

# Rebel Runners ~ Medway Constitution

## 1. Club Name & Colours

The Name of the Club is "**Rebel Runners ~ Medway**", ("the Club"), and was established in 2014. The Club Colours shall be a T-Shirt or Vest in Green with Club name and logo in Black, or Black with Club name and logo in Green.

## 2. Objects of The Club

The Objects of the Club are:

- to facilitate participation in and promotion of recreational and competitive running and related sporting & social activities;
- to provide other ordinary benefits of an amateur sports club, (including provision of suitably qualified coaches, coaching courses and insurance);
- 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 objects above.

## 3. Membership of The Club

### 3.1 *Membership Application*

Membership of the Club shall be open, on application, to anyone interested in recreational or competitive running, regardless of gender, 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 Executive Committee from time to time, and accompanied by the subscription fee.

Every candidate for membership shall be considered by the Executive 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.

By becoming a member of the Club, every member agrees to abide by the Club's Constitution and Code of Conduct; 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).

### 3.2 *Membership Types*

The Club shall have the different classes of annual membership set out below. Members will enjoy the rights and obligations specifically outlined in this document. Members must also designate themselves as either "First Claim" or "Second Claim" Members.

Anyone satisfying the general admission criteria (as determined from time to time by the Executive Committee) can become a Member, provided that: they are an amateur as defined from time to time by UK Athletics and that they are aged over **18** at the date of their application (Seniors/Adults) and (Junior) Members from age **13**.

There are four types of membership; Senior, Adult, Student, and Junior. Anyone under the age of 18 years at the date of their application shall join as a Junior Member. Junior Members do **not** have voting rights.

Ordinary Members, (other than Junior Members) shall be entitled to receive notice of, attend and vote at general meetings of the Club.

### 3.3 *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. Individuals to be appointed as Life Members shall be approved by the

# Rebel Runners ~ Medway

## Constitution

Committee. Life Members are exempt from payment of annual subscriptions but shall otherwise have the same rights as Ordinary Members.

### 3.4 Subscriptions

The Club may, as a condition of membership, require annual or other periodic subscription fees to be paid by Members of the Club. The subscription fees are set on a non-discriminatory basis and do not preclude open membership of the club. Fees will be set from time to time by the Committee. Subscription fees for Concessions (as described on the Membership form) will be at a reduced rate, as set out in the annual membership form and also determined by the Committee from time to time.

Members shall pay their subscription fees into the Club's Bank Account, (by such date as the Committee shall prescribe each year). Currently 31<sup>st</sup> March. Subscription fees are made up of a UKA payment and club membership.

Members having arrears of subscriptions of more than **one calendar month** will have their membership automatically terminated, be removed from Social Media pages and will not be eligible to participate in the affairs or activities of the Club, including voting in any General Meeting. Payment of a full subscription at a later date will enable the former member to be readmitted by the Committee.

### 3.5 Cessation of Membership

Members may resign from membership at any time by notice to that effect given to the Secretary. Refunds of the Club subscription fees will be at the discretion of the Executive Committee.

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.

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 or her to remain a member. Such expulsion shall be carried out in accordance with the Disciplinary Procedures set out below.

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.

## 4. The Club Committee

The day-to-day management of the Club shall be deputed to a Committee consisting of **three** Executive Officers and not more than **nine** Ordinary Committee Members.

### 4.1 Executive Officers

The Executive Officers of the Club shall be the **Chair**, the **Treasurer** and the **Secretary**, who shall 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 Executive Officers shall remain in office for a term of **two years** after their election until the end of the Annual General Meeting in the second year after their election and shall be eligible for re-election. These Officers may delegate and assign tasks to other members of the Committee and Club.

### 4.2 Ordinary Committee Members

The Ordinary Committee Members shall 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 shall remain in office for a **one-year** term until the end of the Annual General Meeting in the year after their election and shall be eligible for re-election.

Ordinary Committee Members shall aid the Executive 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 Executive 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.

# Rebel Runners ~ Medway

## Constitution

### 4.3 Election of Committee

Any Member may be nominated by any other two Members, with his or her approval, as a candidate for any of the posts of Executive Officer or Ordinary Committee Member by notice in writing (including email) to the Secretary at least **four weeks** before the date of the Annual General Meeting.

A Member may accept nomination for any of the "separately" elected posts constituting the Committee ("Executives"), 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.

Any Member wishing to apply for any of the **Executive positions** must have completed **one year** as an **Ordinary Committee Member**.

If the number of candidates for the post of any Executive Officer (as each fall for election) 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.

If the number of candidates for election as Ordinary Committee Members shall be equal to or less than the number of vacancies, they shall be declared elected unopposed. If the number of candidates is greater than the number of vacancies, ballot papers 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 candidates with the most votes will be elected until all vacancies were filled.

### 4.4 Leaving Office

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 Chair, such consent to be recorded in the minutes of the Committee meeting. 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 Chair between any two AGMs shall be deemed to have vacated his or her position and shall be ineligible to stand for re-election.
- d) 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;
- e) is asked to resign by all the other Committee members, acting together.

The Committee shall have the power to appoint a Member to fill any casual vacancy on the Committee or amongst the Executive Officers 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. Any Executive Officer so appointed shall only remain in office until the AGM at which their predecessor was due to retire.

### 4.5 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 6**) may be held in a manner agreeable to the committee.

**Half** (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.

# **Rebel Runners ~ Medway 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 five 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.

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 Chair shall have an additional vote.

The Committee may regulate their meetings and proceedings as they think fit. 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.

## **4.6 Powers of The Committee**

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.
- d) 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.
- e) 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.
- f) pay all the costs and expenses of, and incidental to, any of the aforesaid matters and things.
- g) determine how and by whom any such power shall be executed, operations effected and documents signed or things done.
- h) 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.
- i) organise Club activities.

The members of the Committee and any members 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.

## **5. 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 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, the Chair of the meeting shall have an additional vote.

# Rebel Runners ~ Medway

## Constitution

The following rules shall apply to all General Meetings:

- a) the **quorum** for a General Meeting shall be **15%** of 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.
- 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 four weeks before the date of 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.

### 5.1 Annual General Meetings

#### 5.1.1 Calling Of AGM

The Annual General Meeting of the Club shall be held within the month of **November** 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, Receipts and Payments Summary and Statement of Assets and Liabilities for the preceding financial year;
- to elect the Executive Officers (**after two years**) and the Committee (**annually**).
- to decide on any resolution which may be duly submitted to the meeting as provided by these Rules.

Not less than **four** weeks' notice of an Annual General Meeting specifying the place, day and time of the meeting shall be given to the Members.

#### 5.1.2 Special General Meetings

Not less than **two** 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 **15%** of its Members entitled to vote at such meetings, convene a Special General Meeting within **three** 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.

## 6. 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 **October 14th** to **October 13th** 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.

## 7. Property and Facilities

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

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

# Rebel Runners ~ Medway

## Constitution

### 7.1 Application of Surplus Funds

The Club is 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. With approval of the committee the club may fundraise for a charity of choice from time to time.

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.
- reimburse any Committee Member or Executive Officer his/ her reasonable and proper out of pocket expenses incurred on Club business;

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

## 8. Interpretation of Club Constitution & 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.

## 9. 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. If successful, the Committee shall 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 shall 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.

### 9.1 Disciplinary Procedures

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. 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 **six** 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 together with details of the case against him or her. 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, 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 as per our Disciplinary Policy Procedure.

# **Rebel Runners ~ Medway Constitution**

## **10. Notices**

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