



## 26.2 Road Runners Club – Constitution

### Club name & colours

The name of the Club is "26.2 Road Runners Club" and the Club colours shall be a blue vest with a red and white diagonal stripe and blue shorts.

### Object of the club

The object of the Club is to provide facilities for and promote participation of the whole community in the sport of Running.

### Membership of the club

#### Membership Application

Membership of the club shall be open, on application, to anyone interested in recreational or competitive running, regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs. However, limitation of membership according to available facilities is allowable on a non discriminatory basis.

Individuals who wish to become members of the Club must apply using a Membership Application Form which must be accompanied by the subscription fee. In becoming a member of the Club, every member agrees to abide by the Rules of Competition of UK Athletics and the SEAA (or relevant successor bodies).

#### Membership Types

The Club may have different classes of annual membership and subscription rates on a non discriminatory and fair basis. All members will enjoy the same rights and obligations unless specifically outlined in this document. Members must also designate themselves as "First Claim" or "Second Claim" Members.

#### *Ordinary Members*

Anyone satisfying the general admission criteria can become an Ordinary Member.

#### *Life Members*

Life membership will ordinarily be granted only in recognition of a significant personal contribution to the Club's affairs. The total number of Life members is not limited, but only two Life memberships may be granted in one financial year. Life members shall be elected at an Annual General Meeting and must have the support of two thirds of voting members present. Life members are exempt from payment of annual subscriptions.

### *Honorary Members*

Honorary membership may be conferred by the Committee upon individuals who are active in club affairs through the ongoing provision of advice or services. Honorary members shall have voting rights and shall not pay subscriptions. Honorary membership will end when the person ceases the activity for which it was conferred or by decision of the committee.

### *Subscriptions*

The Club may, as a condition of membership, require annual or other periodic subscriptions to be paid by members of the Club. The Club will keep subscriptions at levels that will not pose a significant obstacle to membership and will not be payable by members under 18 or in full time education. All subscriptions shall be paid to the Club's Bank Account.

Members having arrears of subscriptions of more than six weeks will have their membership automatically ended and will not be eligible to participate in the affairs or activities of the Club, including voting at any General Meeting. Payment of a full subscription at a later date will re-admit the former member.

### *Cessation of membership*

Members may resign from membership at any time by notice to that effect given to the Secretary without being entitled to any refund of subscriptions in respect of the remaining period. Any person shall, upon ceasing to be a member of the Club, forfeit all rights to and claims upon the Club and its property and funds.

### *Disciplinary Procedures*

The Club shall not tolerate the physical or mental abuse, harassment, discrimination or defamation of any of its members before, during, or after Club events. Any member may be disciplined or excluded from membership of the Club if his or her 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.

Such member shall have one month's clear notice of the Committee Meeting sent to him or her and 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, he or she shall not be entitled to vote.

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 the SEAA or other relevant organising body as shall be nominated by the Committee. Such arbitrators shall have the power by their award to 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.

### *The Club Committee*

The day to day management of the Club shall be deputised to a Committee consisting of four Honorary Officers and not more than *ten* other Ordinary Committee Members.

### *Ex-Officio Honorary Officer (Club President)*

The Honorary President of the Club shall perform duties representing the Club and may provide guidance on strategy and probity as required. The President shall be nominated annually by the Committee and be ratified by the AGM.

### *Honorary Officers*

The Honorary Officers of the Club shall be the Chair, the Treasurer, the Secretary and the Captain, who shall be properly elected by the members at the Annual General Meeting and shall remain in office until the end of the Annual General Meeting on the year their term expires. These Officers may delegate and assign tasks to other members of the Committee and Club and shall be eligible for re-election.

### *Ordinary Committee Members*

Ordinary Committee members, *who shall include the Club Handicap organiser and the Grand Prix organisers*, shall aid the Honorary Officers by undertaking tasks and roles to facilitate the day to day operation of the Club. The allocation of these duties shall be by mutual consent between the Honorary Officers and the respective Ordinary Committee member. Duties may be reallocated at any time as required and may be delegated to members of the Club. The Ordinary Committee member shall report to and advise the Committee on the status of such tasks.

### *Period of Office*

The Honorary Officers shall be elected for a term of two years, and serve for the period from the adjournment of the AGM at which they are elected until the adjournment of the second AGM following, except as otherwise provided in these Rules. The *ten* Ordinary Committee members will be elected for a term of one year.

The Chair and Treasurer will be elected on odd numbered years. The Secretary and Captain will be elected on even numbered years.

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 eight, 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.

Any member of the Committee may resign at any time by notice in writing to that effect given to the Secretary and such resignation shall take effect immediately. Vacancies among the Honorary Officers caused by early resignations shall be filled so that the cycle of re-election is maintained.

### *Leaving Office*

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

- (a) ceases to be a member or shall be excluded or suspended under disciplinary proceedings
- (b) is absent from the Committee Meetings for more than two consecutive or one third of Committee meetings without the explicit consent of the Committee, 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. The Committee shall have the power to appoint a member to fill any casual vacancy on the Committee or amongst the Officers until the next Annual General Meeting. Any 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.

### *Proceedings of the Committee*

The Committee shall meet at least six times each year in person and as often as may from time to time be necessary. Any additional meetings (above six) may be held in a manner agreeable to the committee.

Two-thirds (rounded to the nearest whole), of the voting members of the Committee shall be the quorum necessary for the transaction of business. 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.

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, on a matter on which the Chair has not yet voted, the Chair shall have a casting vote.

The Committee may regulate their meetings and proceedings as they think fit. The Committee shall, within two 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.

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

## Powers Of The Committee

Committee 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 members' Welfare policy in accordance with the Policy and Procedures issued by UK Athletics
- (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
- (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.

## Club Meetings

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.

At all such meetings the President or Chair, or in his or her absence a member of the Club selected by those members of the Committee present, shall take the Chair. At all special 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 and in the case of an equality of votes, on a matter on which the Chair has not voted, the Chair of the meeting shall have a casting vote.

The following rules shall apply to all General Meetings:

- (a) all resolutions (and amendments thereto) shall be put to the meeting
- (b) 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
- (c) 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
- (d) 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.

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.

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.

## Annual General Meetings

### *Calling of AGM*

The Annual General Meeting of the Club shall be held within the month of May, 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 Honorary Officers and the Committee and to ratify the selection of the Honorary President,
- to decide on any resolution which may be duly submitted to the meeting as provided by these Rules.

Not less than three weeks notice of an Annual General Meeting specifying the place, day and time of the meeting shall be given to the members.

### *Election of Committee*

The Annual General Meeting shall elect from those present a Returning Officer to oversee the elections conducted at the meeting.

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

A member may accept nomination for any of the separately elected posts constituting the Committee, subject to being eligible to hold only one of these posts at any time. If a member shall be elected to a post during the prescribed course of business, his or her name shall be deleted from all subsequent voting for the remaining elected posts at that meeting.

If the number of candidates for the post of Chair, Secretary, Treasurer and Captain (as each falls for election) is only one, that candidate shall be declared elected. If the number of candidates is more than

one, balloting lists shall be prepared containing in alphabetical order all the names thus proposed: every eligible member may vote for each office with the first candidate to reach a majority elected.

If the number of candidates for election as the other members of the Committee shall be equal to or less than the number of vacancies, they shall be declared elected. If the number of candidates is greater than the number of vacancies, balloting lists shall be prepared, containing in alphabetical order all the names thus proposed: every eligible member may vote for as many candidates as there are vacancies and those with the most votes would be elected until all vacancies were filled.

### Special General Meetings

Not less than three weeks notice of a Special General Meeting specifying the place, day and time of the meeting shall be given to the members.

The Secretary shall, on the requisition in writing (including email) of not less than twenty members entitled to vote at such meetings, convene a Special General Meeting within four weeks of the receipt by him or her of the requisition stating the business to be raised. No other business is to be discussed at a Special General Meeting.

The quorum of a special General Meeting shall be thirty members personally present and entitled to vote. No business shall be transacted at any special 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.

### Accounts

The Treasurer 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.

The Club's Financial Year shall run from May 1 to April 30 inclusive. The Treasurer shall present accounts for the previous Financial Year to the Annual General Meeting for consideration and copies of these will be available to members at the meeting. If the Accounts are not accepted at the Annual General Meeting, a qualified Accountant may be appointed to investigate members' concerns.

### Property and funds

The property and funds of the Club cannot be used for the direct or indirect private benefit of members other than as reasonably allowed by the Rules. All surplus income or profits are to be reinvested in the Club. The Club will indemnify the Committee and members acting properly in the course of the running of the Club against any liability incurred in the proper running of the Club (but only to the extent of its assets).

The Club may also provide facilities, sporting equipment, coaching, courses, insurance cover, away-match expenses, post match refreshments and other ordinary benefits of Community Amateur Sports Clubs as provided for in the Finance Act 2002. The Club may also in connection with the objects of the Club:

- sell and supply food, drink and related sports clothing and equipment,
- remunerate members for providing goods and services, on fair terms set by the Committee,
- pay for reasonable hospitality for visiting teams and guests.

## Interpretation of Club Constitution and Rules

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

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 a Special or Annual General Meeting.

## Dissolution of the Club

If at any special General Meeting a resolution for the dissolution of the Club shall be passed by a majority of the members present, a further special General Meeting shall be convened, to be held not less than four weeks thereafter (of which two weeks written notice shall be given to each member in addition to the other provisions for Notices), to further consider the matter.

The members may vote to wind up the Club if not less than three quarters of those present and voting support that proposal at a properly convened special General Meeting. In the event of the dissolution of the Club, any assets remaining after the satisfaction of all debts and liabilities shall not be paid or distributed among the members of the Club, but shall be given or transferred to one or more of the following approved sporting or charitable bodies:

1. A registered Charitable organisation(s);
2. Another Club which is a registered CASC;
3. The sports national governing body for use by them for related community sports.

## Notices

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 address of the member. Notwithstanding this requirement, the Committee will endeavour to the best of its efforts to advise all members of the details of any such notice as soon as its details are generally known.