



# HYTHE CYCLING CLUB

## Constitution

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<b>Approval: Club Chairman</b> Name.....R. Foster.....	Signature.....  Date:.....	
<b>Endorsement: Club Auditor</b> Name..... E. Bates .....	Signature.....  Date:.....	

### Document Revision History

Revision Number	Date	Carried out by	Amendments and brief Reason
1	Feb 2015	E. Bates	Original version
2	Feb 2016	H. Hammond	Sections 5c & 8D(c-i). Changes to quorate rules for meetings – as agreed at AGM Feb 2016
3	Feb 2017	H. Hammond	Section 4f - subscriptions must be paid by April - as agreed at AGM Feb 2017
4	Feb 2018	R. Foster	Front sheet added and last page removed.



## **Foreword**

This Constitution for the Hythe Cycling Club, established in January 2015, is based mainly on the model constitution provided online by British Cycling, modified, expanded, and complemented by pertinent liberal selections from other similar online templates for sports clubs, and after critical submissions by the founding committee of the Club.

As a first incarnation of HCC's constitution it owes some of its character to the lessons learned from the constitutional inflexibility and obduracy of the Thornton Road Club that unintentionally begat HCC. With such a provenance, it is hardly necessary to state that this Constitution is not fixed for all time: it can and should be regularly reviewed, revised, and improved when necessary.

*Eric Bates*

*February 2015*

Following the club's Annual General Meeting on 5 February 2016, amendments authorized by that meeting were made to paragraphs 5c, and 8D(c-i), all of which deal with the quorate rules for meetings.

*Eric Bates*

*February 2016*

An amendment extending the lapsable time for unpaid subscriptions, paragraph 4f, was approved at the Annual General Meeting held on 10 February 2017.

*Eric Bates*

*February 2017*

Amendments made: a front cover and revision sheet added; the final page, which only related to the first AGM removed.

*Eric Bates*

*February 2018*



# Rules/Constitution of Hythe Cycling Club

**1 The Club will be called: Hythe Cycling Club.** In this document 'the Club' refers to Hythe Cycling Club.

## **2 The Purposes of the Club**

The purposes of the Club are to promote all aspects of the amateur sport of cycling in East Kent and the southern littoral of Kent and East Sussex, and to encourage community participation in the sport in that area.

## **3 Permitted means of advancing the purposes**

The Committee has the power to:

- a.** Acquire and provide grounds, equipment, coaching, training and playing facilities, as well as club house, transport, medical and related facilities;
- b.** Provide coaching, training, medical treatment, and related social and other facilities;
- c.** Take out any insurance for club, employees, contractors, players, guests and third parties;
- d.** Raise funds by appeals, subscriptions, loans, and charges;
- e.** Borrow money and give security for the same, open, and manage bank accounts;
- f.** Buy, lease or licence property and sell, let or otherwise dispose of the same;
- g.** Make grants and loans and give guarantees and provide other benefits;
- h.** Set aside or apply funds for special purposes or as reserves;
- i.** Deposit or invest funds in any lawful manner;
- j.** Employ and engage staff and others and provide services;
- k.** Co-operate or affiliate with firstly, any bodies regulating or organising the sport, and secondly with any club or body involved in it, and thirdly with government and related agencies. Affiliation with British Cycling, and Cycling Time Trials (CTT) would be an immediate objective of the club;
- l.** Do all other things reasonably necessary to advance the purposes.

*NONE of the above powers may be used other than to advance the purposes consistently with the Rules below and the general law.*

## **4 Membership**

**a.** Membership of the Club shall be open to anyone interested in the sport on application regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs. However, limitation of member-

ship according to available facilities is allowable on a non-discriminatory basis.

**b.** The Club may have different classes of membership and subscriptions on a non-discriminatory and fair basis. These membership classes could include: non-racing members (adults) who do not qualify for time trials, road races, hill climbs and other competitive events; racing members (adults) who qualify for competitive events; junior members (i.e. 16 to 18) both non-racing and racing; and family membership at a discounted subscription. Under-16s may also be members without charge but shall always be accompanied on club rides by a parent or guardian. The Club shall set subscriptions at values that would not pose a significant obstacle to people participating.

**c.** Application for membership of the Club shall be by completion of a membership application form which should be submitted to the Club Secretary together with the necessary subscription. A new applicant shall be nominated and seconded by existing club members. To that end, a period of up to five weeks of active riding with the Club at no charge, for the purpose of mutual familiarization between applicants and club members shall be allowed.

**d.** The Club Secretary shall, *inter alia*, keep a register of members. The use of the information in this register shall comply with the Data Protection Act of 1998.

**e.** Membership subscriptions shall be set annually and shall be determined by Annual General Meetings or, when necessary, by an Extraordinary General Meeting. The subscriptions so set may apply either to the current calendar year or to the following calendar year. New members joining after 30 June shall be charged half the annual rates in the year they join. All subscriptions should be paid in a single amount by the due date.

**f.** Membership is for up to one year and is renewable, along with subscriptions, on 1 January each year. Subscription renewals must be paid by 1st April, otherwise membership shall lapse and may be renewed only by re-application. Newly joining members shall pay their first subscription when submitting their completed applications forms. Membership is not transferable and shall cease on death.

**g.** A member may resign by written notice to the Club, but the return of any subscription paid is at the discretion of the Club Committee.

**h.** The Club Committee may refuse membership, or remove it, only for good cause such as conduct or character likely to bring the Club or the sport into disrepute. Appeal against refusal or removal of membership may be made according to paragraph 9 of these rules.

**i.** All members shall be subject to the regulations of the Constitution, and by their joining the Club shall be deemed to accept the regulations and codes

of conduct adopted by the Club (including risk assessments/safety information published by the Club) and the general policies and rules of the organisations with which the Club is affiliated.

**j.** Members are strongly encouraged to hold third party liability insurance such as that provided by individual membership of British Cycling or CTC.

## **5 All General Meetings**

**a.** All members may attend all general meetings of the Club in person. Such meetings, including the Annual General Meetings (AGMs), shall be held on particular days and particular times, and at venues all of which are convenient and acceptable to the majority of members.

**b.** General meetings require 21 clear days' written notice to members.

**c.** The quorum for all general meetings (including the AGM) shall be a minimum of 66% of committee members (subject to (d) below) and 5 ordinary members.

**d.** Ordinarily, the Club chairman shall preside at general meetings (including the AGM). In the absence of the Club chairman, another member, either the vice chairman if appointed or a member chosen by members present at the meeting, shall preside.

**e.** Except as otherwise provided in these Rules, every resolution shall be decided by a simple majority of the votes cast on a show of hands.

**f.** Minutes of all meetings (including those of sub-committees) shall be kept by the Club Secretary or someone delegated by that officer. Minutes shall be validated and formally approved by members.

**g.** Formalities in connection with general meetings (such as how to put forward proposals) shall be decided by the Committee and publicised to Club members, preferably by digital means (i.e. via a website or by email).

## **6 Annual General Meetings (AGMs) and Reports**

The Club shall hold an AGM once in every calendar year and not more than 15 months after the last AGM. At every AGM:

**a.** Members shall elect a committee of up to seven members (officers) including:

**i.** a Chairman (who shall preside at all meetings, be responsible for Club policy and the supervision of other officers, and who shall report to the AGM on the state of the Club and its activities since the last AGM);

**ii.** a Treasurer (who shall maintain proper financial records for the Club, operate all bank accounts, prepare as and when necessary but

normally once a year in time for the AGM, a historic financial report incorporating at least a receipts and payments account, and if possible an income and expenditure account and a balance sheet, all for the period since the last financial report, and a budget of income and expenditure for the forthcoming year); and

**iii.** a Secretary (who shall retain all membership application forms, maintain an up-to-date, preferably digital, register of members with full contact member-approved addresses, prepare for and give necessary notice of Committee meetings and general meetings of members including the AGM, report as necessary to those meetings, and take responsibility either personally or by delegation, for recording the minutes of those meetings);

**b.** The full Committee shall serve until the conclusion of the next AGM;

**c.** After being formally proposed and seconded in writing before the AGM, that meeting shall elect annually Committee members, who may not serve in the same position for more than five years;

**d.** Before their presentation to the AGM, the annual financial statements prepared by the Treasurer shall be audited. The AGM should formally approve those accounts.

**e.** The Members shall appoint each year a suitable person to audit the accounts;

**f.** The financial year of the Club shall end on 31 December;

**g.** The Members shall discuss and vote on any proposal (whether about policy or to change the Rules) and deal with any other business put to the meeting.

## **7 Extraordinary General Meetings (EGM)**

An EGM shall be called by the Secretary within 14 days of a request to that effect either from the Committee, or on the written and signed request of either 15% of the membership or 8 members if that were smaller. Such an EGM shall be held in not less than 14 or more than 21 days' notice at a place decided upon by the Committee or in default by the Chairman, and on a day, a time, and a place that are convenient and acceptable to the majority of members.

## **8 The Committee**

### **A. Role**

Subject to these Rules the Committee shall have responsibility for the management of the Club, its funds, property and affairs.



## **B. Property, Bank Accounts, etc.**

- i.** The property and funds of the Club cannot be used for the direct or indirect private benefit of members other than as reasonably allowed by the Rules.
- ii.** Any bank account in which any part of the Club's funds are deposited shall be operated by the Committee and shall be held in the name of the Club.
- iii.** Unless regulations state otherwise, all cheques, orders for payment, and online payments of £100 or more from such accounts must be sanctioned/signed by at least two members authorised by the Committee, including at least one authorised Committee member. Payments of less than £100 shall be sanctioned/signed by one authorised member or Committee member.
- iv.** All incoming funds shall be lodged without deduction in the Club's bank account.
- v.** The treasurer shall keep proper accounts of the finances of the Club and its committee, either by manuscript registers or by electronic/computer methods.
- vi.** Any real property or fixed assets of the Club may be vested in between two and four trustees. The trustees shall hold the same for and on behalf of the members of the Club.
- vii.** The Committee shall have power by notice in writing to appoint such trustees from the membership of the Club, and may remove them at any time, by resolution of the Committee.
- viii.** The trustees shall deal with the Club's property and assets as directed by the Committee from time to time.
- ix.** The trustees shall be entitled to be indemnified against any cost or expense properly incurred in dealing with the property or the assets out of the Club's funds.
- x.** The Club may provide sporting and related social facilities, sporting equipment, coaching courses, insurance cover, medical treatment, event expenses, post-event refreshments and other ordinary benefits of community amateur sports clubs.
- xi.** The Club may also in connection with the sports purposes of the Club:
  - a.** Sell and supply food, drink and related sports clothing and equipment;
  - b.** Employ members (though not for riding) and remunerate them for providing goods and services, on fair terms set by the Committee without the person concerned being present;
  - c.** Pay for reasonable hospitality for visiting teams and guests;

**d.** Indemnify the Committee and members acting properly in the course of the running of the Club against any liability incurred in the proper running of the Club (but only to the extent of its assets).

**xii.** The Committee will have due regard to the law on disability discrimination and child protection.

### **C. Committee Composition, Functions, etc.**

**i.** The Committee shall consist of at least three and not more than seven members (including the Chairman, Secretary, and Treasurer). Other functions of the committee are delineated in C(v) below.

**ii.** The Committee members may co-opt club members (up to the maximum permitted number) to serve until the end of the next AGM.

**iii.** Any Committee member may be re-elected or re-co-opted provided that he or she shall not have served for more than five consecutive terms without spending one year out of office. A person so eligible for re-election shall not hold office for more than three years.

**iv.** A Committee member ceases to be such if he or she ceases to be a member of the Club, resigns by written notice, or is removed by the Committee for good cause after the member concerned has been given the chance of putting his/her case to the Committee with an appeal to the Club members, or is removed by Club members at a general meeting. The Committee shall decide fairly the time limits and formalities for these steps.

**v.** As well as the functions of Chairman, Secretary, and Treasurer (see paragraph 6a above), other specific functions of the committee are:

(a) quartermaster, i.e. collation of periodic club kit demands to minimise costs to members, to collect members' contributions for such kit prior to placing the order with the supplier, and to organise and account for other supplies as necessary. Funds so collected must be passed to the Treasurer as soon as possible. The quartermaster should also engage with development of Club kit design when thought necessary;

(b) ride convener including Sunday-ride route selection, exploration, and development; ride discipline, including appointment of ride captains and ride sweepers;

(c) webmaster/web administrator and social media policy;

(d) competitions facilitator including promotion of sportives, time trials and road racing, recruiting marshals for road events, and collating results for the Club records and Club award schemes, if any;

- (e) social events facilitator;
  - (f) safety in riding including learning through coaching, and winter riding policy;
  - (g) public relations function, including grievances and complaints procedures (affecting intra-club member and/or members of the public), and recruitment and induction of new riders.
- vi.** Committee members, some of whom would be expected to undertake one or more of the tasks enumerated in (v) above, may seek assistance from non-Committee auxiliaries.

#### **D. Committee Meetings**

- a.** The Committee shall meet at least four times a year in a venue or venues of its choice.
- b.** Whenever a Committee member has a personal interest in a matter to be discussed, he/she must declare it, withdraw from that part of the meeting (unless asked to stay), not be counted in the quorum for that agenda item and withdraw during the vote and have no vote on the matter concerned.
- c.** The Committee may decide its own way of operation. Should it change its mode of operation, such a change shall be validated at the next AGM. Unless it otherwise resolves, the following rules shall apply:
  - i.** At least 66% of members must be present for the meeting to be lawful;
  - ii.** Committee meetings shall be held face to face, i.e. proxies shall not be allowed;
  - iii.** The Chairman, or whoever else chosen from among those present, shall chair meetings;
  - iv.** Decisions shall be by simple majority of those voting;
  - v.** The Chair of the meeting shall not have a casting vote;
  - vi.** In exigent circumstances only, a resolution in writing signed by every Committee member shall be valid without a meeting. Such a Committee-sanctioned resolution shall not overrule a decision of members made at a general meeting or at an extraordinary general meeting, and shall be tabled at the next general meeting, including an AGM, for retrospective approbation.

#### **E. Delegation etc.**

The Committee may delegate any of its functions to a sub-committee or sub-committees but must specify the scope of a sub-committee's activity and powers; the extent to which it can commit the funds of the Club; its member-

ship; and its duty to report back to the Committee. The Committee may wind up any sub-committee at any time or change its mandate and operating terms.

## **9. Discipline and appeals**

- a.** All complaints regarding the behaviour of members should be submitted in writing to the Club Secretary.
- b.** The Committee shall meet to hear complaints within 14 days of a complaint being lodged.
- c.** The Committee has the power to take appropriate disciplinary action including the termination of membership.
- d.** The outcome of a disciplinary hearing should be notified in writing to the person or persons who lodged the complaint and the member against whom the complaint was made within three days of the hearing.
- e.** There shall be the right of appeal to the Committee following disciplinary action being announced. The Committee should consider the appeal within 14 days of the Secretary receiving the appeal.

## **10. Notices**

- a.** Notices to be sent out in accordance with these Rules may be sent by hand, by post or by suitable electronic means and will be treated as being received:
  - i** 24 hours after being sent by electronic means or delivered by hand to the relevant address;
  - ii** Two clear days after being sent by first class post; or
  - iii** Three clear days after being sent by second class post.
- b.** Notice of all general meetings must also be posted on the Club's notice board(s) if any, and website (if any).
- c.** A technical defect in the giving of notice of which the members or the Committee are unaware at the time does not invalidate decisions taken at a meeting. However, should a significant proportion of the membership be excluded from the meeting owing to the technical defect, an EGM may be called as per section 7 above, and specific items may be re-examined.

## **11. Disclosure**

Annual club reports and statements of account must be made available for inspection by any member, and all club records may be inspected by any Committee member.

## **12. Amendments**

- a.** Provided that the secretary has received notice of any alteration proposed to these Rules, in writing no less than 21 clear days before the meeting at which the alteration would be considered, these Rules may be amended at any general meeting, including an Annual General Meeting and an Extraordinary Meeting.
- b.** The proposal must be approved by two-thirds of the votes cast but not (if relevant) so as to jeopardise the Club's status as a Community Amateur Sports Club (a status granted by the tax authorities), and not in any event to alter the Club's purposes (unless the procedure set out in 12 (c) has been followed) or in winding up provisions.
- c.** The Club's Purposes may be changed to include another eligible sport if the Committee unanimously agrees and the members also agree the change by a 75% majority of votes cast.

## **13. Winding up the Club**

- a.** The members shall wind up the Club if not less than three quarters of those present and voting support such a proposal at a properly convened general meeting.
- b.** The Committee shall then be responsible for the orderly winding up of the Club's affairs.
- c.** After settling all liabilities of the Club, the Committee shall dispose of the net assets remaining to one or more of the following:
  - i.** To another Club with similar sports purposes which is a charity and/or
  - ii.** To another Club with similar sports purposes which is a registered Community Amateur Sports Club and/or
  - iii.** To the Club's national governing body (British Cycling) for use by them for related community sports.