their climbing ability and experience and be proposed and seconded by Club members, of at least one year's standing, with whom they have climbed.
- 6.6. Applicants must sign and date the application, which will contain a statement that candidates agree to be bound by the rules of the Club.
- 6.7. Where an individual's membership has lapsed, or they have resigned, they may make a written application to the committee to rejoin.
- 6.8. Election of members shall be at the discretion of the Committee.
- 6.9. The names of the candidates, together with those of the proposers and seconders, shall be circulated to the Members of the Club thrice yearly following the Committee Meeting and comments invited by a specified date, for consideration by the Committee. Membership will be confirmed, deferred or declined following that date.
- 6.10. Honorary Members may be elected at the discretion of the committee on the grounds of distinction in climbing and/or on the grounds of significant contributions towards the objectives of the Club; they shall pay no subscription and have all the rights and privileges of other members.
- 6.11. A joining fee shall be charged, and an annual subscription as fixed by the Committee and approved at the AGM.
- 6.12. Members residing overseas for one year or more, and members of over 40 years' standing, shall pay a subscription reduced by £5.
- 6.13. The annual subscription shall be payable on 1st January. Members who are full-time students, unwaged, or in reduced circumstances, are invited to inform the Hon. Treasurer in confidence, for a reduction in subscription.
- 6.14. Members who join the Club after 30th June shall pay a pro-rata subscription for the remaining months of the first year.
- 6.15. Candidates whose applications have been approved become Club members upon payment of the Initial Joining fee and the first year's subscription to the Hon. Treasurer. The new member will be given a copy of the current Club Handbook (which contains the Club Rules). If payment is not received within one month from the date of the request for it, the membership approval becomes void, unless the Committee is satisfied there is sufficient cause.
- 6.16. Members who fail to pay their annual subscription on or before 1 March after they become due shall cease to be members and shall return the Hut key. The committee shall have discretion to waive this rule in special cases.
- 6.17. Resignations shall be by letter to the Hon. Secretary, effective from date of receipt. The hut key must be returned.

7. Expulsion of members

- 7.1. If at any time the Committee considers that the interests of the Club require it they must invite a member to withdraw from the Club, by a letter specifying the reasons for their request and offering the member an opportunity to provide an explanation either in writing or in person and the date before which the reply should be received.
- 7.2. If the member concerned requests a meeting to provide an explanation, the committee must arrange a meeting at a suitable time and place and within a reasonable period of time and must provide the member with not less than one week's written notice of it.
- 7.3. The Committee must consider the explanation provided by the member in good faith and have due regard to all available evidence and may confirm or vary their original decision.
- 7.4. If the Committee confirms their original decision and the member concerned does not withdraw the Committee must submit the question of her expulsion to a Special General Meeting to be convened for the purpose, whether or not the member requests such a meeting.
- 7.5. Not less than four weeks' notice of the meeting must be given to all the members. The Secretary must inform the member in question of the time and place of the meeting and the nature of the complaints against her in sufficient time to afford her a proper opportunity of offering her explanation.

- 7.6. At the meeting the member must be allowed to offer an explanation of her conduct verbally or in writing and if after that two-thirds of the members present vote for her expulsion she will immediately cease to be a member of the Club.
- 7.7. The voting at any such Special General Meeting must be by ballot if not less than five members present at that meeting so demand.
- 7.8. The Committee may exclude from the Club until the Special General Meeting is held any member whose withdrawal has been requested.
- 7.9. On ceasing to be a member a person forfeits all right to and claim upon the Club and its property and funds.
- 7.10. A person who has been expelled from the Club shall not be entitled to participate in any subsequent activity of the Club nor to visit the Club's premises nor to reapply for membership. The hut key must be returned.

8. Club Trustees and premises

- 8.1. The Committee shall be entitled to appoint not more than four and not less than two Trustees in whom legal ownership of any freehold or leasehold property from time to time owned by the Club shall be vested.
- 8.2. Such Trustees must be honorary or senior Members of the Club who shall respectively hold office until death or resignation unless removed from office by Resolution of the Committee or Members.
- 8.3. All Trustees shall deal with the property vested in them as directed by resolution of the Committee from time to time and an entry will be made in the Committee minutes, signed by the Hon. Secretary, that notice of that resolution has been made to each Trustee.
- 8.4. The Committee shall be responsible for the upkeep and maintenance of any freehold or leasehold premises owned by the Club and for insuring them for full value with a reputable Insurance Company against all normal risks including loss or damage arising from fire or some other risk and occupiers liability.
- 8.5. The Committee is empowered to make regulations from time to time as to the use of any such premises and shall be entitled to deal with them directly on behalf of the Trustees.
- 8.6. The Members shall jointly and severally indemnify every Trustee in whom is vested any freehold or leasehold property owned by the Club against all costs, charges, losses, expenses, liabilities and claims incurred by her in her capacity as Trustee.

9. Indemnity

- 9.1. The Members shall jointly and severally indemnify the President, Chair, and every other Officer, Committee Member or other Member authorised to act on behalf of the Club from and against all costs, charges, losses, expenses, liabilities and claims incurred by or brought against her in the proper execution and discharge of her obligations and responsibilities relating to the Club.

10. Accounts

- 10.1. The accounting year of the Club ends on 30 November in each year, and the accounts of the Club must be balanced to that day.
- 10.2. The accounts must be audited by a competent accountant as soon as practicable after the end of the financial year.
- 10.3. The auditor must be appointed at each Annual General Meeting.
- 10.4. Cheques raised on the Club's bank account shall be signed by the Hon. Treasurer and countersigned by an authorised signatory, as approved at a Committee Meeting and notified to the bank.

11. BMC Affiliation

- 11.1. In the event that the members resolve that the Club shall affiliate to the British Mountaineering Council (BMC), the members acknowledge and agree that they will become Club Members of the BMC and that the Club shall pay the appropriate subscription on behalf of each member included in the return filed by the Club with the BMC, and, in the event of the BMC being wound up, shall pay the sum of not more than one pound on behalf of each member included in a return filed by the Club with the BMC at any time within the preceding period of one year pursuant to the guarantee comprised in clause 6 of the Memorandum of Association of the BMC. The members further acknowledge and agree that upon the Club being affiliated to the BMC and each becoming a Club member of the BMC that they will each be bound by the Memorandum & Articles of Association of the BMC.

12. Interpretation of Rules

- 12.1. The Committee is the sole authority for the interpretation of these rules and the regulations made by it from time to time.
- 12.2. The decision of the Committee upon any question of interpretation or upon any matter affecting the Club and not provided for by these rules is final and binding on the members.

13. Dissolution of the Club

- 13.1. If at any General Meeting a resolution for the dissolution of the Club is passed by a majority of the members present and at a Special General Meeting held not less than six weeks later of which not less than four weeks' written notice has been given to each member and at which not less than one half of the members are present that resolution is confirmed by a resolution passed by a majority of two-thirds of the members voting on it, the Committee must immediately, or at such future date as is specified in the resolution, proceed to realise the property of the Club.
- 13.2. If upon the winding-up or dissolution of the Club there remains, after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members, but shall be given or transferred to one or more other clubs or organisations having objects similar to the objects of the Club and which shall prohibit the distribution of its or their income and property to an extent at least as great as is imposed on the Club under or by virtue of this Rule such institution or institutions to be determined by the members at or before the time of dissolution, and if so far as effect cannot be given to such provisions, then to British Mountaineering Council or its successor as the national governing body for mountaineering (or to one or more mountain rescue organisations).

14. Amendment of Rules

- 14.1. These rules can only be altered on resolution of a General Meeting by two-thirds majority, and written notice of any proposed alteration must be in the hands of the Hon. Secretary at least six weeks before such a meeting.