

# Constitution of Bradford on Avon Rowing Club (Established 1873)

Adopted at the Club's Annual General Meeting 20 November 2017

## 1. NAME

- a. The Club shall be known as the Bradford on Avon Rowing Club hereinafter known as 'the Club' and abbreviated to BOARC. Informally the club may be referred to or known as Bradford on Avon Kayak or Canoe Club, abbreviated to BOAKC or BOACC, in respect of kayaking or canoeing events or associations.
- b. The Club is an unincorporated members club.
- c. The Club's official address is Pound Lane Bradford on Avon Wiltshire BA15 1LF.

## 2. OBJECTIVES

The objectives of the Club are:

- a. To offer coaching and competitive opportunities in both rowing and canoeing.
- b. To promote the club within the local and wider community and the principle activities of rowing and canoeing. For the purposes of the constitution Kayaking and Canoeing are interchangeable.
- c. To manage and maintain all equipment and property owned by the Club.
- d. To ensure a duty of care in respect of all members of the club
- e. To provide all its resources in a way that is fair to all members.

## 3. MEMBERSHIP

- a. **General** - Membership of the club is open to anyone interested in promoting, coaching, volunteering or participating in rowing or canoeing, regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs. Prospective Members must indicate which aspect of the Club's activities they wish to participate in ie rowing or canoeing. The following categories of Membership are available to those wishing to join the Club.
  - i. **Senior Member** - aged over 18 on 1 January of the year of Membership with full access (subject to the relevant permissions) to equipment and coaching provided by the Club. Senior Members are entitled to Vote at AGM or an EGM
  - ii. **Junior Member** - aged under 18 on 1 January of the year of Membership who have access to equipment and coaching provided by the Club under the supervision and approval of either the Commodore or the Captain. Such members are not entitled to Vote at AGM or EGM

- iii. **County Member** - Members who reside outside a 20 mile radius of the club house or due to their employment, live away for long periods of time, but wish to maintain an association with the Club and use club equipment with the approval of the Commodore or Captain from time to time. Entitled to Vote at AGM or EGM
- iv. **Student Member** - Member aged over 18 on 1 January of year of membership who are in full or part time education (or apprenticeship) who have full access (subject to the relevant permissions) to Club equipment and coaching. Entitled to Vote at AGM or EGM
- v. **Basic Member** - Parents of Junior Members who are provided with a key for access to the Club site and buildings (keys are not issued to Junior Members). Not entitled to Vote at AGM or EGM but are required to adhere to the guidance in the Members' Handbook.
- vi. **Honorary Members** - Those Members who have excelled at national or international level may be nominated for Honourary Membership at an AGM. They pay no fee nor are they able to Vote at an AGM or EGM unless they are concurrently a Senior Member.
- vii. **Honorary Life Members** - Members who are entitled to a discount on their Senior Membership fees due to past financial assistance to the Club. No new HLM can be created. Entitled to vote at an AGM or EGM if they have paid the appropriate Membership fee.

## **b. Election of Membership**

- a. Membership of the Club shall be open to anyone interested in the sport of rowing or canoeing, on application, in accordance with the Equal Opportunities Policy. However, limitation of membership according to available facilities is allowable on a non-discriminatory basis.
- b. The Club may set or revise classes of membership and subscriptions on a non-discriminatory and fair basis. The Club will set subscriptions at levels that will not pose a significant obstacle to people participating. Any changes to rates of Subscriptions must be proposed and be subject to approval at an AGM.
- c. Applicants for membership and members renewing their membership must agree to abide by the Constitution and Members Handbook of the Club. In addition they will undertake to abide by any directions or requirements made from time to time by British Rowing or British Canoeing.
- d. If it is considered by the Club committee that the granting or renewal of membership would be detrimental to the aims and objectives of the Club, by virtue of conduct or character likely to bring the Club or the sport of rowing or canoeing into disrepute or for some other similar sufficient cause, such as conviction for an offence in a civil or criminal court, then the Club committee shall be entitled to refuse or withdraw membership. In doing so the committee shall provide full reasons for their decision and grant a right of Appeal to the member. (see para 8b below).
- e. Similarly a person whose name currently appears on any 'register' relating civil or criminal offences may not be eligible for membership of the Club.

#### **4. SUBSCRIPTION**

The rates of subscription for the various categories of Membership shall be approved by the members at an Annual General meeting and shall be due on 1 January following at the agreed rates. For Members joining in the year after January 1st a sliding scale of fees will apply determined by reference to the full rate of membership proportioned according to a set formula set by the Committee each year.

#### **5. EQUAL OPPORTUNITIES POLICY**

The Club is fully committed to the principles of equality of opportunity and is responsible for ensuring that no member receives less favourable treatment on the grounds of age, gender, disability, race, ethnic origin, nationality, colour, parental or marital status, pregnancy, religious belief, social status, sexual orientation or political belief. This applies equally to the placement of contracts or the purchase of equipment for the Club.

#### **6. MEMBERS HANDBOOK**

The Committee will produce and maintain the Members' Handbook. This will contain the general guidance on the day to day running of the Club for general matters and separately for rowing and canoeing. The Committee may amend, update and add to the Members' Handbook without the requirement for reference to a General Meeting. Members must abide by the guidance and instructions contained in the Members' Handbook; failure to do so will be regarded as a disciplinary matter and dealt with in accordance with this Constitution. Members will be advised of changes made both in the Minutes of the Committee and by notice posted in the Club House.

#### **7. CHILD PROTECTION PROCEDURES**

The Club accepts the policy and procedures relating to Child Protection and the Protection of Adults at Risk as set out by British Rowing, and requires all members to accept them as a condition of membership. Similarly British Canoeing sets out its policies SPC P1 to P6 (as amended or added to) which are applicable to all canoeists.

#### **8. CESSATION OF MEMBERSHIP**

- a. A Member may resign giving one month's clear notice in writing to the Secretary. The balance of the membership fee may be refunded, if requested.
- b. Any member violating any of the guidance or instructions in the Members' Handbook or the Constitution of the Club or being adjudged guilty of unsatisfactory conduct may, by resolution of the Committee, be suspended or expelled from the Club. Any member so suspended or expelled may appeal to an independent Hearings Panel. The panel may be drawn from the membership of the Club or from other clubs or organisations in the region and comprise a minimum of three members. Any Club Member included in the Panel must be a Senior Member and have no involvement or interest in the matter under dispute. The Panel must, however, include a minimum of one member who is not associated with the Club in any way. If the Panel is to comprise of more than three members then at least two of the members must not be associated with the Club in any way. The Panel membership must be agreed by both the Club and the Member concerned and the decision of the Panel will be binding on

both parties, without further appeal. The panel will hear and receive evidence and reach a conclusion, to affirm or reject the sanctions imposed, as appropriate. A written report of the findings will be provided to both parties and the Club will retain a copy on file.

- c. Any Hearings Panel must give a fair and independent hearing to the appellant within an appropriate timescale. Hearings must not contravene the Human Rights Act 1998 or any other policies of the Club, British Rowing or British Canoeing.
- d. A member shall be deemed to have resigned from the Club if, after due notice, they have not paid their annual subscription by 31 January. They may, however, re-join at any time during that year. An existing member not renewing membership by 31<sup>st</sup> January will be required to pay a full year's membership subscription if they reapply to join by 31<sup>st</sup> July in the same year.

## **9. GRIEVANCE AND DISCIPLINARY PROCEDURES**

A member with a complaint about treatment by the Club should set out their grievance, in the first instance, to the Chairman in writing, setting out the issues leading to the complaint. The Club will deal with complaints in a fair and timely manner. Normally the Secretary will be the Officer responsible for communicating with the complainant unless the Secretary is a party to the complaint when the Chairman will act in his stead or appoint another Club Officer to do so.

## **10. QUALIFICATION FOR HOLDING OFFICE**

- a. Only members entitled to vote are eligible to hold an office of the Club.

## **11. COMPOSITION AND APPOINTMENT OF THE COMMITTEE**

- a. The Committee shall conduct the affairs of the Club as a whole and shall consist of a Chairman, Vice Chairman, Secretary, Treasurer, Membership Secretary, Commodore, Vice Commodore, Captain, Vice Captain. These comprise the 'Officers of the Club'. Additionally 2 ordinary members from each of the rowing and canoeing membership shall be elected at the AGM to serve on the committee with full voting rights. The Committee shall have the power to co-opt up to 2 further members but co-opted members shall have no right to vote at Committee meetings.
- b. Nominations for the position of Chairman, Vice Chairman, Secretary, Treasurer, Membership Secretary, Commodore, Vice Commodore, Captain, Vice Captain, and 2 ordinary members from each of the rowing and canoeing membership shall be put forward in the form of a motion (the Nomination Form) to the AGM in November each year properly proposed and seconded by members entitled to vote. The Nomination Form to be displayed in the Club House at least 21 days prior to the date of the AGM and to remain displayed until 2 days prior to that AGM. The Nomination Form is to be an agenda item at the AGM whether or not any positions are contested and the Form to be available at the AGM.
- c. The term of office for those elected shall be for one year, and members shall be eligible for re-election.
- d. The Club will appoint from time to time a President from within its membership. The proposal to appoint will be made by the Committee and put to the next General Meeting for approval. The President will serve from that time onwards until he or she

decides to stand down. The President may attend all Committee meetings but does not have a vote.

## 12. DUTIES OF COMMITTEE OFFICERS

- a. Chairman: The Chairman will preside at all General meetings of the Club and at all meetings of the Committee, and shall be responsible for guiding the activities of the club in accordance with its general policy as expressed by the majority of its members. The Chairman shall represent the Club at British Rowing and British Canoeing at regional level.
- b. Captain: the Captain will be responsible for the general administration of the rowing activities involving liaison with British Rowing, sub and main committee meetings, new members, coaching, training, welfare, club events, rowing budget and equipment inventory. The Captain is responsible for the selection or nomination of entrants at events representing the Club.
- c. Vice Captain: to undertake club duties as directed by the Captain and to support and deputise for the Captain in his / her absence.
- d. Commodore; the Commodore will be responsible for the general administration of the canoeing involving liaison with British Canoeing, sub and main committee meetings, new members, coaching, training, welfare, club events, canoe budget and equipment inventory. The Commodore is responsible for the selection or nomination of entrants at events representing the Club.
- e. Vice Commodore: to undertake club duties as directed by the Commodore and to support and deputise for the Commodore in his / her absence.
- f. Secretary: The Secretary will be responsible for the organisation of meetings of the Committee and of the Club, and the recording of minutes relating to such meetings and all correspondence relating to the general business of the Club. The Secretary will be responsible for dealing with communications with British Rowing and British Canoeing and ensuring that these are brought to the attention of the Committee promptly. The Secretary is the point of contact between the Club Members and the Committee. The Secretary will be responsible for notifying the Committee and members, as appropriate, the date of the AGM and arranging the venue and booking the times and dates of the chosen venue. The Secretary will be responsible for posting the associated notices and documents related to the AGM in the due time and the appropriate places and manner.
- g. Treasurer: The Treasurer will be responsible for the collection and disbursement of all monies belonging to the Club and will keep proper accounting records of all such transactions. He or she will present to the members at the AGM a balance sheet and income and expenditure account showing the Club's financial position and the results of its transactions for the year. The Treasurer will be responsible for the delivery of the Club books and accounts for inspection by the independent person appointed by the AGM.
- h. Membership Secretary: The Membership Secretary will be responsible for the maintenance of an up to date register of all Members of the Club of all categories (part of which forms the Contact List). The Membership Secretary will provide an up to date copy of the Contact List (containing name, email address, home address and telephone number) to the Secretary following any changes to the content. He or she

will ensure that all details and financial payments are provided in respect of new applications for Membership and liaise with the Treasurer to ensure payments are credited to the Club's accounts. The Membership Secretary will be responsible for sending out Membership renewal forms, the content as agreed by the Committee from time to time. He or she will be responsible for hastening payments at the due time and providing the Committee with a summary of any outstanding payments. The Membership Secretary will maintain a register of key holders.

- i. Canoeing representative(s) to undertake duties as directed by the Commodore or requested by the Committee.
- j. Rowing representative(s) to undertake duties as directed by the Captain or requested by the Committee.

### 13. **COMMITTEE PROCEDURES AND ARRANGEMENTS**

- a. The Committee is responsible for the general conduct of the Club's business and activities.
- b. The Committee shall meet monthly during the year, or as required by the business to be transacted. It shall meet no less than 6 times between AGMs. It should normally meet on the first Monday in any month.
- c. Special meetings of the Committee shall be called by the Secretary on instructions from the Chairman, or when requested by not less than three committee members.
- d. A quorum shall consist of 6 members, which must include either the Chairman or Deputy Chairman.
- e. In the case of casual vacancy among Committee members, the Committee shall be entitled to appoint another eligible person to act until the next AGM. That appointee will have voting rights on all matters that come before the Committee.
- f. The Committee must ensure that conflicts of interest are properly dealt with.
- g. Sub Committees: the Committee may from time to set up a sub committee or committees to deal with specific matters as determined by the Committee. Such Sub Committees may comprise members from the elected Committee or include members of the club who have experience or expertise relevant to the matter in question.
- h. The Committee shall maintain a record of its meetings in the form of written minutes for each meeting. Minutes of meetings will be made available to all Members once they are approved by the Committee.
- i. The Committee shall maintain the Members Handbook which will incorporate changes set in place by the Committee from time to time as a result of advice or experience or issues that could affect the proper running and organisation of the Club.

### 14 **TRUSTEES**

- a. Trustees are necessary by law because the club is established as an 'unincorporated association'. Bradford on Avon Rowing Club is not a 'legal person' with authority to deal with the club's property, particularly, land. Therefore, the Committee shall appoint no more than four and no less than two Trustees to hold office until death or

resignation or unless otherwise removed from office by resolution passed at an Annual General Meeting.

- b. The Trustees shall have the power to sell, mortgage, charge, lease or otherwise deal with the property of the Club as directed by resolution of the Committee of which an entry in the Minutes of the Committee shall be conclusive evidence.
- c. The appointment of Trustees is solely invested in the Committee (Section 36 of the Trustees Act 1925 applies).
- d. The property and assets of the Club, other than cash, which shall be under the control of the Treasurer, shall be vested in the Trustees and dealt with as the committee shall, from time to time, direct by resolution.
- e. The Trustees will be indemnified against risk and expenses throughout the Club's insurances when acting in their role as Trustees, either singly or as the body of Trustees.

## 15. GENERAL MEETINGS

- a. An Annual General Meeting shall be held in November each year. There shall be laid before the meeting a statement of accounts made up to the end of the Club's financial year, prepared by the Treasurer. Also laid before the meeting will be the Nomination Form for the membership of the Committee for the ensuing year, to be voted on as necessary and appropriate. The Meeting will include reports to be made by the Chairman, Commodore and Captain.
- b. An Extraordinary General Meeting may be called on the instructions of a simple majority of the Committee, or on a requisition signed by not less than 12 members or one fifth of the members of the Club entitled to vote whichever is the lower.
- c. Not less than 21 days clear notice shall be given, specifying to all members the date, time and location together with the agenda setting out the business of the General Meeting. 'Notice' shall mean the display of a written notice in the club house. In addition, the Secretary will endeavour to circulate to those members providing an email address, the same information in electronic format to the same timescale. In addition, information will be posted on the Club's website.
- d. Motions for discussion at Annual General Meetings not of origin from the Committee, must be lodged with the Secretary by 1st October prior to the AGM and be signed by 3 members entitled to vote.
- e. At any General Meeting (including the AGM), a motion put to the vote of the Meeting shall be decided by a show of hands of those entitled to vote, excepting when more than one nomination has been received for a position on the Committee, in which case voting will be by secret ballot. There will be no Proxy vote available.
- f. For Club officer positions all eligible voting categories of membership will be able to nominate or vote. For the Rowing representative positions only eligible rowing members will be able to nominate or vote and for Canoeing representative positions only eligible canoeing members will be able to nominate or vote.
- g. At all General Meetings the Chairman will preside or, in his/her absence, the Vice Chairman.

- h. At all General Meetings not less than 10 members of the Club entitled to vote shall constitute a quorum.
- i. Absences of Quorum: If after half an hour from the time appointed for the commencement of the General Meeting, a quorum is not present, the General Meeting, shall be dissolved. The Committee should then set a revised date for a General Meeting.
- j. Accidental Omission: Accidental Omission to give notice of a General Meeting to, or the non-receipt of notice of a meeting by any member shall not invalidate the proceedings of a meeting.

**16. LIABILITY**

- a. Bradford on Avon Rowing Club is an unincorporated association. It is not a 'legal person' so any legal liability comes down to individual members not to the club as a whole. The Committee must ensure that adequate and appropriate public and/or civil liability insurance is in place at all times to cover all the proper and approved activities of the club, its committee and members. Such cover should include Directors and Officers cover. It must also ensure that adequate property and equipment insurance cover is in place at all times.
- b. The Committee shall ensure that any supplier or contractor working at the Club's premises or on the Club's equipment (eg boats, launch, etc) holds adequate and appropriate insurance cover.

**17. VOTING**

Only Senior, County and Student members ( over 18 years of age ) , are entitled to vote at meetings.

**18. ALTERATION OF CONSTITUTION**

- a. This constitution shall not be altered, amended or rescinded except by a General Meeting of the Club.
- b. A resolution to give effect to a change must be passed by at least 75% of the members present at the General Meeting. Any such resolution must comply with 15d and e above, excepting a change instituted by the Committee when it must comply with 15c.

**19. EXAMINER OF ACCOUNTS**

Every Annual General Meeting shall appoint an Examiner of the Accounts who shall, at the conclusion of the financial year, examine the accounting records of the Club, and provide a written report or certification to the members on the income and expenditure accounts and balance sheet which are presented to the next AGM.

**20. DISTRIBUTION OF PROFITS**

In no circumstances can any profit be distributed to members, but any profits earned shall be used in furthering the objects of the Club.

## **21. TERMINATION**

The Club shall not be terminated except by a resolution of a Special General Meeting convened solely for that purpose and, in such an event, any surplus assets shall be dealt with by the Club Trustees who arrange for such assets to be handed over to a body or bodies with similar objects or to a charity or charities agreed by the meeting which formally terminates the Club. No assets on winding up the Club may be distributed in such a way that they could directly or indirectly benefit any private individual.

## **22. POWER OF DECISION**

Any matter not provided for in this Constitution and as amended from time to time, or any question over the interpretation of it, shall be dealt with by the Committee whose decision shall be final. If appropriate, that matter should then be proposed by the Committee for inclusion as an amendment to the Constitution at the next General Meeting.

## **23. SAFETY**

The Club Officers and Committee have primary but not sole responsibility for safe practice within the Club and for observing guidance of water safety issued by British Rowing and British Canoeing.