

TRENTHAM RUNNING CLUB

**Club Constitution: April 2014
Ratified 15/04/2014**



1. CLUB NAME & COLOURS

The name of the Club is 'Trentham Running Club' ('The Club'). The Club colours will be an emerald green vest and black shorts.

2. OBJECTIVES OF THE CLUB

The Objectives of the Club are:

- a. To facilitate participation in and promotion of recreational and competitive running in the community with related sporting & social activities;
- b. To provide a safe club environment and to work towards achieving the 'Clubmark' standard;
- c. 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 training/ meeting refreshments;
- d. To do all such things as the 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 objectives above.

3. MEMBERSHIP OF THE CLUB

MEMBERSHIP APPLICATION

Membership of the Club will (upon application) be open to anyone interested in recreational or competitive running, regardless of sex, age, disability, ethnicity, race, nationality, sexual orientation, occupation, religion, political or other beliefs.

Individuals who wish to become Members of the Club must apply using the Membership Application Form approved by the Committee. Applications must be proposed and seconded in writing by two existing Members of the Club and accompanied by the subscription fee (see Subscriptions section, below).

Every candidate for membership will be considered by the Committee, which will 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.

By becoming a member of the Club, every member agrees to abide by the Club's Constitution and Rules; the Rules of Competition and other rules and regulations of UK Athletics Limited; and the rules and regulations of England Athletics Limited (or relevant successor bodies).

TYPES OF MEMBERSHIP

The Club will have the different types of Members who will enjoy the rights and obligations specifically outlined in this document. Members must also designate themselves as either "First Claim" or "Second Claim" Members.

There are three types of membership: Ordinary members (including Senior and Junior members) Life Members and Honorary Members.

ORDINARY MEMBERS

Any person satisfying the general admission criteria can become an Ordinary Member, provided that they are an amateur as defined by UK Athletics at the time of application. Members are expected to assist with at least one of the club's organised events during each year of membership.

Senior Members are any Members over the age of 18 at the date of their application or annual renewal date. Anyone under the age of 18 years at the date of their application will join as a Junior Member. Such people must have their application seconded by a coach who is already a member of the Club who will undertake to initially train that candidate.

Ordinary Members (other than Junior Members) will be entitled to receive notice of, attend and vote at General Meetings of the Club. Junior Members do not have voting rights.

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 one Life Membership may be granted in one financial year. Individuals to be appointed as Life Members will be proposed by the Committee and 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 but will otherwise have the same rights as Ordinary Members.

HONORARY MEMBERS

Honorary membership may be granted by the Committee to individuals who are active in club affairs. Honorary Members will not have voting rights and will not pay subscriptions. Honorary Membership will end as determined by the Committee.

SUBSCRIPTIONS

As a condition of membership, the Club requires annual (or equivalent periodic) subscription fees to be paid by Members of the Club. The subscription fee will be subject to periodic review, will be determined by the Committee and approved at the Annual General Meeting. The Committee will ensure that the subscription fees are set on a non-discriminatory basis and do not preclude open membership of the club.

Subscription fees will be determined by the type of membership and published on the Club website. Subscription fees are inclusive of the levy set by English Athletics, except for 2nd claim Members. Ordinary Members will pay their subscription fees in a way prescribed by the Committee no later than July 1st each year.

Existing Members having arrears of renewal subscription fees after this date will have their membership automatically terminated and will not be eligible to participate in the affairs or activities of the Club, including voting in any Special or General Meeting. Payment of a full subscription, together with an additional administrative fee of £5 at a later date will enable the former Member to be readmitted by the Committee.

The Subscription for new Members joining after January 1st a fee of £10 will be payable. In accordance with UK Athletics regulations, Members who have not re-registered with the club by June 30th will not be entitled to the benefits of UKA membership.

CESSATION OF MEMBERSHIP

Members may resign from membership at any time by providing notice to that effect to the Club Secretary. A Member who resigns will not be entitled to any refund of subscriptions in respect of the remaining period.

Membership is not transferable and will cease immediately upon death.

The Committee will 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 them to remain a member. Such expulsion will be carried out in accordance with the Disciplinary Procedures (see below). Upon ceasing to be a Member of the Club, any person forfeits all rights to and claims upon the Club and its property and funds.

4. THE CLUB COMMITTEE

The day to day management of the Club will be deputed to a Committee consisting of four Honorary Officers and not more than five Ordinary Committee Members.

EX-OFFICIO HONORARY OFFICER (CLUB PRESIDENT)

The Honorary President of the Club will perform duties representing the Club and may provide guidance on strategy and probity as required. The President will not be a member of the Committee (but may be invited to Committee meetings). The President will be nominated annually by the Committee and be ratified by the Members at the Annual General Meeting.

HONORARY OFFICERS

The Honorary Officers of the Club will be the Chair, the Treasurer, the Secretary and the Membership secretary, who will be nominated in accordance with the procedure entitled 'Election of Committee' set out below and elected by the Members at the Annual General Meeting.

The Honorary Officers will remain in office for a term of one year after their election until the end of the Annual General Meeting in the year after their election and will be eligible for re-election. These Officers may delegate and assign tasks to other members of the Committee and Club.

ORDINARY COMMITTEE MEMBERS

The Ordinary Committee Members will be nominated in accordance with the procedure entitled 'Election of Committee' set out below and elected by the Members at the Annual General Meeting. The Ordinary Committee Members will remain in office for a one year term, ending at the end of the Annual General Meeting in the year after their election and will be eligible for re-election.

Ordinary Committee Members will aid the Honorary Officers by undertaking tasks and roles to facilitate the day-to-day operation of the Club. The allocation of these duties will be by mutual consent between the Honorary Officers and the respective Ordinary Committee Member. One of the Members will be nominated as Communications Officer. Duties may be reallocated at any time as required and may be delegated to Members of the Club. The Ordinary Committee Member will report to and advise the Committee on the status of such tasks.

ELECTION OF COMMITTEE

Any first claim Member may be nominated by any other two Members with their approval as a candidate for any of the posts of Honorary Officer or Ordinary Committee Member. This will be by prescribed notice in writing (including email) to the Secretary two calendar weeks before the date of the Annual General Meeting. Such nominees are required to have been fully paid up Members of the Club for a minimum of two years prior to their election.

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

If the number of candidates for the post of any Honorary Officer (as each falls for election) is only one, that candidate will be declared elected unopposed. If the number of candidates is more than one, ballot papers will 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 Ordinary Committee Members is equal to or less than the number of vacancies, they will be declared elected unopposed. If the number of candidates is greater than the number of vacancies, ballot papers will 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 candidates with the most votes will be elected until all vacancies are filled.

LEAVING OFFICE

The office of an elected member of the Committee will be vacated if they:

- a. Resign at any time by notice in writing to that effect given to the Secretary and such resignation will take effect immediately.
- b. Ceases to be a Member or is 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 Annual General Meetings will be deemed to have vacated his or her position and will be ineligible to stand for re-election.

- d. Is or may be suffering from any disorder that results in their being unable to fulfil their duties.
- e. 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.
- f. Is asked to resign by all the other Committee members, acting together.

The Committee will have the power to appoint a Member to fill any casual vacancy on the Committee or amongst the Honorary Officers until the next Annual General Meeting. Any Committee Member so appointed will retire at the next Annual General Meeting but will be eligible for election at such meeting in accordance with the provisions for 'Proceedings at General Meetings'. Any Honorary Officer so appointed will only remain in office until the Annual General Meeting at which their predecessor was due to retire.

PROCEEDINGS OF THE COMMITTEE

The Committee will meet at least six times each year in person and more frequently should it be deemed necessary. Any additional meetings may be held in a manner agreeable to the Committee (including by telephone conference call).

Two-thirds (rounded to the nearest whole number) of the voting members of the Committee will be the minimum number of members necessary for the transaction of business. A meeting of the Committee at which a minimum number of members is present and has been properly convened will be competent to exercise all the powers and discretions invested in the Committee by this Constitution. 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 seven in which case it will be entitled to act only for the purpose of appointing or arranging the election of new members of the Committee.

Questions arising at any meeting, and regular decisions relating to Committee business will be determined by a simple majority of votes illustrated by a show of hands. In the case of an equality of votes, the Chair will have a casting or additional vote.

The Committee may regulate their meetings and proceedings as they think fit. The Committee will, within two weeks of each meeting, record the minutes that it has taken and make these available to Club Members via the website, or hard copy on request, prior to the next committee meeting. As soon as is reasonably possible after a meeting, the Secretary will 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

The Committee will be responsible for the management of the Club and will 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 will be nominated by resolution of the Committee and the Chairman will 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 will 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 will 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.

The members of the Committee and any Trustees appointed under paragraph (c) above to act as Trustees will not 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.

5. 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 postal or address of the member as appropriate. Where notices relate to the arranging of a Special or General Meeting or the making available of Committee or Annual General Meeting minutes, they will, in addition, be published on the Club's website, and on the Club's Notice Board.

6. 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 will not invalidate the proceedings at any General Meeting. Every notice calling a meeting will specify the general nature of the business to be transacted and will 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 the members of the Committee present, will take the Chair. At all General Meetings every Member will have one vote unless disqualified from voting by the Constitution. Votes may be given personally or by proxy. Every resolution submitted to a meeting will 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 will have a casting vote. Votes in respect of changes to Club Rules or the Constitution or those Resolutions voted on at Special General Meetings will require a majority of two thirds of the eligible votes at the relevant meeting.

The following rules will apply to all General Meetings:

- a. The minimum number of members for a General Meeting will be ten Members personally present and entitled to vote. No business will be transacted at any special General Meeting unless the required minimum number of members is present. If, within an hour following the time appointed for the meeting a minimum number of members is not present, the meeting will stand adjourned to a time and a place agreed by the majority of Members present. If, at such adjourned meeting a minimum number of members is not present, those Members who are present will be a minimum number of members and may transact the business for which the meeting was called.
- b. All resolutions (and amendments thereto) will be put to the meeting.
- c. Resolutions proposed for consideration by a General Meeting will be submitted in writing to the Secretary two calendar weeks before the date of the meeting with details of the proposal, the Proposers and name of two Seconders all of whom must be Club Members.
- d. Amendments may be proposed at any time during debate, although the Chair will have the right to require these to be put in writing together with the name of the proposer.

- e. The Chair will deal with amendments in the strict order in which they are proposed, although he/she will have the right to refuse amendments which negate the resolution. If an amendment to a resolution is proposed, no further amendments will 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 will be submitted to the meeting at one time; if an amendment to a resolution is carried, then the resolution as amended will become the resolution to which further amendments may be proposed.
- f. Copies of the agenda and details of the business items for the meeting will be made available to Members via email and be placed on the club website and the club notice board one week before the commencement of the Meeting.

During the course of debate the proposer of a resolution may accept an amendment to the resolution, in which case the amended resolution will become the resolution under debate. The proposer can withdraw a resolution or amendment. The resolution will 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 will 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 ANNUAL GENERAL MEETINGS

The Annual General Meeting of the Club will be held within the month of April 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:

- a. To receive apologies for absence, to approve the minutes of the previous AGM and to consider any matters arising from those minutes not referred to elsewhere on the agenda
- b. To receive from the Committee an Annual Report, balance sheet and statement of all accounts for the preceding Financial Year;
- c. To elect the Honorary Officers and the Committee and to ratify the selection of the Honorary President
- d. To decide on the charity[ies] that will be supported by the Club during the following Financial Year.
- e. To decide on any resolution which may be duly submitted to the meeting as provided by these Rules.
- f. To confirm or reject any new Club Rules or Regulations, or changes to Rules or regulations, determined by the Committee in the preceding year.

Not less than two weeks-notice of an Annual General Meeting specifying the place, day and time of the meeting will be given to the Members. The Annual General Meeting will elect from those present a Returning Officer to oversee any elections conducted at the meeting.

SPECIAL GENERAL MEETINGS

Not less than two weeks-notice of a Special General Meeting specifying the place, day and time of the meeting will be given to the Members.

The Secretary will, upon request in writing (including email) of not less than twenty percent of Members entitled to vote at such meetings, convene a Special General Meeting within four weeks of the receipt by them of the requisition stating the business to be raised. No other business is to be discussed at a Special General Meeting.

7. 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 will always be open to inspection by the Committee.

The Club's Financial Year will run from April 1st to March 31st inclusive. The Treasurer will 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.

All cheques drawn against the Club's funds will be signed by any two nominated Committee Members.

8. PROPERTY AND FACILITIES

The property of the Club, other than cash at bank, will be vested in the Trustees who will deal with the property as directed by resolution of the Committee. The Club's facilities, including facilities made available to be used by the Club, will be provided to its Members without discrimination.

9. APPLICATION OF SURPLUS FUNDS

The Club is a non-profit-distributing 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 objectives. The Club may also in furtherance of the objectives of the Club:

- a. Sell and supply food, drink and related sports clothing and equipment.
- b. 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.
- c. 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; any premium in respect of the purchase and maintenance of indemnity insurance in respect of liability for any act or default of the Committee members in relation to the Club.

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

10. INTERPRETATION OF CLUB CONSTITUTION & RULES

The Constitution may only 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 will 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, will be final and binding on the Members except if otherwise directed by the Club in a Special or Annual General Meeting.

11. SOCIAL INCLUSION STATEMENT

Trentham Running Club is committed to equal opportunities across all its activities. Members, Officers and contracted service providers are expected to ensure that no-one suffers discrimination, abuse or harassment on the grounds of race, sex, disability, marital status, religious beliefs, sexual orientation or any other reason.

The aim of the Social Inclusion Policy is:

- a. To promote respect for both individuals and groups in all aspects of the clubs activities.
- b. To this end, the club will continually review its practices to ensure that as far as possible no group or individual is excluded from its activities as a result of its actions or omissions.
- c. The club will expect the members, officers and contracted service providers to actively promote equality of access to all aspects of the club activities. The club will attempt to be welcoming and indicate an understanding of the needs of all its members and potential members
- d. In order to achieve this, the club will seek to monitor, review and respond to the views and experiences of its members and where possible to seek the views of groups and organisations of socially excluded individuals and groups within society.

Members must have an equal opportunity to:

- a. Be consulted on their needs.
- b. Know about club facilities and services available to them.
- c. Comment on their experience of the clubs activities and practices.
- d. Be treated fairly and courteously.

The club will aim to give fair access to everyone and this will include making special or separate provision to ensure friendly, responsible and accessible services where possible, feasible and appropriate. The club will expect its members and officers to actively promote this policy within their own activities.

Every effort should be taken to improve membership amongst known socially excluded groups where these are under-represented. Each committee member will be responsible for the implementation of this policy.

The Club and its Members should:

- a. Ensure all Members, officers, and visitors are not discriminated against in any way.
- b. Co-operate with measures introduced by the club to ensure equal opportunities and inclusiveness are adhered to.
- c. Prevent attempts to criticize individuals on the grounds that they have made complaints or provided information about discrimination.
- d. Ensure that Members, officers, visitors and members of the public are not harassed, abused, or intimidated on account of their sex, marital status, age, race, disability, religious beliefs, sexuality or for any other reason.
- e. Inform the club if they are aware that discrimination is taking place in any area of the clubs activities.
- f. Seek to learn from other clubs and organisations Best Practice in ways to ensure inclusiveness.

Ensure that the club and its members adhere to the social inclusion policy.

The club will not tolerate any discriminatory behaviour amongst its members, contracted service providers or visitors and will seek to exclude anyone responsible for such behaviour. Where appropriate the Club and its Members will be responsible for reporting such behaviour to the police.

12. LONDON MARATHON SELECTION

A draw will be made on a date and time to be decided by the Committee to allocate the Club entries for the London Marathon (or any other similar allocations) adopting the following entry guidelines:

Those who have been rejected and can provide proof of rejection in the form of a rejection slip (if applicable) and wishes to take part in the event and make this known to the Honorary Secretary or appointed individual in advance.

Provided that:

- a. They have been a Member of the club for at least 12 months.
- b. They have paid their subscriptions for both their first and second years' membership of the club, including the England Athletics levy for both years.
- c. Entries are non-transferable.
- d. They must have helped out with at least one organised club event during the past 12 months.

13. DISCIPLINARY PROCEDURES

The Club will not tolerate abuse (physical, sexual, psychological, financial, emotional or otherwise), harassment, discrimination or defamation of any of its Members at any time.

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 six of the total voting members of the Committee will be present.

The member will have the date, time and venue of the Committee Meeting sent to him or her together with details of the case against him or her. The meeting which must be held without unreasonable delay, given the Members need to prepare. The Member will be entitled to attend the Meeting and be heard in defence, but will not be entitled to be present at the voting or take part in the proceedings other than as the Committee will permit. If the Member is a member of the Committee, he or she will not be entitled to vote.

Any Member disciplined or excluded from the Club for disciplinary reasons may lodge an appeal with the Committee and will 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 may be appointed at the discretion of the Committee. Such arbitrators will 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.

14. DISSOLUTION OF THE CLUB

If at any Special General Meeting a resolution for the dissolution of the Club will be passed by a majority of the Members present, a further Special General Meeting will be convened, to be held not less than four weeks thereafter (of which two weeks written notice will 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. If successful, the Committee will proceed to realise the property of the Club and discharge all liabilities.

Any property remaining after the discharge of debts and liabilities of the Club will be paid to or distributed to another community amateur sports club for road running or athletics, or to UK Athletics Limited for use in community-related road running initiatives or to a charitable organisation having similar objects and affiliations, as nominated at the Special General Meeting.

In the event that the Club is in financial deficit at the time of passing of the resolution, all voting Members of the Club will be jointly equally responsible for the debts. This will not apply if the debts have arisen from decisions of the Club, not made in accordance with the Rules or Constitution of the Club, or as a result of criminal activity.

15. DECLARATION.

This Constitution was adopted by the Members at the Annual General Meeting held on

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Signed. Secretary:

Signed. Chairman:

Dated: