

# Constitution of East Kilbride Athletic Club

## 1. CLUB NAME & COLOURS

- 1.1 The Name of the club is "East Kilbride Athletic Club" ("the Club") and it was established in 1959.
- 1.2 The club colours shall be a "gold singlet" with "two black hoops".

## 2. TYPE OF ORGANISATION

- 2.1 The Club is a Scottish Charitable Incorporated Organisation ("SCIO").

## 3. CHARITABLE PURPOSES OF THE CLUB

- 3.1 The charitable purposes of the Club are to facilitate participation in, and promotion of:
  - 3.1.1 recreational and competitive track and field athletics;
  - 3.1.2 recreational and competitive road, hill and cross country running; and
  - 3.1.3 related sporting & social activities,in East Kilbride and the surrounding area.

## 4. APPLICATION FOR MEMBERSHIP OF THE CLUB

- 4.1 Membership of the Club shall be open, on application, to anyone interested in recreational or competitive athletics, regardless of sex, age (save that all members must be at least the minimum required for membership of Scottish Athletics at the time of first membership), disability, ethnicity, race, nationality, sexual orientation, occupation, religion, political or other beliefs. The number of members may be limited due to available facilities, resources and/or coaches.
- 4.2 Individuals who wish to become members of the Club must apply by completing the Membership Application Form approved by the Club committee ("the Committee"), from time to time, and (upon membership) submit the appropriate subscription that is due.
- 4.3 By becoming a member of the Club, every member agrees to abide by the Club's constitution ("the Constitution"), the Club's terms of membership and codes of conduct, and the rules and regulations of UK Athletics Limited and Scottish Athletics Limited (or any relevant successor bodies).

## 5. MEMBERSHIP CLASSES

- 5.1 The Club shall have the different classes of annual membership set out below. Members will enjoy the rights and obligations specifically outlined in this Constitution. Members will fall in to one of the following four categories of membership.

## 5.2 Ordinary Members

5.2.1 Anyone satisfying Clause 4 above can become an Ordinary member, provided that:

- (a) they are an amateur as defined from time to time by UK Athletics;
- (b) their age is at least the minimum required by Scottish Athletics at the date of their application; and
- (c) they (upon membership) submit the appropriate subscription that is due (as more fully provided for in Clause 6 below).

5.2.2 There are 3 classes of ordinary membership: Junior, Senior and Family. Further details as to each class of membership, their voting rights and payment of any subscriptions are as follows.

- (a) Junior membership: anyone under the age of 16 years at the date of their application shall join as a junior member. Junior members do not have voting rights but their parents shall be entitled to receive notice of, attend and have a proxy vote at general meetings of the Club on behalf of that junior member.
- (b) Senior membership: anyone aged 16 years or over at the date of their application shall join as a senior member. Each senior member shall be entitled to receive notice of, attend and vote at general meetings of the Club.
- (c) Family membership: any one family may join as a family, entitling that family to reduced membership subscriptions for more than one junior member in the family. Junior members under this class of membership do not have voting rights but their parents (in addition to their own entitlement to receive notice of, attend and vote at general meetings of the Club) shall be entitled to receive notice of, attend and have a proxy vote at general meetings of the Club on behalf of each junior member under this class of membership.

## 5.3 Life Members

5.3.1 At the discretion of the Committee, Life membership will ordinarily be granted to members only in recognition of a significant personal contribution to the Club's affairs that has increased the standing of the Club whether by their day to day running of the Club or by their athletic prowess.

5.3.2 Life members are exempt from payment of annual subscriptions but shall otherwise have the same rights as ordinary members.

5.3.3 Life membership does not confer any additional voting rights beyond the voting rights of that member immediately prior to the conferring upon them of life membership.

## 5.4 Second Claim Members

5.4.1 Athletes who are second claim members of the Club are eligible to compete for the Club as if he/she were a first claim member and shall be obliged to comply with the Club's Constitution as if a first claim member.

5.4.2 Subscription fees will be considered by the Committee considering the individual circumstances of each second claim member.

5.4.3 Second claim members will not be entitled to exercise any voting rights.

## 5.5 **Non-competing Members**

- 5.5.1 Non-competing members are typically volunteers who are coaches, Committee members and/or officials at Club events.
- 5.5.2 Non-competing members are exempt from payment of annual subscriptions but shall otherwise have the same rights as ordinary members.

## 6. **SUBSCRIPTIONS**

- 6.1 The Club may, as a condition of membership, require annual or other periodic subscription fees to be paid by members of the Club, as determined from time to time by the Committee, and provided always that the Committee shall ensure that the subscription fees are set on a non-discriminatory basis and do not preclude open membership of the club, in accordance with Clause 5 above.
- 6.2 Ordinary Members shall pay their subscription fees into the Club's bank account by such dates as the Committee shall prescribe.
- 6.3 Members having arrears of subscriptions of more than six weeks may have their membership terminated (such termination being solely at the discretion of the Committee) and will, in such circumstances, not be eligible to participate in the affairs or activities of the Club, including voting at any General Meeting. Payment of a full subscription at a later date may enable the former member to be readmitted by the Committee (this being solely at the discretion of the Committee).

## 7. **CESSATION OF MEMBERSHIP**

- 7.1 Members may resign from Club membership at any time by giving written notice to that effect to the Club secretary ("Secretary"). A member who resigns shall not be entitled to any refund of subscriptions in respect of the remaining period of that subscription year.
- 7.2 Upon cessation, a membership shall not be transferable. Membership may cease as a result of a failure of the member to comply with any condition of membership set out in this Constitution (cessation of membership in such circumstances being solely at the discretion of the Committee).
- 7.3 The Committee shall have the power to expel a member when, in its reasonable opinion, that member is no longer a fit and proper person to be a member of the Club and/or it would not be in the best interests of the sport or the Club for that member not to remain a member. Such expulsion shall be carried out in accordance with the disciplinary procedures set out at Clause 19. 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.

## 8. **REGISTER OF MEMBERS**

- 8.1 The Secretary will maintain a register of Club members ("the Register") which will be updated within 28 days of any change and the member information will be retained for six years from the date the person ceases being a member. The Register will include (but not necessarily be limited to) the following information:
- (a) Name of member
  - (b) Address of member
  - (c) Date the person became a member of the Club.

**9. CHARITY TRUSTEES**

9.1 The management of the Club shall be deputed to a Committee of up to thirteen elected members. The members of the Committee shall for the purposes of charity law be regarded as the charity trustees. The Committee will consist of the following office bearers (where all such offices are filled at the general meeting of the Club) and elected members:

- (a) President
- (b) Vice President
- (c) Treasurer
- (d) Secretary
- (e) Ordinary members – a maximum of seven, save that an additional ordinary member may be elected should an office bearer role not be filled.

9.2 The Committee members shall be elected by the Club members at the Club's Annual General Meeting. Only where circumstances dictate a particular need to do so, Committee members may also be elected at other times of the year. The Committee members shall remain in office for a one-year term until the end of the Annual General Meeting in the year after their election and shall be eligible for re-election.

9.3 The Committee may in addition to its elected members co-opt unelected members. Co-opted members will not be trustees for the purposes of charity law and will not be entitled to vote on Committee decisions.

9.4 The Committee shall appoint a Child Protection/Welfare Officer as required by Scottish Athletics and will endeavour to appoint a:

- (a) Coaching Co-ordinator
- (b) Website, Press & Publicity Officer

These roles may be undertaken by Committee members or by others. A Committee member is not entitled to a second vote by virtue of holding any of the roles specified in this clause.

**10. ELECTION OF COMMITTEE (CHARITY TRUSTEES)**

10.1 At least three working days prior to the Annual General Meeting, and by giving notice to the Secretary, any member may be nominated by any other two members, with his/her approval, as a candidate for any of the office bearer or other Committee posts.

10.2 If the number of candidates for any position is only one, that candidate shall be declared elected unopposed.

10.3 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 office with the candidate with most votes elected.

10.4 If the number of candidates for election as the Ordinary 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 are filled.

- 10.5 The Committee may substitute alternative voting methods to those set out in 10.3 and 10.4 provided that such alternative methods fulfil the same essential aims.

## 11. LEAVING OFFICE

- 11.1 The office of an elected member of the Committee and Charity Trustee shall be vacated if he or she:

11.1.1 resigns at any time by giving notice in writing to the Secretary and such resignation shall take effect as agreed; or

11.1.2 ceases to be a member or shall be excluded or suspended from the Club under disciplinary proceedings; or

11.1.3 is absent from more than three consecutive Committee meetings without the explicit consent of the Committee, such consent to be recorded in the minutes of the Committee and capable of being given retrospectively. A member of the Committee who is absent from three or more properly organised Committee meetings without the explicit consent of the Committee between any two AGMs shall be deemed to have vacated his or her position and shall be ineligible to stand for re-election; or

11.1.4 is suspended from holding office or taking part in any activity relating to the administration or management of a Club by a decision of Scottish Athletics Limited or UK Athletics Limited; or

11.1.5 is asked to resign, for good reason, by all the other Committee members, acting together; or

11.1.6 is disqualified from acting as a Charity Trustee.

- 11.2 The Committee shall have the power to appoint a member to fill any vacancy on the Committee until the next Annual General Meeting. Any Committee member so appointed shall be entitled to vote in Committee decisions and shall be eligible for election at such meeting in accordance with the provisions for proceedings at General Meetings (in accordance with Clause 14 below).

## 12. PROCEEDINGS OF THE COMMITTEE (CHARITY TRUSTEES)

- 12.1 The Committee shall meet at least eight times each year and as often as may from time to time be necessary. Meetings may be held in person or virtually. Virtual meetings will be recorded as such in the minutes. Any Committee member may call a meeting of the Committee or ask the Secretary to call a meeting of the Committee. At least 7 days' notice must be given of each Committee meeting, unless (in the opinion of the person calling the meeting) there is a degree of urgency which makes that inappropriate.

- 12.2 Five members of the Committee shall be the quorum necessary for the transaction of business. A meeting of the Committee at which a quorum is present and that has been properly convened shall be competent to exercise all the powers and discretions invested in the Committee by this Constitution.

- 12.3 Decisions arising at any meeting shall be determined by a simple majority of votes illustrated by a show of hands. In the case of an equality of votes, the President shall have an additional vote.

12.4 The Committee may regulate their meetings and proceedings as they think fit. As soon as is reasonably possible after a meeting, the Secretary shall distribute minutes of the meeting to the other Committee members for comment. Thereafter, the Secretary shall make the minutes available to members upon request.

12.5 The Committee may invite persons who are not members of the Committee to address a meeting of the Committee.

### 13. **POWERS OF THE COMMITTEE (CHARITY TRUSTEES)**

13.1 The Committee shall be responsible for the management of the Club and shall have the following specific powers:

13.1.1 Make club rules, terms of membership, codes of conduct and such other regulations (together "the Club Rules") as may be required to allow for the day to day operation of the Club and its activities. Such Club Rules may not supersede or contradict provisions of this Constitution and must be reasonably available to the members.

13.1.2 Operate a member's welfare policy in accordance with the policies and procedures issued by UK Athletics Limited.

13.1.3 Appoint any person or persons to accept and hold in trust for the Club any property belonging to the Club or in which it is interested.

13.1.4 Make and give receipts, releases and other discharges for any amount payable to the Club and for claims and demands of the Club.

13.1.5 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.

13.1.6 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.

13.1.7 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.

13.1.8 Pay all the costs and expenses of, and incidental to, any of the aforesaid matters and things.

13.1.9 Determine how and by whom any such power shall be executed, operations effected and documents signed or things done.

13.1.10 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.

13.1.11 Organise Club activities.

13.2 The members of the Committee and any co-optees 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.

14. **CLUB MEETINGS**

14.1 At all such meetings the President, or in his or her absence a member of the Club selected by those members of the Committee present, shall take the Chair. At all Special General Meetings every member shall have one vote unless disqualified from voting by the Constitution. Votes may be given personally or by proxy. 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 an additional vote.

14.2 At the discretion of the Committee, a 'meeting' may be in-person or virtual.

14.3 **General Meetings**

14.3.1 The following rules shall apply to all General (Annual and Special) meetings:

- (a) The quorum for a General Meeting shall be ten members personally present and entitled to vote. No business shall be transacted at any General Meeting unless the required quorum is present. If, within thirty minutes 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.
- (b) Only members of 16 years of age and over who have paid their subscriptions and life members shall have voting rights at General Meetings. A parent of an athlete or athletes under the age of 16 can attend the General Meetings and have a proxy vote for that child (or children). This will allow the interest of the young athlete to be looked after.
- (c) All resolutions (and amendments thereto) shall be put to the meeting.
- (d) Resolutions proposed for consideration by a General Meeting shall be submitted in writing to the Secretary at least a month before the date of the meeting.
- (e) 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.
- (f) 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.
- (g) 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.
- (h) 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. 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.

- (i) 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.
- (j) The Secretary will record a Minute of the General Meeting.

#### 14.4 **Annual General Meetings**

14.4.1 The Annual General Meeting of the Club shall be held within 6 weeks of the end of the Club's financial 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:

- (a) to approve the Minutes of the previous Annual General Meeting;
- (b) to receive from the Committee an Annual Report on the performance and operations of the Club in the preceding year in pursuit of its charitable objectives;
- (c) Treasurer to present the Accounts, with comments, for the financial year ended;
- (d) to elect the office bearers and ordinary Committee members for the following year; and
- (e) to decide on any resolution which may be duly submitted to the meeting as provided by this Constitution.

14.4.2 Not less than four weeks' notice of an Annual General Meeting specifying the place, day and time of the meeting shall be given to the members by the Secretary.

#### 14.5 **Special General Meetings**

14.5.1 The Secretary shall, on the requisition in writing (including email) of not less than ten members entitled to vote at such meetings, convene a Special General Meeting within five weeks of the receipt by him or her of the requisition stating the business to be raised. No other business is to be discussed at a Special General Meeting.

14.5.2 Not less than four weeks' notice of a Special General Meeting specifying the place, day and time of the meeting shall be given to the members by the Secretary.

### 15. **ACCOUNTS**

15.1 The Treasurer will ensure proper accounts are kept and provide Committee members with accurate financial information as requested. The Club's financial records shall always be open to inspection by the Committee.

15.2 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.

15.3 The Accounts shall be examined prior to the Annual General Meeting by an examiner who is not a Committee member of the Club.



**16. APPLICATION OF SURPLUS FUNDS**

16.1 The Club is a non-profit-distributing organisation. All income and property of the Club shall be applied solely in furtherance of the Club's charitable purposes and 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 charitable purposes.

16.2 The Club may also in furtherance of the objects of the Club:

16.2.1 Sell and supply food, drink and related sports clothing and equipment.

16.2.2 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.

16.2.3 Pay interest on money lent by a member at the current Bank of England Base rate of interest applicable throughout the period of the loan.

16.2.4 Reimburse any member his or her reasonable and proper out of pocket expenses incurred on Club business.

16.2.5 Pay any premium in respect of the purchase and maintenance of indemnity insurance in respect of liability for any act or default of the Committee members in relation to the Club.

16.2.6 Pay for reasonable hospitality for visiting teams and guests.

16.2.7 Assist with expenses incurred as a result of travel and/or accommodation while competing for the Club.

16.3 No member shall be paid a salary, bonus fee or other remuneration for competing for the Club.

**17. INTERPRETATION OF CLUB CONSTITUTION**

17.1 The Constitution may be added to, repealed, or amended by resolution at any General Meeting carried by a majority of at least two-thirds of the members voting thereon.

17.2 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 Special or Annual General Meeting or by the Scottish Charity Regulator.

**18. DISSOLUTION OF THE CLUB**

18.1 If at any General Meeting a resolution for the dissolution of the Club shall be passed by a majority of the members present, a Special General Meeting shall be convened, to be held not less than five weeks thereafter of which four weeks written notice shall be given to each member by the Secretary, to further consider the matter.

18.2 The members may vote to wind up the Club if not less than three quarters of those present and voting support that proposal at a properly convened Special General Meeting. If successful, the Committee shall proceed to realise the property of the Club and discharge all liabilities.

18.3 Any property remaining after the discharge of debts and liabilities of the Club shall be used in accordance with charity law and applied for charitable purposes similar to those of East Kilbride Athletic Club if possible and practical.

19. **DISCIPLINARY PROCEDURES**

- 19.1 The Club shall not tolerate any physical or mental abuse, harassment, discrimination or defamation of any of its members during, or subsequent to, Club Events. All members must comply at all times with the Club Rules and Scottish Athletics rules. Any member may be disciplined or excluded from membership of the Club if his or her conduct has been, or is likely to be, prejudicial to the interests of the Club.
- 19.2 Exclusion will be agreed by resolution of a majority of at least two thirds of those present and voting at a properly convened Committee meeting at which no fewer than six of the Committee shall be present.
- 19.3 Such member shall have one month's clear notice of the Committee meeting sent to him or her together with details of the case against him or her. 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 to take part in the proceedings other than as the Committee shall permit.
- 19.4 If the member is a member of the Committee, he or she shall not be entitled to vote. The President will inform the member, in writing within seven days of the Committee meeting, of the Committee's decision. Any member disciplined or excluded from the Club for disciplinary reasons may lodge an appeal in writing with the Committee within 14 days of being notified of the Committee's decision and shall thereupon have the right to demand that the matter be referred to a sole arbitrator appointed by Scottish Athletics Limited. Such arbitrator 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 that the arbitrator may think fit to impose.

20. **CONFLICTS OF INTEREST**

- 20.1 In the event of a Charity Trustee or a Committee member (as the case may be) becoming aware of any conflict of interest arising in relation to any matter pertaining to the carrying out of their roles and responsibilities they shall immediately inform all other Charity Trustees or Committee members (as the case may be) of that conflict of interest and shall withdraw from dealing with that particular matter giving rise to the conflict of interest.

21. **NOTICES**

- 21.1 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 or on such other platforms as the Club ordinarily uses to communicate with members.

22. **ADOPTION OF CONSTITUTION**

- 22.1 The original version of this Constitution was adopted at a Special Meeting on 9 September 2015. This amended version was adopted at an Annual General Meeting on 30 November 2021.