

# CONSTITUTION OF THE 7OAKS TRIATHLON CLUB

ADOPTED 11 JANUARY 2009

AMENDED 17 JANUARY 2016

## **Constitution**

# **7OAKS TRIATHLON CLUB**

## ***1 Name***

- 1.1 The Club will be called 7Oaks Triathlon Club (*the “Club”*) (formerly Sevenoaks Triathlon Club) and also carries on its activities under the name “7Oaks Tri” and adopts the following logo which is the property of the Club (*the “Logo”*).



The Club also owns the name Sevenoaks Triathlon Club as well as other similar derivatives thereof. The Club also owns the name 7Oaks Sprint Triathlon.

- 1.2 The Club will be affiliated to The British Triathlon Federation via Triathlon England.
- 1.3 The Club may also be affiliated to such other sporting bodies as the members may approve from time to time at an Annual General Meeting or an Extraordinary General Meeting.

## ***2 Aims and objectives***

- 2.1 The aims and objectives of the Club will be:
- To offer coaching and competitive opportunities in triathlon for athletes of all abilities;
  - To promote triathlon and related disciplines in the community of Sevenoaks, Kent and surrounding areas including but not limited to the organisation of triathlon races for public entry each year;
  - To ensure a duty of care to all members of the Club;
  - To provide all its services in a way that is fair to everyone;
  - To ensure that all members and applicants for membership receive fair and equal treatment;
  - To be open, honest and transparent in all of its activities.

- The Club's core values shall be, **Transparency, Equality & Enjoyment.**
- 2.2 The Club accepts its responsibility to provide a duty of care to protect all children (and vulnerable adults) and to safeguard and promote their welfare, irrespective of age, any disability they have, gender, racial origin, religious belief and sexual identity and it adopts the British Triathlon policies and procedures as regards child protection and recognises that the welfare of children is everyone's responsibility and that all children and young people have a right to have fun, be safe and be protected from harm.
- 2.3 Each member agrees to treat each other member with respect and fairness.

### **3 Membership**

- 3.1 Membership will consist of members of the Club according to this constitution.
- 3.2 There will not normally be any limit on the total membership of the Club but in the event of there being good reasons to limit the total membership, the Committee will put forward recommendations to be approved by at an Annual General Meeting or an Extraordinary General Meeting.
- 3.3 Any limit on the total membership may be varied at an Annual General Meeting or Extraordinary General Meeting.
- 3.4 All members will be subject to the regulations of the constitution and by joining the Club will be deemed to accept the terms of this constitution and all other regulations and codes of conduct that the Club has adopted, copies of which will be posted on the website of the Club as soon as practicable after being adopted.
- 3.5 Members will be enrolled in one of the following categories:
- Full member
  - Honorary member
  - Junior member
  - Life member
- 3.6 A Full member is a fully paid up member of age 18 or over, an Honorary member and a Life member is a member elected as an Honorary member until the next Annual General Meeting or a Life member for life (as the case may be) at an Annual General Meeting or Extraordinary General Meeting and a Junior member is a fully paid up member under the age of 18.
- 3.7 All members other than Junior members have the right to vote and be heard at Annual General Meetings and Extraordinary General Meetings of the Club.
- 3.8 Any person who wishes to become a member of the Club must each year submit a signed application to the Secretary (and in the case of a Junior member the application must be signed by the person's parent or guardian).

- 3.9 The Club shall not refuse an application for membership on discriminatory grounds, whether in relation to ethnic origin, sex, religion, disability, political persuasion or sexual orientation.
- 3.10 The Club may refuse membership only for good and sufficient cause, such as conduct or character likely to bring the Club or the sports promoted by the Club into disrepute.
- 3.11 It is a condition of membership that a member makes themselves available to help at the club triathlon (the race) which is held once a year normally in April - the exact date being advertised to the membership on or around October the previous year. Failure to help at the race (unless advised by the race director in writing that the member is not required) will be considered a breach of club rules and may result in disciplinary proceedings which could potentially result in the immediate termination of membership. Such proceedings will be subject to the appeals procedure laid out in clause 13.
- 3.12 A member may resign from the Club on written notice to the Secretary and any resigning member is not entitled to any refund of membership fees.

#### ***4 Membership fees***

- 4.1 Membership fees will be determined at the Annual General Meeting or at any Extraordinary General Meeting called for such purpose.
- 4.2 Membership fees will be paid annually and are due on the 31<sup>st</sup> December each year or on joining the Club (on a pro rata basis if applicable).
- 4.3 Membership fees for returning members are due by 31 January otherwise membership will automatically lapse. Previous members who have not renewed their memberships will not be allowed to partake in Club activities.
- 4.4 Members participating in swimming, cycle coaching and other activities organised by the Club will pay fees for such activities at the rates set by the Committee from time to time.
- 4.5 Life members and Honorary Members will not be liable for the annual membership fees but will be liable for the other fees referred to in clause 4.4 above.
- 4.6 Committee Members must pay the same fees as other members of the Club.

#### ***5 The Committee***

- 5.1 The committee of the Club comprises the following (together the “**Committee**” and each a “**Committee Member**”) and who will manage the Club for the benefit of the members:
- Chair
  - Vice Chair
  - Club Secretary
  - Treasurer
  - Communications and PR Officer
  - New Member Rep
  - Social Secretary

- Swim Rep
- Cycle Rep
- Run Rep.

Any of these Committee members can also undertake the following roles:

- Club Welfare Officer
- Webmaster (though it would normally be the Communications and PR Officer).

5.2 Any Committee Member must be a member of the Club and be 18 years of age or older.

5.3 The Committee will be elected annually at the Annual General Meeting.

5.4 All Committee Members will retire each year at the Annual General Meeting of the Club but will be eligible for re-election.

5.5 The Committee will invite members to fill any vacancies on the Committee in between Annual General Meetings, and any member selected by the Committee to fill any such vacancy will have full voting rights on the Committee and will retire each year at the Annual General Meeting of the Club but will be eligible for re-election.

## ***6 Responsibilities and conduct of the Committee***

6.1 Meetings of the Committee will be convened by the Club Secretary of the club and will be held no less than four times per year. Members of the Committee may attend a committee meeting by telephone.

6.2 Resolutions of the Committee will be decided by majority vote of those in attendance and in the event of deadlock or split vote the Chair carries an additional casting vote.

6.3 The quorum required for business to be agreed at meetings of the Committee will be five, of which no less than three Committee Members must attend the meeting in person and the Chair, Secretary and Treasurer must be present at such meeting.

6.4 The Committee will be responsible for adopting new policy, codes of conduct and rules that affect the organisation of the Club and which will bind members of the Club, provided that any such policies, codes of conduct or rules do not conflict with the terms or intention of this constitution and are posted on the Club website and emailed to members using the usual email distribution list as soon as reasonably practicable.

6.5 The Committee has the power to appoint sub-committees as necessary and appoint advisers to the Committee as necessary to fulfil its business.

6.6 The Committee will be responsible for disciplinary hearings of members who infringe the Club rules and/or regulations and/or constitution or otherwise act against the interests of the Club or the sport or bring the Club or sport into disrepute. The Committee will be responsible for taking any action of suspension or discipline following such hearings.

6.7 The Committee may not incur expenditure on any new assets or activities in excess of a limit to be established each year by the members at the Annual General Meeting. For clarity, the limit will be for any item of proposed expenditure not the total expenditure for

the year. Any proposed expenditure in excess of this limit will require prior approval of the members at an Extraordinary General Meeting.

## ***7 Finance***

- 7.1 All club monies, including swim fees and race income will be banked in an account or accounts held in the name of the Club.
- 7.2 The Club Treasurer will be responsible for managing the finances of the Club.
- 7.3 The financial year of the club will end on 31 December.
- 7.4 The Treasurer, the Committee, the Independent Audit Committee (as defined below) or the members at an Annual General Meeting or Extraordinary General Meeting may require the annual accounts to be audited by a local firm of Chartered Accountants (the “**Auditor**”).
- 7.5 Any cheques drawn against Club funds should hold the signatures of the Treasurer plus up to two other Committee members. The names of whom shall be agreed at the AGM.
- 7.6 The Treasurer will publish the annual and any interim accounts of the Club on the Club website.
- 7.7 The Treasurer will maintain a list of the property of the Club and the name of the Club, the name “Sevenoaks Sprint Triathlon” and the Logo are the property of the Club.
- 7.8 Any member of the Club may inspect any aspect of the Club finances on reasonable request to the Treasurer, including on reasonable notice access to bank statements, chequebooks, invoices and other documents in the possession of the Treasurer.

## ***8 Independent Audit Committee***

- 8.1 The members of the Club shall at the Annual General Meeting appoint an independent committee termed the “Independent Audit Committee” consisting of not less than two and not more than four members of the Club who cannot either be Committee Members of the Club in the previous year or standing for election as Committee Members at such Annual General Meeting.
- 8.2 The Independent Audit Committee will work with the Club Treasurer and Auditor (if appointed) to prepare and review the annual and interim Club accounts and report on the annual accounts at the Annual General Meeting.
- 8.3 Each member of the Independent Audit Committee will retire each year at the Annual General Meeting of the Club but will be eligible for re-election (unless ineligible under clause 8.1 above).

## ***9 Sevenoaks Triathlon Swimming***

The members of the Club at the Annual General Meeting shall decide on any financial support and mutual organisational arrangements with the ASA affiliated club known as Sevenoaks Triathlon Swimming.

## ***10 Annual General Meetings***

10.2 An Annual General Meeting (“AGM”) of the Club will be held in January each year.

10.3 The purpose of the AGM is to transact the following business:

- to receive a report from the Committee of the activities of the Club during the previous year;
- to receive a presentation by the Treasurer and the Independent Audit Committee of the annual accounts;
- to elect the Committee;
- to elect the Independent Audit Committee;
- to decide if an Auditor should be appointed;
- to approve the expenditure threshold of the Committee for the next year;
- to decide on the renewal of any Honorary memberships;
- to decide on any financial support and mutual organisation arrangements with Sevenoaks Triathlon Swimming; and
- to decide on any other matters referred to in the notice of the AGM.

10.3 Nominations for Committee Members and members of the Independent Audit Committee will be sent by the proposer and the seconder to the Secretary prior to the AGM including confirmation that the proposed Committee Member or Independent Audit Committee member is willing to stand for election.

10.4 A member must give the Club Secretary no less than 14 days notice of any other resolution that they wish to be moved at the AGM.

## ***11 Extraordinary General Meetings***

11.1 An Extraordinary General Meeting (an “EGM”) may be called at any time by the Committee and shall be called by the Club within 28 days of receipt by the Secretary of a requisition in writing signed by not less than 10 per cent of the then current members of the Club, stating the purposes for which the meeting is required and the resolutions proposed.

11.2 Resolutions to be moved at EGMs must be specific and detailed.

## ***12 Procedure at Annual General Meetings and Extraordinary General Meetings***

12.1 The Club Secretary will give the notices of the AGM and any EGM by electronic communication or, if a member has requested it on their membership application form,

by post. Details will be published on the Club website and also by sending an email to each member using the usual email distribution list of the Club in each case no less than 14 days prior to the proposed meeting and setting out details of the date, venue and agenda and the requisite attendance for there to be a quorum at the meeting.

- 12.2 A statement of the annual accounts will be sent by the Treasurer to members by posting details on the Club website and sending an email to each member using the usual email distribution list of the Club at least 5 days prior to each Annual General Meeting.
- 12.3 The quorum for AGMs and EGMs will be such number of the members of the club that comprise no less than the greater of 25 members or 15 per cent of the membership of the club at the date notice of the AGM or EGM is given. For the purposes of calculating the quorum, Committee Members count as members.
- 12.4 The Chair shall be the chair of the AGM and EGM or in the absence of the Chair, the Vice Chair. Each member present at the meeting shall be entitled to one vote and resolutions shall (subject to clause 14 and 15) be passed by a simple majority. In the event of a deadlock or split vote the chair of the meeting shall have an additional casting vote.
- 12.5 Only paid up members who are not Junior members are entitled to vote at the AGM or EGM. Junior members may be given the opportunity however to speak and make their opinions known.
- 12.6 The Secretary shall take minutes of the AGMs and EGMs and publish the minutes on the Club website including a tally of votes where taken as soon as reasonably practicable.

### ***13 Discipline and appeals***

- 13.1 All complaints regarding the behaviour of members should be submitted in writing to the Club Secretary and the Club Secretary shall as soon as reasonably practicable notify the member the subject of the complaint of the details and the date for a hearing by the Committee.
- 13.2 The Committee will meet to hear complaints within 21 days of a complaint being lodged.
- 13.3 The member the subject of disciplinary proceedings and the person that lodged the complaint must be given the opportunity to be heard by the Committee and the member the subject of the disciplinary proceedings may if such member chooses be represented by or accompanied by another member at such hearing.
- 13.4 The Committee has the power to take appropriate disciplinary action including the termination of membership, but in the event of a decision to terminate membership the Committee must reach a majority decision of those in attendance.
- 13.5 The outcome of a disciplinary hearing should be notified in writing to the person who lodged the complaint and the member against whom the complaint was made within 5 days of the hearing.

- 13.6 There will be the right of appeal to the Committee following disciplinary action being notified in accordance with clause 13.5 above, any appeal to be in writing to the Secretary within 14 days of such notice.
- 13.6 The member the subject of disciplinary proceedings and the person that lodged the complaint must be given the opportunity to be heard by the Committee at any appeal and the member the subject of the disciplinary proceedings may if the member chooses be represented or accompanied by another member at such hearing
- 13.7 The Committee should consider the appeal within 15 days of the Club Secretary receiving the appeal and notify the relevant member and the person that lodged the complaint of the outcome within 15 days thereafter.
- 13.8 No announcement will be made by the Committee to the members in general of the outcome of disciplinary proceedings until the appeals procedure is either not utilised or is completed.

#### ***14 Dissolution***

- 14.1 A resolution to dissolve the Club can only be passed at an EGM through a vote of the membership where 75 per cent or more of those voting approve the resolution.
- 14.2 In the event of proposal for a dissolution, the Committee shall make recommendations to the members for the distribution of any assets of the club that remain and these will be distributed in a manner approved by the members at the AGM or EGM (or additional EGM) in the furtherance of the aims and objectives of the Club.

#### ***15 Amendments to the constitution***

The constitution may only be changed by a resolution at an EGM through a vote of the membership where 75 per cent or more of those voting approve the resolution.

#### ***16 Declaration***

7Oaks Triathlon Club hereby adopts and accepts this constitution as a current operating guide regulating the actions of members and the furtherance of the objects of the Club.

Signed:

Date:

Name:

Club Chair

*Charlie Mortleman*  
CHARLIE MORTLEMENAN.

*02/04/2016*

Signed:

Date: *02/04/2016*

Name:

Club Secretary

*Lawrie Procter*  
LAWRIE PROCTER