

CONSTITUTION
of
STRATHEARN HARRIERS

1. Name

(a) The Club will be called STRATHEARN HARRIERS and will be affiliated to SCOTTISH ATHLETICS and bound by their rules and regulations.

(b) The Club is an Unincorporated Association and is based in the Strathearn area of Perthshire.

2. Club Colours

(a) The Club's colours are royal blue/white halves with the Club's name in white letters on the front of the blue, upper half.

(b) Club colours will be worn by Members when taking part in any organised race.

3. Purposes

(a) The purposes of the Club are:

(i) the promotion of public participation in running as a sport throughout the Strathearn area; and

(ii) the provision of recreational activities and/or facilities with a view to improving the conditions of life of those for whom the activities and/or facilities are primarily intended.

(b) In acting on these purposes, the Club will aim to:

(i) develop the running potential of all Members to the highest level possible and help them achieve their personal running objectives;

(ii) encourage competition and achievement for individual club Members;

(iii) provide related sporting and social benefits to foster club and community spirit and feeling of inclusion for all Members;

(iv) ensure a duty of care to all Members; and

(v) secure the future of the Club by attracting new Members to the Club and through responsible financial management.

(c) In relation to its purposes, and aligned to the Equalities Act 2010, the Club will:

(i) strive to avoid intentional and unintentional discrimination by virtue of age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity; race, sex, sexual orientation, religion or belief or any other artificial barrier or prejudice;

(ii) undertake whatever reasonable changes in the Club's activities or facilities which may be necessary in implementing the above.

4. Powers

The Club shall have the following powers:

- (a) subject to such consents as may be required by law, to borrow and raise money for the purposes of the Club in such manner and on such security as the Club may think fit;
- (b) to raise funds for the Club's activities and to invite and receive grants, donations and legacies of all kinds (and to accept any reasonable conditions attaching to them) from any organisation, person or persons by way of subscription, donation or otherwise; however the Club shall have the right to disclaim any gift, legacy or bequest in whole or in part in such circumstances as the Club may think fit;
- (c) to invest any funds which are not immediately required for the Club's activities in appropriate investments (and to dispose of, and vary, such investments);
- (d) to purchase, take on lease, hire, or otherwise acquire, any property, business or rights which are suitable for the Club's activities;
- (e) to sell, let, hire out, license, or otherwise dispose of, all or any part of the property and rights of the Club;
- (f) to liaise and work with any organisation which may be advantageous for the purposes of the Club, and to enter into any arrangement for co-operation or mutual assistance with any such organisation;
- (g) to effect insurance of all kinds (which may include officers' liability insurance);
- (h) to subscribe to, become a member of, or amalgamate or co-operate with any other organisation whose purposes are wholly or in part similar to those of the Club and which by its constitution prohibits the distribution of its income and property amongst its members;
- (i) to establish and/or support any charity, and to make donations for any charitable purpose as the Club may think fit;
- (j) to do all or any of the things previously authorised either alone or in conjunction with any other organisation with which this Club is authorised to amalgamate;
- (k) to pay all or any expenses incurred in connection with the promotion, formation and future incorporation of the Club;
- (l) to enter into any formal partnership or consortium arrangements to further the Club's purposes;
- (m) to open and operate such bank accounts and other financial savings accounts as required in the name of the Club;
- (n) to engage such coaches, consultants and advisers as are considered appropriate from time to time and pay fees to such advisers or consultants;
- (o) to oppose, or object to, any application or proceedings which may prejudice the Club's interests.

5. Membership

- (a) Membership of the Club is open to all individuals provided they comply with this constitution. By joining the Club members will be deemed to accept these regulations and all Club Codes of Conduct and Disciplinary Procedures.
- (b) No application for membership will be refused unless it is deemed prejudicial to the interests of the Club.
- (c) The Club Committee reserves the right to refusal of an application and will notify those applicants at the earliest reasonable opportunity. The applicant shall have the right to an appeal.
- (d) Members will be enrolled in one of the following categories:
 - (i) Full Member (18 years and above) – full voting rights

(ii) Junior Member (aged from 9 to 17 years) – no voting rights

(e) Membership fees will be set and communicated annually and agreed by the Club Committee. Fees will be paid annually.

6. Office Bearers of the Club

(a) The Office Bearers of the Club are:

(i) President

(ii) Secretary

(iii) Treasurer

(b) Elections of officers will take place at the AGM. Should an Office become vacant, election to that Office may take place at an EGM. Previous holders of these Offices will be eligible for re-election.

(c) Office Bearers will serve a maximum of 5 consecutive one-year terms and will not be eligible for further election until a one-year term has elapsed, unless the circumstances are deemed exceptional.

(d) Individuals may hold no more than one Office Bearing role at any given time.

7. Club Committee

(a) The affairs of the Club will be managed by a Club Committee consisting of the Office Bearers and not fewer than two and not more than five elected Ordinary Members.

(b) Elections of the Ordinary Members of the Club Committee will take place at the AGM. Where the number of Ordinary Members of the Club Committee falls below two, election of Ordinary Members may take place at an EGM. Previous Ordinary Members of the Club Committee will be eligible for re-election.

(c) Ordinary Members of the Club Committee will serve a maximum of 5 consecutive one-year terms and will not be eligible for further election until a one-year term has elapsed, unless the circumstances are deemed exceptional.

(d) In addition, up to four specialist roles as deemed necessary for the needs of the Club may be co-opted onto the Committee if agreed by the Club Committee. Co-opted members will have voting rights on the Committee.

(e) Club Members may be part of the Committee as Ordinary Members as well as in a specialist role.

(f) No valid decisions can be taken at a Club Committee meeting unless a quorum is participating; the quorum for Committee meetings is four [4] members, either present in person or via conference call or video conferencing. A minimum of four Committee meetings will be held each year and minutes of these meetings will be recorded and available for Members to review on request to the Club Secretary.

(g) The Club Committee will have the power to appoint Sub-Committees and to determine their powers and terms of reference.

(h) A Committee Member must not vote at a Committee meeting (or at a meeting of a sub-committee) on any resolution which relates to a matter in which he/she has a personal interest or duty which conflicts (or may conflict) with the interests of the Club; he/she must withdraw from the meeting while an item of that nature is being dealt with.

8. Finance

(a) All Club monies will be banked in an account held in the name of the club.

- (b) Cheques drawn against club funds should hold the signatures of the Treasurer plus up to two other officers or designated signatories. Designated signatories other than the Office Bearers must be approved by the Club Committee and duly minuted. Signatories should not be connected persons.
- (c) Electronic banking should be managed to a similar standard.
- (d) All Club Committee Members are responsible for the finances of the Club, equally and for the purposes of accountability.
- (e) The Club Treasurer will
 - (i) keep a proper record of all financial transactions relating to the Club's activities
 - (ii) provide a detailed statement of accounts to the AGM for the previous financial year
 - (iii) provide a financial update at each Club Committee meeting.
- (f) The financial year of the Club will end on 31 December.
- (g) To ensure continuity in the Club's activities in the event of a large variation of income, the policy of the Club will be to hold reserves at year-end equivalent to at least four months of annual operating expenditure.

9. Annual General Meetings

- (a) Notice of the Annual General Meeting (AGM) will be given, in writing, by the Club Secretary to all Members, with not less than 21 clear days' notice. An AGM will be held each calendar year, and not more than 15 months after the preceding AGM.
- (b) The quorum for AGMs will be 20% of the Full Membership (i.e. excluding Junior Members) participating in the meeting either in person, online, or by proxy, subject to there being a minimum of 15% of the Full Membership present in person or online. AGMs will take place in person unless the committee considers there to be sufficient reason to hold it online.
- (c) The AGM will receive a report of the preceding year from the Office Bearers.
- (d) Proxy votes shall be permitted where the appointment of a proxy is notified to the Club by a member in writing and the proxy notice is received at the nominated address not less than 48 hours before the start of the general meeting (weekends are excluded from this requirement). The Committee may require proxy notices to be delivered in a particular format and may specify different formats for different purposes.
- (e) A proxy notice must:
 - (i) state the name and preferred contact information of the member appointing the proxy;
 - (ii) identify the person appointed to be that member's proxy and the general meeting to which the proxy appointment applies;
 - (iii) be signed by or on behalf of the member appointing the proxy, or authenticated in such manner as the Committee may determine; and
 - (iv) be delivered to the club in accordance with the constitution and any instructions contained in the notice of the general meeting to which they relate.
- (f) Proxy notices may specify how the proxy appointed under them is to vote (or that the proxy is to abstain from voting) on one or more resolutions.
- (g) Unless a proxy notice indicates otherwise, it must be treated as:
 - (i) allowing the person appointed under it as a proxy discretion as to how to vote on any ancillary or procedural resolutions put to the meeting, and

(ii) appointing that person as a proxy in relation to any adjournment of the general meeting to which it relates as well as the meeting itself.

(h) All Office Bearers and Ordinary Committee Members will retire at the conclusion of the AGM, unless validly re-appointed (subject to clauses 6(c) and 7(c) of this constitution).

(i) Election of Office Bearers and holders of other elected Committee posts will take place at the AGM. Any Full Member may nominate himself/herself for election. Candidate nominations must be received not less than 7 days prior to the AGM.

(i) (i) A secret ballot will be held among those present in person or online and eligible to vote plus those members not present but eligible to vote and having notified a valid proxy. The committee will set out the rules for voting in the ballot, which may include voting prior to the meeting by means which respect the secrecy of the ballot.

(ii) Candidates who are unopposed for election will still require a majority to vote in favour of their appointment.

(iii) For a post for which more than one candidate is standing, a simple majority of votes cast will determine who is appointed. In the event of a tied vote the Chair will have a casting vote.

10. Extraordinary General Meeting

(a) The Committee may arrange a members' special or extraordinary general meeting (EGM) at any time by a simple majority vote. Procedures for EGMs will be the same as for the AGM.

(b) The Committee must arrange an EGM if they are requested to do so by a written notice signed by 10% of the Full membership or 10 Full members (whichever is the lesser), sent to the Secretary providing:

(i) the notice states the purposes for which the meeting is to be held; and

(ii) those purposes are not inconsistent with the terms of this constitution or any other statutory provision.

(c) If the Committee receives a notice under this process, the date for the meeting which they arrange in accordance with the notice must not be later than twenty-eight [28] days from the date on which they received the notice.

11. Alteration of the Constitution

(a) Proposals for amendments to this constitution, or dissolution (see Clause 12) must be delivered to the Secretary in writing. The Secretary in conjunction with all other officers shall then decide on the date of a forum meeting to discuss such proposals, giving at least four weeks (28 days) clear notice;

(b) Any changes to this constitution must be agreed at a general meeting by at least two thirds (2/3) of those present in person or online and eligible to vote plus those members not present but eligible to vote and having notified a valid proxy.

12. Dissolution

(a) If two thirds (2/3) of the Club Committee decide that it is advisable or necessary to dissolve the Club, it shall call an Extraordinary General Meeting at a minimum of twenty-eight (28) days' notice.

(b) If the decision to dissolve the Club is confirmed by a two-thirds (2/3) majority of those present in person, online or by proxy 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;

(c) Any assets remaining after the satisfaction of any proper debts and liabilities, including any expenses incurred in winding up the affairs of the Committee, will be donated to SCOTTISH ATHLETICS or another charity as determined during the AGM or EGM at which the resolution to dissolve the Club is passed.

13. References

In this constitution,

(a) Connected persons includes:

- spouses, civil partners and cohabitants of a Committee member;
- child, stepchild, parent, grandchild, grandparent, brother or sister of a Committee member (and a spouse of any such person);

(b) In writing and written include communication by letter and by electronic means including email, SMS and fax.

Adoption of the Constitution

This constitution was adopted unanimously by the members present at the Annual General Meeting held on 24th March 2023

Digitally signed by:

Jason Miles-Campbell (President)

Jon Williams (Secretary)

Phil Mestecky (Treasurer)