

**KIMBERLEY & DISTRICT STRIDERS
CONSTITUTION**

NOVEMBER 2022

1. Name and Colours

The Club, established in March 1985, is called Kimberley and District Striders ("the Club"). The Club Colours are a Maroon and Grey vest. The wearing of these colours is required when competing for the Club unless the Rules of Competition of UKA or World Athletics provide otherwise.

2. Definitions

2.1 "WA" means the world governing body for athletics, which at the date of adoption of these Rules is World Athletics;

"the Chair" means the person elected from time to time to be the chair of the Club in accordance with Rule 9;

"the Secretary" means the person [elected] [appointed] from time to time to be the [honorary] secretary of the Club in accordance with Rule 9;

"the [Honorary] Treasurer" means the person [elected] [appointed] from time to time to be the [honorary] treasurer of the Club in accordance with Rule 9;

"the Officers" means Men's Captain; Ladies' Captain; Social Secretary; Kit Manager; Web Manager; Goose Fair Gallop Director; Run Coordinator; Club Race Coordinator

"the Management Committee" means the committee appointed under Rule 9 to manage the Club;

"the Members" means the members of the Club admitted from time to time to membership of the Club in accordance with Rule 5;

"National Association" the Home Country Athletics Association to which the Club is from time to time affiliated which at the date of adoption of these Rules is England Athletics;

"the President" means the person elected from time to time to be the president of the Club in accordance with Rule 9;

"the Trustees" means the persons appointed from time to time to be the trustees of the Club in accordance with Rule 10.6.

"the UKA" means the UK Athletics Limited which is the governing body of athletics within the United Kingdom

2.2 Words denoting the singular number include the plural number and vice versa; and words denoting persons include bodies corporate (however incorporated) and unincorporated.

3. Objects

The objects of the Club are:

- (a) principally to provide facilities for athletics and generally to promote, encourage and facilitate athletics in the area of Kimberley and District and amongst the community;
- (b) to provide other ordinary benefits of an amateur sports club as set out in Schedule 18 of the Finance Act 2002 including without limitation [provision of suitably qualified coaches, coaching courses, insurance, medical treatment, post-match refreshments];
- (c) to obtain funding for the activities of the Club by collecting entrance fees, membership subscriptions, by obtaining sponsorship and other available funding;
- (d) to affiliate to UKA and the National Association;
- (e) to comply with and uphold the Rules and Regulations of the National Associate, UKA and WA as amended from time to time and the rules and regulations of any body to which UKA is affiliated.
- (f) to make rules, regulations, bye-laws and standing orders concerning the operation of the Club including, without limitation, regulations concerning disciplinary procedures that may be taken against the Members;
- (g) to discipline the Members where permitted by its rules/regulations and to refer its Members to be disciplined by UKA or the National Association (as appropriate) where so required by the Rules and Regulations of UKA or the National Associate (as the case may be); and
- (h) to do all such other things as the Management Committee thinks fit to further the interests of the Club or to be incidental or conducive to the attainment of all or any of the objects stated in this Rule 3.

4. Application of Surplus Funds

4.1 The Club is a non-profit-distributing organisation. All surpluses will be used to maintain or improve the Club's facilities and in furtherance of the Club's objects. No surplus will be distributed other than to another community amateur sports club for athletics, [to UKA for use in community-related athletics initiatives,] or to a charitable organisation, on winding-up or dissolution of the Club.

4.2 Nothing in Clause 4.1 shall prevent the Club from entering an agreement with a Member for their employment by the Club, provided that such arrangements are approved by the Management Committee (without the Member being present) and are agreed with the Member on an arm's length basis. [If a Member is to be employed by the Club and the person concerned is also a member of the Management Committee or a Trustee, any remuneration, salary, fees or benefit in money or money's worth paid to such Member (or someone connected to them) by the Club for discharging their duties as such must:

- (i) be fixed having regard to the current remuneration of officers in comparable posts;
- (ii) not exceed the general market rate for officers providing comparable services; and
- (iii) not to any extent be determined by or conditional upon the profits or losses derived from some or all of the activities of the Club or by reference to the level of the Club's gross income from some or all of its activities

Nothing herein shall prevent the Club from entering an agreement with a Member for the supply by them to the Club of goods or services, nor prevent any payment in good faith by the Club:

- (a) of interest on money lent by a Member or its officers at a commercial rate of interest;
- (b) to any officer, committee or sub-committee member of reasonable and proper out-of-pocket expenses;
- (c) of reasonable and proper rent for premises demised or let by any Member or by any officer; or
- (d) of any premium in respect of the purchase and maintenance of indemnity insurance in respect of liability for any act or default of the officers (or

any of them) in relation to the Club.

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

5. Membership

5.1 Eligibility for membership

5.1.1 Persons of either sex are eligible for full membership of the Club provided they are at least 18 years old. No person shall be denied membership of the Club on the grounds of race, ethnic origin, creed, colour, age, disability, sex, occupation, sexual orientation, religion, political or other beliefs.

5.1.2 Persons below the age of 18 may be elected as Junior Members without the right to hold office or vote at general meetings.

5.1.3 The number of Members is limited to **200 (subject to review)** due to available facilities.

5.2 Admission of Members

Any person who wishes to become a Member must submit an application in such form as the Management Committee shall decide. Every candidate for membership shall be considered by the Management Committee, which shall admit that candidate to membership of the Club unless to do so would be contrary to the best interests of the sport or the good conduct and interests of the Club.

5.3 Classes of Members

There shall be the following classes of members for the Club:

Full Member

Junior Member

[e.g. Student, Unemployed]

Only Full Members shall be entitled to receive notice of, attend and vote at general meetings. The other Members shall be entitled to all the other

privileges of membership other than the right to receive notice of, attend and vote at general meetings.

All Members shall be subject to these Rules and the regulations of the Club and respect the Rules for Competition as set from time to time by WA.

5.4 Subscriptions

5.4.1 The entrance fee and annual subscription for each type of Member shall be determined from time to time by the Management Committee provided that the Management Committee shall ensure that the fees set by it do not preclude open membership of the Club.

5.4.2 The Members shall pay any entrance fee and annual subscription fees set by the Management Committee from time to time.

5.4.3 No candidate who has been elected a Member shall be entitled to the privileges of membership until they have paid the entrance fee (if any) and their first annual subscription.

5.4.4 Any Member whose entrance fee or subscription is not paid by such date as the Management Committee shall decide each year [more than six months in arrears] shall be deemed to have resigned their membership of the Club.

5.4.5 The Club shall be required to register those members as defined by the National Association, for competition purposes, as being "active members".

6. Resignation

6.1 A Member may withdraw from membership of the Club on 2 weeks clear notice to the Club. Membership shall not be transferable in any event and shall cease immediately on death or dissolution or on the failure of the Member to comply or to continue to comply with any condition of membership set out in these Rules.

6.2 In line with the rules of the sport the club will only accept a resignation when satisfied that the member has cleared any debt owed to the club.

6.3 The member intending to resign should ensure that they comply with the Eligibility process of the sport in the event that they wish to join another affiliated Athletics Club.

7. Expulsion

7.1 The Management Committee shall have power to expel a Member when, in its opinion, it would not be in the interests of the sport or of the Club for them to remain a Member.

7.2 A Member shall not be expelled unless they are given 14 days' written notice of the meeting of the Management Committee at which their expulsion shall be considered and written details of the complaint made against them.

7.3 The Member shall be given an opportunity to make written representations and/or to appear before the Management Committee and at any such meeting to be accompanied by a representative or friend, who may answer complaints made against the Member and to cross-examine any witnesses on behalf of the Member. The Member must not be expelled unless at least two-thirds of the Management Committee then present vote in favour of their expulsion.

7.4 The Management Committee may exclude the Member from the Club's premises until the meeting considering his expulsion has been held. For the avoidance of doubt, the Member shall be entitled to attend that meeting for the purpose of making his representations.

8. Effect of Resignation or Expulsion

Any person ceasing to be a Member forfeits all rights in relation to and claims upon the Club, its property and its funds and he has no right to the return of any part of their subscription. The Management Committee may refund an appropriate part of a resigning Member's subscription if it considers it appropriate taking account of all the circumstances.

9. The Management Committee

9.1 The Club shall be managed by a Management Committee consisting of:

- (a) the President;
- (b) the Chair;
- (c) the Secretary;
- (d) the Treasurer;
- (e) no more than 8 other Members elected annually at the annual general meeting consisting of Men's Captain, Ladies' Captain, Goose Fair Gallop Director, Web Manager, Kit Manager, Run Coordinator, Club Race Coordinator, Social Secretary

9.2 additionally elected annually shall be Men's & Ladies' Welfare Officers (2 roles) who will not form part of the Management Committee

9.3 The Management Committee shall decide in its discretion how Members may be nominated to be members of the Management Committee and shall notify the Members accordingly.

9.4 Any person nominated as a member of the Management Committee must be a Full Member of not less than one years' standing.

9.5 If there is only one candidate nominated to fill any particular vacancy, that candidate shall be declared elected unopposed for that particular vacancy at the next annual general meeting. If there is more than one candidate for any particular vacancy there shall be an election prior to or at the annual general meeting for that position. In the event of a tie, the candidate to be elected shall (unless the candidates otherwise agree) be determined by lot.

9.6 The Management Committee shall be elected at the annual general meeting in each year, and subject to termination of office by resignation, removal or otherwise, the Members remain in office until they or their successors are re elected or elected (as the case may be) at the annual general meeting following their re-election or election (as the case may be).

9.7 In addition to the members elected in accordance with this Rule 9, the

Management Committee may co-opt up to two further Members who shall serve until the next annual general meeting. Co-opted members shall be entitled to vote at the meetings of the Management Committee.

9.8 The Management Committee may appoint any Member to fill any casual vacancy on the Management Committee until the next annual general meeting when that person shall retire but shall be eligible for re-election.

9.9 Retiring members of the Management Committee may be re-elected.

9.10 A member of the Management Committee shall be deemed to have vacated office if:

- (a) they become bankrupt or make any arrangement or composition with their creditors generally; or
- (b) the Committee reasonably believes that they have become incapable by reason of illness or injury of managing and administering their own affairs and it decides to remove them from office; or
- (c) they resign their office by notice to the Club; or
- (d) they shall without sufficient reason for more than [three] consecutive meetings of the Management Committee have been absent without permission of the Management Committee and the Management Committee resolves that their office be vacated; or
- (e) they are suspended from holding office or from taking part in any activity relating to the administration or management of the Club by a decision of the Constituent Body or UKA; or
- (f) they are requested to resign by not less than two-thirds of the other Management Committee members acting together.

10. Proceedings of the Management Committee

10.1 Management Committee meetings shall be held as often as the Management Committee thinks fit provided that there shall not be less than six meetings each year. The quorum for such meetings shall be four. The Chairman and the Secretary shall have discretion to call emergency meetings of the Management Committee if they consider it to be in the interests of the Club.

The Secretary shall give all the members of the Management Committee not less than seven days' notice of a meeting.

10.2 The Chair, (or if the Chair is not present the Secretary) shall chair the meetings of the Management Committee. Unless they are unwilling to do so, the Chair shall preside at every meeting of the Management Committee at which they are present. But if there is no person holding that office, or if the Chair is unwilling to preside or is not present within five minutes after the time appointed for the meeting, the Secretary shall preside. If there is no Secretary or if they are unwilling to preside, or if they are not present within five minutes after the time appointed for the meeting, the members of the Management Committee present may appoint one of their number to chair the meeting.

10.3 Decisions of the Management Committee shall be made by a simple majority and in the event of an equality of votes the Chair (or the acting chair of that meeting) shall have a casting or additional vote.

10.4 The Management Committee may from time to time appoint from among its number such sub-committees as it considers necessary and may delegate to them such of the powers and duties of the Management Committee as the Management Committee may determine. All sub-committees shall periodically report their proceedings to the Management Committee and shall conduct their business in accordance with the directions of the Management Committee.

10.5 The Management Committee shall be responsible for the management of the Club and shall have the sole right of appointing and determining the terms and conditions of service of employees of the Club. The Management Committee shall have power to enter into contracts for the purposes of the Club on behalf of all the Members.

10.6.1 The Trustees of the Club shall be appointed from time to time as necessary by the Club in general meeting from among the Members who are willing to be so appointed. A Trustee shall hold office during his life, or until he shall resign by notice in writing given to the Management Committee or until a resolution removing him from office shall be passed at a general meeting by a majority

comprising two-thirds of the Members present and voting.

10.6.2 All property of the Club including land and investments, shall be held by the Trustees for the time being, in their own names so far as necessary and practicable, for the use and benefit of the Club. On the death, resignation or removal from office of a Trustee, the Management Committee shall take steps to procure the appointment by the Club in general meeting of a new Trustee in their place; and shall as soon as possible thereafter take lawful and practicable steps to procure the vesting of all Club property into names of the Trustees as constituted after the said appointment. The Trustees shall in all respects act, in regard to any property of the Club held by them, in accordance with the directions of the Management Committee; and shall have power to sell, lease, mortgage or pledge any Club property for the purpose of raising or borrowing money for the benefit of the Club in compliance with the Management Committee's directions. But no purchaser, lessee or mortgagee shall be concerned to enquire whether any such direction has been given.

10.7 The number of Trustees shall not be more than four or less than two.

10.8 The members of the Management Committee 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.

10.9 Any member of the Management Committee may participate in a meeting of the Management Committee by way of video conferencing or conference telephone or similar equipment which allows every person participating to hear and speak to one another throughout such meeting. A person so participating shall be deemed to be present in person at the meeting and shall accordingly be counted in the quorum and be entitled to vote. Such a meeting shall be deemed to take place where the largest group of those participating is assembled or, if there is no such group, where the chair of the meeting is.

11. Annual general meeting

11.1 The annual general meeting of the Club shall be held at such time as the Management Committee shall decide each year to transact the following business:

- (a) to receive the Chair's report of the activities of the Club during the previous year;
- (b) to receive and consider the accounts of the Club for the previous year, the auditor's report on the accounts and the Treasurer's report as to the financial position of the Club;
- (c) to remove and elect the auditor or confirm that they remain in office;
- (d) to elect the members of the Management Committee;
- (e) to decide on any resolution which may be duly submitted in accordance with Rule 11.2 below; and
- (f) to deal with any special matters which the Management Committee desires to bring before the membership.

11.2 Notice of any resolution proposed to be moved at the annual general meeting shall be given in writing to the Secretary not less than 28 days before the meeting.

11.3 No period greater than fifteen months shall elapse between one annual general meeting and the next.

12. Extraordinary general meetings

An extraordinary general meeting may be called at any time by the Management Committee and shall be called within [21] days of receipt by the Secretary of a requisition in writing signed by not less than four Members stating the purposes for which the meeting is required and the resolutions proposed.

13. Procedures at the annual and extraordinary general meetings

13.1 The Secretary shall send to each Member via email written notice of the date of the general meeting together with the resolutions to be proposed at least [21] days before the meeting.

13.2 The quorum for the annual and extraordinary general meetings shall be twenty Members [or one-tenth of the membership of the Club (whichever is the greater number)].

13.3 The Chair, (or if the Chair is not present, the Secretary) shall preside at all meetings of the Club but if they are not present within [15] minutes after the time appointed for the meeting or has signified their inability to be present at the meeting, the Members present [and entitled to vote] may choose one of the other members of the Management Committee present to preside and if no other member of the Management Committee is present or willing to preside the Members present [and entitled to vote] may choose one of their number to be chair of the meeting.

13.4 Each Full Member present shall have one vote and resolutions shall be passed by a simple majority of those Members present and voting. [In the event of an equality of votes the chair of the meeting shall have a casting or additional vote.]

13.5 The Secretary, or in their absence a member of the Management Committee, shall take minutes at annual and extraordinary general meetings.

13.6 There shall be no right for a Member to vote by proxy. No person may represent more than one Member.

14. Guests

14.1 Any Member may introduce guests to the Club, and any athlete, coach, other team representative, match official or spectator attending the Club's premises (by invitation of the Club) who is not a Member shall be a guest of the Management Committee, provided that no one whose application for membership has been declined or who has been expelled from the Club may be introduced as a guest.

14.2 A Member introducing a guest and any person introduced as a guest of the Management Committee in accordance with Rule 14.1 must first give notice to the Management Committee who will keep a record.

14.3 No one may be admitted as a guest on more than four occasions in any calendar year.

15. Alteration of the rules

15.1 These Rules may be altered by resolution at an annual or extraordinary general meeting provided that the resolution shall not be passed unless carried by a majority of at least two-thirds of the Members present and voting at the general meeting, the notice of which contains particulars of the proposed alteration or addition.

16. Regulations and Standing Orders

The Management Committee shall have power to make, repeal and amend such regulations and standing orders as it may from time to time consider necessary for the wellbeing of the Club. Such regulations and standing orders and any repeals or amendments to them shall have effect until set aside by the Management Committee.

17. Finance

17.1 All moneys payable to the Club shall be received by the person authorised by the Management Committee to receive such moneys and shall be deposited in a bank account in the name of the Club. No sum shall be drawn from that account except by online bank transfer or cheque authorised by two of the three signatories who shall be the Chairman, Secretary and Treasurer. Any moneys not required for immediate use shall be reserved by the Management Committee for use as per rule 4.

17.2 Subject to Rule 17.3, the income and property of the Club shall be applied only in furtherance of the objects of the Club and no part thereof shall be paid by way of bonus, dividend or profit to any Member.

17.3 The Management Committee shall have power to authorise the payment of remuneration and expenses to any Officer, member of the Management Committee, Member or employee of the Club and to any other person or persons for services rendered to the Club, [provided that any payment to any officer of the Club shall comply with Rule 4.2].

17.4 The financial transactions of the Club shall be recorded in such manner as the Management Committee thinks fit by the Treasurer.

17.5 Full accounts of the financial affairs of the Club shall be prepared each year. [These accounts shall be duly audited by a trusted, impartial and competent individual, with the relevant qualifications and/or experience (this may be a member of the club with the approval of the committee.)] The accounts must be made available to every Member when notice concerning the annual general meeting is given.

18. Borrowing

18.1 The Management Committee may borrow a maximum total amount of £200 on behalf of the Club for the purposes of the Club from time to time at its own discretion and with the sanction of a general meeting any further money above that sum.

18.2 When so borrowing, the Management Committee shall have power to raise in any way any sum or sums of money and to raise the repayment of any sum or sums of money in such manner on such terms and conditions as it thinks fit provided that in the event that the repayment of any sum or sums is to be secured (in particular by mortgage of or charge upon, or by the issue of debentures charged upon all or any part of the property of the Club) the grant of such security must be approved by the Club at a general meeting).

18.3 The Management Committee shall have no power to pledge the personal liability of any Member for repayment of any sums so borrowed.

18.4 The Trustees shall, at the discretion of the Management Committee, make such dispositions of the Club's property or any part thereof, and enter into and execute such agreements and instruments in relation thereto, as the Management Committee may deem proper for giving security for such moneys and the interest payable thereon.

19. Property

19.1 The property of the Club, other than cash at the bank, shall be vested in the Trustees. They shall deal with the property as directed by resolution of the Management Committee and entry in the minute book shall be conclusive evidence of such a resolution.

19.2 The Trustees shall be entitled to an indemnity out of the property of the Club for all expenses and other liabilities properly incurred by them in the discharge of their duties.

20. Dissolution

20.1 A resolution to dissolve the Club shall be proposed only at an extraordinary general meeting and shall be passed only if carried by a majority of at least three-quarters of the Members present and voting.

20.2 The dissolution shall take effect from the date of the resolution and the members of the Management Committee shall be responsible for the winding up of the assets and liabilities of the Club.

20.3 Any property remaining after the discharge of the debts and liabilities of the Club shall be paid to or distributed to UKA for use in community-related athletics initiatives, another community amateur sports club for athletics or a charity.