



Emersons Green Running Club

Constitution

1. The Club

- i. The Club, established June 2012, is Emersons Green Running Club
- ii. The Club is affiliated to England Athletics, The Association of Running Clubs and Avon Athletics Association

2. Objective

- i. The Club aims to be a body which caters for the needs of runners of all abilities and promotes the sport of running in the Emersons Green area

3. Club Colours

- i. Club colours are Black (top) and Black (shorts/leggings). Lettering and logos (where appropriate) shall be Green
- ii. Members are requested to wear club colours bearing the name of the Club at any event organised under the rules of UK Athletics

4. Members & Membership

- i. Members agree to abide by the Club Constitution and the relevant rules of England Athletics and UK Athletics and are required to comply with the Club's Code of Conduct
- ii. Membership is open to adults aged 18 or over on the date of application to join, who are amateur according to the current definition set out by UK Athletics
- iii. Further to rule 4.ii, membership of the Club shall be open, on application, to anyone interested in recreational or competitive running, regardless of sex, age, disability, ethnicity, race, nationality, sexual orientation, occupation, religion, political or other beliefs
- iv. Applications for membership should be made in writing to the Secretary using a membership application form or by electronic means as appropriate
- v. All Members will pay their membership fee on application and by the membership renewal due date each year
- vi. The Committee reserve the right to reject an application without explanation
- vii. Applicants will be assumed to be applying as "off track" members as defined by England Athletics unless the applicant indicates otherwise
- viii. A Member remains a member until:
 - the Member resigns in writing or via email to the Secretary
 - the Committee expels the Member

- a membership fee due remains unpaid after two calendar months
- ix. Members may resign from membership at any time by notice to that effect given to the Secretary. A member who resigns shall not be entitled to any refund of subscriptions in respect of the remaining period of membership
- x. 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
- xi. The Committee shall have the power to expel a Member when in its opinion it would not be in the interest of the sport or the Club for them to remain a member. Such expulsion shall be carried out in accordance with the Disciplinary procedures set out herein
- xii. 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

5. Guests

- i. Guests aged 18 or over are welcome to run with the Club for a nominal fee as determined by the Committee and will be encouraged to apply for membership
- ii. Guests under 18 are welcome to run with the Club, on payments of a nominal fee as determined by the Committee, provided that they are accompanied by a parent or guardian who is a Member

6. Management of the Club

- i. The Club delegates authority for the management of the club to the Committee
- ii. The Committee will consist of up to 10 Members, made up of the performing the roles below, who shall be elected at the Annual General Meeting:
 - Chair
 - Secretary
 - Treasurer
 - Social Secretary
 - Men's Captain
 - Women's Captain
 - Up & Coming Runners Representative
 - IT Guru
 - Up to 2 additional Committee members
- iii. Committee members will automatically resign at the Annual General Meeting and seek re-election if desired

7. The Committee

- i. The Committee:
 - will be chaired by the Chair and if the Chair is not present at a meeting a temporary Chair will be nominated for that meeting
 - has authority to decide on all aspects of the running of the Club save those that are required to be put before a General Meeting of the Club
 - shall meet as frequently as it decides but shall meet at least four times a year with a meeting in each quarter
 - has power to co-opt Club Members on to the Committee provided that the total number of persons on the Committee does not exceed 10
 - has authority to make temporary appointments to the Committee if the incumbent person

resigns or is unavailable for a period. Any temporary appointment will cease on the return of the elected person or at the next Annual General Meeting

- shall make decisions by majority vote from those present at the meeting and in the event of a tie, the Chair or temporary chair will have an additional casting vote
 - requires a quorum of five for making decisions
- ii. At the discretion of the Committee, any Member may attend, but not vote at Committee meetings

8. Election of Committee

- i. Any Member may be nominated by any other two Members, with their approval, as a candidate for any of the posts on the Committee by notice in writing (including email) to the Secretary at least two weeks before the date of the Annual General Meeting. If there are no nominations for a specific post within the aforementioned timescale, nominations, proposers and seconders may be determined at the Annual General Meeting.
- ii. 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, their name shall be deleted from all subsequent voting for the remaining elected posts at that meeting
- iii. If the number of candidates for any Committee post (as each falls 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 in alphabetical order all the names thus proposed: every eligible Member may vote for each post with the first candidate to reach a majority elected
- iv. If the number of candidates for election as additional 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

9. Leaving Office

- i. The office of an elected member of the Committee shall be vacated if he or she:
- resigns at any time by notice in writing to that effect given to the Secretary and such resignation shall take effect immediately
 - ceases to be a Member or shall be excluded or suspended from the Club under disciplinary proceedings
 - is absent from the Committee Meetings for more than two consecutive or one third of Committee meetings without the explicit consent of the Committee, such consent to be recorded in the minutes of the Committee. A member of the Committee who is absent from one third (rounded to the nearest whole number) or more of properly organised Committee meetings without the explicit consent of the Committee between any two AGMs shall be deemed to have vacated their position and shall be ineligible to stand for re-election
 - 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
 - is asked to resign by all the other Committee members, acting together

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

10. Powers Of The Committee

- i. The Committee shall be responsible for the management of the Club and shall have the following specific powers to:
 - 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
 - operate a Member's Welfare policy in accordance with the Policy and Procedures issued by UK Athletics Limited
 - make and give receipts, releases and other discharges for any amount payable to the Club and for claims and demands of the Club.
 - 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
 - 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
 - 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
 - pay all the costs and expenses of, and incidental to, any of the aforesaid matters and things
 - determine how and by whom any such power shall be executed, operations effected and documents signed or things done
 - 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
 - organise Club activities
- ii. The members of the 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

11. Annual General Meeting

- i. An Annual General Meeting of the Club shall be held within the month of January each year, on a date and at a reasonable time and place to be fixed by the Committee for the following purposes and order of business:
 - to receive from the committee an Annual Report, balance sheet and statement of accounts for the preceding financial year
 - set membership fees
 - to elect the Committee
 - to decide on any resolution which may be duly submitted to the meeting as provided by this Constitution
- ii. 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
- iii. The Annual General Meeting shall elect from those present a Returning Officer to oversee

any elections conducted at the meeting

12. Extraordinary General Meeting

- i. Club Meetings other than the Annual General Meeting shall be deemed Extraordinary General Meetings
- ii. The Secretary shall, on the requisition in writing (including email) of not less than ten Members entitled to vote at such meetings, convene a Extraordinary 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 Extraordinary General Meeting
- iii. Not less than three weeks notice of a Extraordinary General Meeting specifying the place, day and time of the meeting shall be given to the Members

13. General Meetings

- i. 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
- ii. 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
- iii. At all such Meetings the Chair, or in their absence a member of the Club selected by those members of the Committee present, shall take the Chair. At all General Meetings every Member shall have one vote unless disqualified from voting by the Constitution. Votes may be given personally or by proxy
- iv. 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 a casting vote
- v. The following rules shall apply to all General Meetings:
 - the quorum for a General Meeting shall be ten Members personally present and entitled to vote. No business shall be transacted at any Extraordinary 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
 - all resolutions (and amendments thereto) shall be put to the meeting
 - 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
 - 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
 - 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

14. Finances

- i. The level and due date of Membership Fees shall be recommended each year by the Committee to the Annual General Meeting and voted on by Members
- ii. Club funds will be held in a bank or building society account in the name of the Club
- iii. Payments out of the Club account must be subject to two signatures from current members of the Committee
- iv. Payments received by the Club must be deposited promptly by the Treasurer into the Club account

15. Accounts

- i. 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
- ii. The Club's Financial Year shall run from April 1 to March 31 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

16. Application of Surplus Funds

- i. 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 objects.
- ii. 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 Honorary Officer their reasonable and proper out of pocket expenses incurred on Club business
 - pay for reasonable hospitality for visiting teams and guests
- iii. No Member shall be paid a salary, bonus fee or other remuneration for competing for the Club

17. Constitution Amendments

- i. No Constitution rule may be altered, added to, or deleted except at an Annual General Meeting or at a meeting of the Committee and then only by agreement of a two-thirds majority of those present and voting

18. Interpretation Of Club Constitution

- i. The Constitution may be added to, repealed, or amended by resolution at any Annual or Extraordinary General Meeting carried by a majority of at least two-thirds of the Members

voting thereon

- ii. 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 Extraordinary or Annual General Meeting

19. Dissolution

- i. If, at any Annual General Meeting, a resolution for the dissolution of the club shall be passed by a majority of members present, an Extraordinary 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) to further consider the matter
- ii. The members may vote to wind up the Club if not less than three quarters of those present and voting to support that proposal at a properly convened Extraordinary General Meeting. If successful, the Committee shall proceed to realize the property of the Club and discharge all liabilities
- iii. Any remaining property 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, charity or to the relevant governing body, as nominated at the Extraordinary General Meeting
- iv. Dissolution will be automatic should the Club not be able to maintain financial viability

20. Disciplinary Procedures

- i. 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 their conduct has been, or is likely to be, prejudicial to the interests of the Club. Exclusion or other disciplinary action 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.
- ii. Such Member shall have one month's clear notice of the Committee Meeting sent to them together with details of the case against them. The Member shall be entitled to attend the Meeting and be heard in defence, but shall not be entitled to be present at the voting or take part in the proceedings other than as the Committee shall permit. If the Member is a member of the Committee, he or she shall not be entitled to vote.
- iii. 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 UK Athletics 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.

21. Notices

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