

# **Ochil Hill Runners Club Constitution**

## **1 Name**

The name of the club shall be Ochil Hill Runners, hereafter referred to as 'the Club'.

## **2 Objective**

The objective of the Club shall be to encourage the pursuit and enjoyment of hill running, primarily within Central Scotland.

## **3 Membership**

(a) Membership is open to all age groups provided that those under the age of 18 are supervised by a parent or guardian at Club training sessions and at races.

(b) Any person seeking to join the Club shall submit an application to the Membership Secretary. Membership is open to all and no application will be refused on other than reasonable grounds. There will be no discrimination on grounds of age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex, sexual orientation, political or other opinion.

(c) All members joining the Club shall be deemed to accept the terms of this Constitution and any Bye-laws from time to time adopted by the Club, in particular without prejudice to the foregoing generality, the requirement to conduct themselves in accordance with the Club's Code of Conduct (see Annex 1).

## **4 Officials of the Club**

(a) The Committee shall consist of a minimum of not less than four (4) members and not more than eight (8) members elected at the Club's AGM.

(b) The office bearers of the Club shall be a Chair, a Secretary, a Treasurer, a Membership Secretary, a Men's Captain and a Ladies' Captain and any other position deemed to be a requirement of meeting the best interests of the Club and its Membership.

(c) The Committee of the Club shall comprise the office-bearers, the Webmaster, representatives of the Club on other bodies (if not already members of the Committee) and members of any sub-committees. The Committee must also comprise both males and females. Additional members and race organisers may be co-opted onto the Committee in a non-voting capacity as required.

(d) If an office-bearer demits office between Annual General Meetings (AGMs), the Committee shall appoint a replacement. The replacement shall hold office until the next AGM or special meeting.

(e) Committee Members will serve a maximum of 3 one year terms and will not be eligible for further election until a one year term has elapsed, unless the circumstances are exceptional.

## **5 Subscriptions**

The annual subscription shall be suggested by the Committee and any proposed changes shall be agreed or otherwise at the next AGM. Subscriptions will become due on 1st January of the membership year. New members joining part way through the year shall be required to pay the full subscription. Membership is free to anyone under the age of 18.

## **6 Annual General Meeting**

(a) The AGM of the Club shall be held on a date fixed by the Committee, which shall not be later than 27<sup>th</sup> February each year.

(b) The meeting shall be called by the notification of all members at least fourteen days before that date.

(c) At least one half of the Committee, which must include two (2) Office bearers, must be present to hold an AGM.

(d) At each AGM the following business shall be conducted:

- i) Receive and confirm the minutes of the previous AGM.
- ii) Presentation of the Club's financial accounts for the year.
- iii) Nomination of a suitable individual to audit the Club's financial accounts for the year.
- iv) Presentation of the Club's projected financial situation for the forthcoming year, and the setting of all fees.
- v) Presentation of the Chair's report.
- vi) Presentation of the Club Captains' reports.
- vii) Presentation of the Membership Secretary's report
- viii) Presentation of the Club Coach's report
- ix) Election of officers to the Committee.
- x) Any other business brought before the Committee which has been submitted to the Secretary in writing not less than seven days prior to the AGM, and any other business deemed relevant by the Chair.

### **7 Extraordinary General Meetings**

(a) An Extraordinary General Meeting (EGM) can be called by Committee Members at any time or by a Member's Resolution submitted by eight [8] Members or 33% of the Membership whichever is the lesser.

(b) At least two thirds (2/3) of the Committee, which must include two (2) Office bearers, must be present to hold an EGM.

(c) At least 14 days' notice must be given of the date, time, place and purpose of the meeting and should be publicised as widely as possible.

### **8 Committee Meetings**

(a) Committee meetings shall be held at a frequency determined by the Office Bearers in order to ensure the smooth running of the Club's activities.

(b) The quorum for a meeting shall be three (3) Committee Members or 55% whichever is the greater.

(c) All meetings must be minuted and available to any Club Member on written request within 7 days.

(d) All Committee members shall be given at least seven (7) days' notice of a Committee meeting unless it is deemed an emergency meeting.

(e) The Committee will have the power to appoint such Sub-Committees as it may from time to time decide and to determine their powers and terms of reference. Minutes will be kept of all Sub-Committee meetings.

(f) Each Committee Member shall have one vote. In the event of a tied vote, the Chair shall have the casting vote.

(g) In the interests of integrity, any conflict of interest in decision making processes must be declared and where appropriate, those making such declarations should neither take part in discussion nor decision making in relation to said conflict of interest.

### **9 Voting**

(a) For Committee positions at the AGM, if there are more nominees than places available then the members will secretly vote for their chosen nominee(s) only.

(b) The outcome of all non-Constitutional votes at the AGM or an EGM shall be determined by simple majority. In the event of a tie the Chair shall have a deliberative as well as a casting vote.

(c) To vote or take part in the proceedings of an AGM or EGM, individuals must be current Members of the Club of at least thirty days standing.

### **10 General**

(a) The duties of the Committee shall be to govern the affairs of the Club in all respects.

(b) The duties of the Secretary shall be to keep a correct record of the proceedings of the AGM, of any EGMs, and of periodic Committee meetings; to attend to all correspondence; and to take charge of all Club books and records.

- (c) The duty of the Membership Secretary shall be to keep an up-to-date list of Club members and ensure the collection of annual membership subscriptions.
- (d) The duties of the Treasurer shall be to keep the accounts of the Club in a proper form and to deal with all financial matters pertaining to the Club. The Treasurer shall transfer all monies to the bank account of the Club, and shall submit a detailed audited financial statement to the AGM.
- (e) The duties of the Chair shall be to facilitate the AGM and any EGMs called, and have appropriate oversight of the Club's activities through liaison with the various Office Bearers.
- (f) The Club shall be affiliated to such bodies as considered appropriate by the Committee from time to time.
- (g) The Committee shall have power to make bye-laws which shall be binding to all members until the next AGM or any EGM, when these shall be confirmed or otherwise as may be determined by the Club.
- (h) The chairperson of the AGM and of any EGM shall be the Chair, or any other Club member nominated by the Chair.

### **11 Club Colours**

Club colours consist of a purple vest with the front bearing the name 'Ochil Hill Runners' in green.

### **12 Finance**

- a) The income and property of the Club, however derived, shall be applied solely towards the objectives of the club as set out in Rule 2 of this Constitution.
- b) Notwithstanding a), at its discretion the Club may make a donation to a benefitting charity of its choice, on the proviso that:
  - (i) the charity is situated locally, meaning that it has its principal base or a benefitting branch within the Stirling, Dunblane, or Clackmannanshire area.
  - (ii) the Club has proposed one or several charity options and has subsequently determined through a member vote at the AGM the particular benefitting charity for that membership year.
  - (iii) the timing of any donation to the chosen charity has been approved by a majority of the Club Committee.
- (c) The Club shall have the power to raise money by means of yearly affiliation fees and match fees as determined by the Committee at the AGM.
- (d) All monies shall be lodged in a bank account in the name of the Club.
- (e) The Treasurer shall be authorised to sign cheques and make online payments on behalf of the Club, subject to authorisation in writing by either the Chair or Secretary.
- (f) The Club's financial year will be for the twelve months ending on the last day of December.

### **13 Alterations to the Constitution**

- (a) No alteration shall be made to this Constitution except at an AGM or at an EGM called for the purpose. Any proposed change shall be submitted in writing to all Members at least fourteen days before the meeting.
- (b) At least two thirds (2/3) of the Committee, which must include two (2) Office bearers, must be present at any meeting at which a change of Constitution is proposed.
- (c) Any changes must be agreed by at least two thirds (2/3) of those Members present.

### **14 Winding-up**

- (a) If two thirds (2/3) of the Committee decide that it is advisable or necessary to dissolve the Club, it shall call an EGM at a minimum of twenty-eight (28) days-notice. If the decision to dissolve the Club is confirmed by a two-thirds (2/3) majority of those present and voting at such a meeting, the Committee will have the power to wind up its affairs and dispose of any remaining assets held by or in the name of the Club.
- (b) If on dissolution and settlement of debts any property remains, this will pass to an organisation with similar aims, as determined at the meeting which votes for dissolution.

## 15 Declaration

It is hereby certified that this document represents a true and most up to date version of the Constitution of Ochil Hill Runners.

## SIGNATURES

Chair Person	..... <i>Robert</i> .....
Date	..... <i>21/2/18</i> .....
Secretary	..... <i>David Scott</i> .....
Date	..... <i>21/2/18</i> .....

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## Annex 1 – Code of Conduct for Club members

As a responsible athlete you will:

- Respect the rights, dignity and worth of every athlete, coach, technical official and others involved in athletics and treat everyone equally.
- Act with dignity and display courtesy and good manners towards others.
- Avoid swearing and abusive language and irresponsible behaviour including behaviour that is dangerous to yourself or others, acts of violence, bullying, harassment and physical and sexual abuse.
- Challenge inappropriate behaviour and language by others.
- Cooperate fully with others involved in the sport such as coaches, technical officials, team managers and representatives of the governing body in the best interest of yourself and other athletes.
- Consistently promote positive aspects of the sport such as fair play and never condone rule violations.

Failure by a member to follow the Club's Code of Conduct may result in a suspension or termination of their membership, as deemed appropriate by the Committee in the circumstances, and after inviting a response from the member in question. The Committee shall inform the member in writing of any decision to suspend or terminate their membership.