

# CONSTITUTION

## *AMBER VALLEY AND EREWASH ATHLETIC CLUB*

### **1 Name**

1.1 The club is called Amber Valley and Erewash Athletic Club (the “Club”) and it was established in [year]. The Club is affiliated to England Athletics. The vest colours of the Club will be gold with two navy blue side stripes.

### **2 Aims and objectives**

2.1 The aims and objectives of the Club will be:

- to offer coaching and competitive opportunities in Athletics
- to promote and encourage the club and Athletics within the local community
- to share good practice and pass on understanding to others
- to ensure a duty of care to all members of the club
- to provide all the clubs services in a way that is fair to everyone
- to ensure that all present and future members receive fair and equal treatment.

### **3 Membership**

3.1 Membership of the Club shall be open, on application, to anyone interested in recreational or competitive Athletics, regardless of sex, age, disability, ethnicity, race, nationality, sexual orientation, occupation, religion, political or other beliefs. Membership will consist of officers and members of the Club.

3.2 Individuals who wish to become members of the Club must apply using the Membership Application Form approved by the Committee from time to time. Applications must be proposed and seconded in writing by two existing members of the Club and accompanied by the subscription fee. Every candidate for membership shall be considered by the Committee, which shall admit that person to membership unless to do so would be contrary to the best interests of the sport or the good conduct and interests of the Club.

### **OR**

3.2 The Club will operate an open membership policy, with all new members enrolled subject to the agreement of the Management Committee without discrimination.

3.3 All members will be subject to the regulations of this Constitution and by joining the Club will be deemed to accept these regulations and any codes of conduct (including but not limited to the rules and regulations of England Athletics Limited (or relevant successor bodies) that the Club has adopted.

3.4 Members will be enrolled in one of the following categories:

- Full member (competing athlete registered with England Athletics)
- Associate member (non-competing official, coach, club volunteer).

## **4 Cessation of Membership**

4.1 Members may resign from membership at any time by notice to that effect given to the Secretary. A member who resigns shall not be entitled to any refund of any fees previously paid whatsoever or howsoever.

4.2 Membership shall not be transferable and shall cease immediately on death or on the failure of the member to comply with any condition of membership set out in this Constitution.

4.3 The Committee shall have the power to expel a Member when in its opinion it would not be in the interests of the sport or the Club for him to remain a member. Such expulsion shall be carried out in accordance with the Disciplinary Procedures set out below.

4.4 Any person shall, upon ceasing to be a Member of the Club, forfeits all rights to and claims upon the Club and its property and funds.

## **5 Membership fees**

5.1 Membership and training fees will be set annually and agreed by the Committee.

5.2 Membership fees will become due from the 1<sup>st</sup> February annually.

5.3 Training fees will be paid at each session attended.

## **6 Club Committee (the “Committee”)**

6.1 The day-to-day management of the Club shall be deputed to a Committee consisting of a management committee of twelve (the “Management Committee”) and not more than five general committee members (the “General Committee Members”).

6.2 The Management Committee consists of:

- Chairman
- Vice Chairman
- Secretary
- Treasurer
- Officials Secretary
- Membership Secretary
- Welfare Officer
- Facilities Officer
- Social Events Officer
- 
- Recreation Group Coordinator; and
- Foundation Group Coaching Coordinator.

6.3 Only the Management Committee and General Committee Members (collectively “Officers”) have the right to vote at meetings of the Committee.

6.4 The Committee may appoint an Honorary President, who shall perform duties representing the Club and may provide guidance on strategy and probity as required. The

President shall not be a member of the Committee but may be invited to Committee meetings. The President shall be nominated annually by the Committee and be ratified by the members at the Annual General Meeting.

6.5 The Club shall also retain club officers (the "Club Officers") who will work alongside the Committee, but will not be Officer of the Club. Club Officers will be appointed by the Committee and will consist of:

- Clerk to the Committee;
- Clothing & Kit Officer;
- Newsletter Editor / Press Officer;
- Website Administrator;
- Track and Field Statistician; and
- any other relevant position.

## **7 Election of Committees**

7.1 The Committee will be elected annually at the Annual General Meeting. All Officers agree to retire each year before the Annual General Meeting. Officers shall be entitled to apply for re-appointment.

7.2 Any member may be nominated by any other two members, with his/her approval, as a candidate for any of the posts of the Committee by notice in writing (including email) to the Secretary at least two weeks before the date of the Annual General Meeting.

7.3 If the number of candidates for any post of the Committee is only one, that candidate shall be declared elected unopposed. If the number of candidates is more than one, ballot papers shall be prepared containing all the names thus proposed: every eligible member may vote for each office with the first candidate to reach a majority elected. In the event, of a split vote, the current Chairman shall have the casting vote.

## **8 Leaving Office**

8.1 The office of an elected member of the Committee shall be vacated if he or she:

- (a) resigns at any time by notice in writing to that effect given to the Secretary and such resignation shall take effect immediately.
- (b) ceases to be a member or shall be excluded or suspended from the Club under disciplinary proceedings.
- (c) is absent from the Committee Meetings for more than two consecutive or one third of Committee meetings without the explicit consent of the Committee, such consent to be recorded in the minutes of the Committee. A member of the Committee who is absent from one third (rounded to the nearest whole number) or more of properly organised Committee meetings without the explicit consent of the Committee between any two AGMs shall be deemed to have vacated his or her position and shall be ineligible to stand for re-election.
- (d) [becomes bankrupt or makes any arrangement with his creditors;]
- (e) [is or may be suffering from a mental disorder;]
- (f) [is suspended from holding office or taking part in any activity relating to the administration or management of a Club by a decision of England Athletics Limited or UK Athletics Limited;]
- (g) [is asked to resign by all the other Committee members, acting together.]

8.2 The Committee shall have the power to appoint a member to fill any casual vacancy on the Committee until the next Annual General Meeting. Any Committee member so appointed shall retire at the next Annual General Meeting but shall be eligible for election at such meeting in accordance with the provisions for proceedings at general meetings.

## **9 Proceedings of the Committee**

9.1 The Committee shall meet at least seven times each year in person and as often as may from time to time be necessary. Any additional meetings (above 7) may be held in a manner agreeable to the committee (including by telephone conference call).

9.2 The quorum required for business to be agreed at Committee meetings will be four. A meeting of the Committee at which a quorum is present and has been properly convened shall be competent to exercise all the powers and discretions invested in the Committee by these Rules.

9.3 The Committee may act notwithstanding any vacancy in its numbers, so long as the number of members of the Committee entitled to vote is not reduced below four in which case it shall be entitled to act only for the purpose of appointing or arranging the election of new members of the Committee.

9.4 Questions arising at any meeting shall be determined by a simple majority of votes illustrated by a show of hands. In the case of an equality of votes, the Chairman shall have a casting or additional vote.

9.5 The Committee may regulate their meetings and proceedings as they think fit. The Committee shall, within four weeks of each meeting, record the decisions that it has taken and publicise these to Club members. As soon as is reasonably possible after a meeting, the Secretary shall distribute minutes of the meeting to the other Committee members for comment.

9.6 The Committee may invite persons who are not members of the Committee to address a meeting of the Committee.

## **10 Powers of the Committee**

10.1 The Committee shall be responsible for the management of the Club and shall have the following specific powers to:

- (a) make Club Rules and regulations to allow for the day to day operation of the Club and its activities. Such Club Rules may not supersede or contradict provisions of the Constitution and must be reasonably available to members.
- (b) operate a member's Welfare policy in accordance with the Policy and Procedures issued by UK Athletics Limited.
- (c) appoint any person or persons to accept and hold in trust for the Club any property belonging to the Club or in which it is interested. The Chairman from time to time is nominated as the person to appoint new trustees within the meaning of Section 36 of the Trustee Act 1925. A new trustee shall be nominated by resolution of the Committee and the Chairman shall by deed duly appoint the person or persons so nominated as the new Trustee or Trustees of the Club and the provisions of the Trustee Act 1925 shall apply to such appointment.

- (d) make and give receipts, releases and other discharges for any amount payable to the Club and for claims and demands of the Club.
- (e) invest, place on deposit and deal with any finances of the Club not immediately required upon any investments or securities which the Committee thinks fit.
- (f) issue, sign, draw, endorse, negotiate, transfer and assign all cheques, bills, drafts, promissory notes, securities and instruments, negotiable and non-negotiable, to operate on the Club's banking accounts.
- (g) enter into all such negotiations and contracts and rescind and vary all such contracts and execute and do all such acts, deeds and things in the name of, and on behalf of, the Club as they may consider expedient.
- (h) pay all the costs and expenses of, and incidental to, any of the aforesaid matters and things.
- (i) determine how and by whom any such power shall be executed, operations effected and documents signed or things done.
- (j) appoint Members or sub-Committees consisting wholly or partly of the members of the Committee to exercise such functions as the Committee may from time to time delegate to them.
- (k) organise Club activities.

10.2 The members of the Committee and any trustees appointed under paragraph (c) above to act as trustees shall be entitled to an indemnity out of the assets of the Club for all expenses and other liabilities properly incurred by them in the management of the affairs of the Club.

## **11 Finance**

11.1 The Club is operated as a non-profit making organisation. All surplus income or profits are to be reinvested in the Club and will be used to maintain or improve the Club's facilities or otherwise in furtherance of the Club's objects.

11.2 The Club may also in furtherance with the objects of the Club:

- sell and supply food, drink and related sports clothing and equipment.
- remunerate members for providing goods and services, provided that such arrangements are approved by the Committee (without the member being present) and are agreed on an arm's length basis.
- Pay in good faith interest on money lent by a member at a commercial rate of interest; reimburse any committee member or honorary officer their reasonable and proper out of pocket expenses incurred on Club business;
- pay for reasonable hospitality for visiting teams and guests.

11.3 No Member shall be paid a salary, bonus fee or other remuneration for competing for the Club.

11.4 All Club monies will be banked in an account held in the name of the Club and used for Club purposes only.

11.5 The Club Treasurer will be responsible for administrating the finances of the Club and will ensure proper accounts are kept and provide Committee Members with accurate financial reports on at least a quarterly basis. The Club's financial records shall always be open to inspection by the Committee..

11.6 The financial year of the club will end on: 31<sup>st</sup> January.

11.7 A balanced statement of annual accounts will be presented by the Treasurer at the Annual General Meeting. Accounts will be audited annually. If the Accounts are not accepted at the Annual General Meeting, a qualified accountant may be appointed to investigate members' concerns.

11.8 Any cheques over £100, drawn against club funds should hold the signatures of the Treasurer plus one other nominated signatory.

## **12 Annual General Meetings**

12.1 The Annual General Meeting of the Club shall be held between the 1<sup>st</sup> February and the 31<sup>st</sup> March each year, on a date and at a reasonable time and place to be fixed by the Committee for the following purposes and order of business:

- to receive from the committee an Annual Report, balance sheet and statement of accounts for the preceding financial year;
- to elect the Officers of the Committee; and
- to decide on any resolution which may be duly submitted to the meeting as provided by these Rules .

12.2 Notice of the Annual General Meeting (AGM) will be given by the Secretary. Not less than 21 clear days' notice shall be given to members.

12.3 Nominations for Officers of the Committee shall be sent to the Secretary at least seven days' prior to the AGM.

12.4 All members over the age of 16 have the right to vote at the AGM, provided they have paid the relevant subscription as either full or associate members for the year preceding the AGM.

12.5 The quorum for AGMs will be ten.

## **13 Emergency General Meetings**

13.1 Not less than seven days' notice of an Emergency General Meeting specifying the place, day and time of the meeting shall be given to the members.

13.2 The Secretary shall, on the requisition in writing (including email) of the Committee, convene an Emergency General Meeting within four weeks of the receipt by him or her of the requisition stating the business to be raised (unless there are exceptional circumstances that mean four weeks is too long). No other business is to be discussed at an Emergency General Meeting.

## **14 Rules of Annual General Meetings and Emergency General Meetings**

14.1 The accidental omission to give any such notice to, or the non-receipt of any such notice by, any person entitled to receive the same, shall not invalidate the proceedings at any General Meeting. Every notice calling a meeting shall specify the general nature of the business to be transacted and shall specify if the meeting is to be an Annual General Meeting.

14.2 At all such meetings the Chair, or in his or her absence, the Vice-Chair, shall take the Chair. At all Emergency General Meetings, every member shall have one vote unless disqualified from voting by the Constitution. Votes may be given personally or by proxy. Every resolution submitted to a meeting shall be decided by a show of hands (or if directed by the Chair, a secret ballot) and in the case of an equality of votes, the Chair of the meeting shall have a casting or additional vote.

14.3 The following rules shall apply to all General Meetings:

- (a) the quorum for a General Meeting shall be [NUMBER] members personally present and entitled to vote. No business shall be transacted at any Emergency General Meeting unless the required quorum is present. If, within an hour following the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to a time and a place agreed by the majority of members present. If, at such adjourned meeting a quorum is not present, those members who are present shall be a quorum and may transact the business for which the meeting was called.
- (b) all resolutions (and amendments thereto) shall be put to the meeting.
- (c) resolutions proposed for consideration by a General Meeting shall be submitted in writing to the Secretary at least two weeks before the date of the meeting.
- (d) amendments may be proposed at any time during debate, although the Chair shall have the right to require these to be put in writing together with the name of the proposer.
- (e) the Chair shall deal with amendments in the strict order in which they are proposed, although he/she shall have the right to refuse amendments which negate the resolution. If an amendment to a resolution is proposed, no further amendments shall be proposed until the first is disposed of. If an amendment is lost, a further amendment may be moved to the original resolution but only one amendment shall be submitted to the meeting at one time; if an amendment to a resolution is carried, then the resolution as amended shall become the resolution to which further amendments may be proposed.

14.4 During the course of debate the proposer of a resolution may accept an amendment to the resolution, in which case the amended resolution shall become the resolution under debate. The proposer can withdraw a resolution or amendment. The resolution shall be debated and decided by the meeting.

14.5 The Chair of the General Meeting may, with the consent of the meeting, adjourn the same from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from the point at which the adjournment took place.

## **15 Discipline and appeals**

15.1 The Club shall not tolerate the physical or mental abuse, harassment, discrimination or defamation of any of its members during, or subsequent to, Club events. All complaints regarding the behaviour of members should be submitted in writing to the Secretary.

15.2 The Committee has the power to take appropriate disciplinary action including the termination of membership. In cases of alleged misconduct whether by individuals or groups within the jurisdiction of the club, the procedures in line with England Athletics guidelines will be used.

15.3 Any member may be disciplined or excluded from membership of the Club if their conduct has been, or is likely to be, prejudicial to the interests of the Club. Exclusion will be agreed by resolution of a majority of at least two thirds of those present and voting at a properly convened Committee Meeting and at which no fewer than nine of the total voting members of the Committee shall be present.

15.4 Such member shall have 14 days' clear notice of the Committee Meeting sent to them together with details of the case against them. The member shall be entitled to attend the Meeting and be heard in defence, but shall not be entitled to be present at the voting or take part in the proceedings other than as the Committee shall permit. If the member is a member of the Committee, they shall not be entitled to vote.

15.5 The outcome of a disciplinary hearing should be notified in writing to the person who lodged the complaint and the member against whom the complaint was made within 14 days of the hearing.

15.6 Any member disciplined or excluded from the Club for disciplinary reasons may lodge an appeal with the Committee and shall thereupon have the right to demand that the matter be referred to three arbitrators: one chosen by the Committee, one chosen and paid for by the aggrieved party and one by the two arbitrators. In the event that the first two arbitrators fail to agree on a third, the third arbitrator shall be appointed by England Athletics or other relevant organising body as shall be nominated by the Committee. Such arbitrators shall have the power by their award to uphold the disciplinary action or exclusion, annul the disciplinary action or exclusion, or to annul it subject to the performance of any condition, which the arbitrators may think fit to impose.

## **16 Property and Facilities**

16.1 The property of the Club, other than cash at bank, shall be vested in the trustees who shall deal with the property as directed by resolution of the Committee.

16.2 The Club's facilities shall be provided to its members without discrimination.

## **17 Dissolution**

17.1 A resolution to dissolve the club can only be passed at an Annual or Emergency General Meeting through a majority vote of the membership.

17.2 On dissolution of the club its net assets will be applied to:

- a) the purposes of the Club's governing body at the time of dissolution, for use in community related athletics.
- b) the purpose of another CASC within the scheme.
- c) the purposes of a sport related Charity.



## **18 Interpretation of Club Constitution & Rules**

18.1 The Constitution may be added to, repealed, or amended by resolution at any Annual or Emergency General Meeting carried by a majority of at least two-thirds of the members voting thereon.

18.2 This Constitution will be reviewed annually.

18.3 The Committee shall be the sole authority for the interpretation of the Constitution and of Club Rules. The decision of the Committee upon any questions of interpretation or upon any matter affecting the Club and not provided for by the Constitution, shall be final and binding on the members except if otherwise directed by the Club in an Emergency or Annual General Meeting.

## **19 Declaration**

19.1 The Club hereby adopts and accepts this Constitution as a current operating guide regulating the actions of all club members, and agrees to adhere to the policies and procedures stipulated by the NGB, England Athletics.

## **20 Notices**

20.1 Any notice required to be given under this Constitution will be deemed to have been given and received having been sent by mail or email to the last known postal or address of the member as appropriate or by publication on the Club's website.

SIGNED: ..... DATE: .....

Name: .....

Chair

SIGNED: ..... DATE: .....

Name: .....

Secretary