

**THE COMPANIES ACTS 1985 TO 2006
PRIVATE COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL**

**RULES of
THE NORTH OF ENGLAND ZOOLOGICAL SOCIETY**

Made on 7 March 2014 pursuant to Article 23 of the Society's Articles of Association and replacing all previous Rules of the Society including those made in August 2010

1. Interpretation

1.1 In these Rules, save where the context otherwise requires, the following words shall have the following meanings:

Address	a postal address or, for the purposes of electronic communication, a fax number, an e-mail address or a text message number in each case registered with the Society;
Articles	the Articles of Association of the Society from time to time which are available on the website;
Chester Zoo	the zoological gardens, exhibits and educational facilities owned or operated by the Society or its subsidiary undertakings;
Member	a Member of the Society including the categories of members, listed in Rule 2.1 and such other categories of membership as the Trustees may from time to time decide on in accordance with the Articles and these Rules;
Membership Office	Chester Zoo Membership & Adoptions Office or any successor to such department responsible for managing membership of the Society;
Memorandum	the Memorandum of Association of the Society which is available on the website;
Secretary	the Secretary of the Society or any other person appointed to perform the duties of the Secretary of the Society, including a joint, assistant or deputy Secretary;
Society	The North of England Zoological Society (Registered Charity No 306077) also known as Chester Zoo ;
Trustees	the directors of the Society. The Trustees are Society Trustees as defined by Section 97 of the Charities Act 1993;
Website	the website operated by the Society at www.chesterzoo.org ;

1.2 Words importing one gender shall include all genders, and the singular includes the plural and vice versa.

1.3 Unless the context otherwise requires words or expressions contained in these Rules have the same meaning as in the Articles (and in the Companies Act 2006) but excluding any statutory modification not in force at the date of these Rules and a reference to an Act of Parliament includes any statutory modification or re-enactment of it for the time being in force.

1.4 The headings to these Rules are for ease of reference only and are not to be taken into account in their interpretation.

1.5 The Trustees are the sole authority for the interpretation of these Rules and any other regulations made by the Trustees from time to time.

2. Membership

2.1 Pursuant to the Articles the Trustees may establish classes of membership with different rights and obligations. At the time of issue of these Rules the Society has a range of categories of membership including:

- (a) Life Member: any Member who has been an Adult Member of the Society for 25 consecutive years shall become a Life Member entitled for life, without being required to pay an annual subscription:-
 - (i) to all the privileges of an Adult Member unless he or she ceases to be a Member under the provisions of the Articles or these Rules; and
 - (ii) to be accompanied by one guest who will also be entitled to personal admission without payment subject always to Rule 8.1 below;
- (b) Honorary Life Members: the Trustees may invite persons who have given exceptional service to the Society to become Honorary Life Members entitled for life, without being required to pay an annual subscription,
 - (i) to all the privileges of an Adult Member unless he or she ceases to be a Member under the provisions of the Articles or these Rules; and
 - (ii) to be accompanied by one guest who will also be entitled to personal admission without payment subject always to Rule 8.1 below

PROVIDED THAT the number of Honorary Life Members may not exceed 2% of the combined total of Adult Members and Life Members at any time;
- (c) Platinum Member: any Adult Member may, compound by one payment of ten times the Adult Member's annual subscription at the time, and on doing so become entitled for life, without being required to pay an annual subscription, to all the privileges of an Adult Member unless he or she ceases to be a Member under the provisions of the Articles or these Rules;
- (d) Adult Member: any person over the age of 18 years may apply to become an Adult Member of the Society by submitting an application in the prescribed form and paying the requisite subscription. Adult Members are entitled
 - (i) to the rights of Members under the Companies Act 2006 and set out in the Articles; and
 - (ii) to personal admission without payment to Chester Zoo subject always to Rule 8.1 below;
- (e) Junior Member: a person aged between 3 and 17 may apply to become a Junior Member of the Society by submitting an application in the prescribed form and paying the requisite subscription. Junior Members shall be entitled to personal admission without payment to Chester Zoo subject always to Rule 8.1 below;

- 2.2 Membership of the Society is non-transferable and is subject to the Memorandum and Articles.
- 2.3 The Trustees may establish such categories of non-voting membership including family associate and junior membership as they shall think fit and such persons who are eligible for such memberships shall pay such subscriptions as the Trustees may determine.
- 2.4 The Trustees may add to, reduce or alter the privileges attached to any category of membership at any time, provided their actions are consistent with the Objects of the Society as detailed in the Memorandum. Full details of each category of membership from time to time (including any sub-categories within a particular category) may be obtained from the Membership Office.
- 2.5 Members and prospective members shall, on request, produce such evidence in support of their membership or application for membership as the Membership Office may from time to time reasonably require.

3. Membership Fees

- 3.1 Membership of the Society is by subscription and the subscription for each category of membership shall be such sum as the Trustees from time to time determine. Current subscriptions are detailed on the website and available from the Membership Office.
- 3.2 The Membership Office will notify all Members in advance when subscriptions are due and acceptable methods of payment.
- 3.3 Any Member or prospective member failing to pay any applicable subscription when due shall be deemed to have terminated their membership or application for membership with immediate effect.

3.4 Any Member who terminates their membership prior to the end of any applicable subscription period shall not be entitled to a refund of the subscription paid.

3.5 Members will remain liable for all subscription fees even if, from time to time, some of the advertised benefits of membership are not available.

4. Member's Obligations

4.1 A Member must, both individually and with other Members:

- (a) be committed to the overriding aims and objectives of the Society as set out Clause 3 of the Memorandum;
- (b) promote the interests of the Society;
- (c) not use or misuse information gained in his or her capacity as a Member for personal gain or for the benefit of any person, firm or organisation other than the Society;
- (d) act reasonably, prudently and ethically in all matters relating to the Society and always act in the interests of the Society;
- (e) not commit any act or create any publicity which would, in the opinion of the Trustees, bring the Society into disrepute;
- (f) not hold himself or herself out as being a legal representative of the Society with the authority to commit the Society to any legal contract.

4.2 In the event of a material breach by a Member of his or her obligations, the Trustees may, in their sole discretion, terminate his or her membership of the Society in accordance with Article 4 of the Articles.

5 Conduct of Members

5.1 The Society does not accept responsibility for any damage, injury or loss caused by the acts or omissions of any Member.

5.2 Members are not entitled to give instructions to the Society's employees as to the nature or performance of their duties.

5.3 Children under the age of 14 must be accompanied by an adult at all times unless they are attending a Junior Member event organised by the Society.

6 Termination of Membership

6.1 Membership of the Society may be terminated in accordance with the Articles or Rules.

6.2 If the Trustees at any time consider that it is in the best interests of the Society to terminate the membership of a Member they must call a meeting of the Trustees in accordance with Article 4.2 and in giving the Member concerned notice of the meeting as required by Article 4.2 they must also inform such Member of the nature of the complaints against him or her and, at the meeting, allow the Member to offer an explanation of his or her conduct verbally or in writing.

6.3 Notices served pursuant to Rule 6.2 above shall be served on the Member by first class recorded delivery post.

7 Members' Addresses

7.1 Every Member must from time to time communicate his current address to the Membership Office.

7.2 All notices served by the Society shall be deemed to have been served in accordance with the Articles.

8 Society's Premises

8.1 The Trustees may from time to time allocate the use of the whole or part of Chester Zoo for any purpose consistent with the Objects of the Society over any period as they think fit and on such occasions Members may be excluded from admission or required to pay such entrance fees as the Trustees may determine.

8.2 The Trustees will notify Members of any such occasions referred to in Clause 8.1.

9 Membership Cards

- 9.1 Each Member will receive one membership card incorporating a photo of the Member taken by the Membership Office. A charge will be made for any Member requiring a replacement membership card.
- 9.2 Membership cards are not transferable and may only be used by the Member to whom they are issued.
- 9.3 Members are required to produce a valid membership card in order to gain admission to Chester Zoo.
- 9.4 Membership cards will not be valid after termination of membership.

10 Amendment of Rules

- 10.1 These Rules may be added to, repealed or amended by:-
 - (a) the Trustees at any time; or
 - (b) by the Members in accordance with Article 23 of the Articles.
- 10.2 Members will be notified of any variation to the Rules by means including, the website, the Society's magazine for Members and any other means thought appropriate by the Membership Office.