

# **CONSTITUTION OF THE GILLINGHAM AND DISTRICT WHEELERS CYCLE CLUB**

## **1. Name of the Club**

The name of the Club is **GILLINGHAM and DISTRICT WHEELERS** (GDW). If the Club becomes a sponsored club then the name of the sponsor or sponsors may be added, (see Rule 11) below.

## **2. The Purposes of the Club**

The purposes of the Club are to promote the amateur sport of cycling in Gillingham and the surrounding area and community participation in the same area.

## **3. Permitted Means of Advancing the Purposes**

The Club Committee has the power to do all things reasonably necessary to advance the purposes, always provided this is done consistently with the Rules below and with the general law.

## **4. Membership**

- a) A member of the Club is a person who has paid the appropriate subscription for the current year and has been recorded as a member by the Club's Membership Secretary. The membership year runs from 1<sup>st</sup> January to 31<sup>st</sup> December.
- b) Membership of the Club shall be open to anyone interested in the sport on application, regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs.
- c) The Club may have different classes of membership and subscription on a non-discriminatory and fair basis. The Club will keep subscriptions at levels that will not pose a significant obstacle to people participating.
- d) The Club Committee may refuse membership, or remove it, only for good cause such as conduct or character likely to bring the Club or cycling into disrepute. Appeal against refusal or removal may be made to an appointed panel of Club members.
- e) Club members are expected to be familiar with and conduct themselves in accordance with all applicable rules of relevant organisations when participating in cycle events governed by those organisations. Club members are also expected at all times to ride safely and behave with respect for all other road users. Departure from these standards will be treated by the Committee as possible grounds for refusal or removal of membership, or other sanction.

## **5. All General Meetings**

- a) All members may attend all general meetings of the Club in person.
- b) Such meetings need 21 clear days' written notice to members, which shall be deemed to be delivered if sent by email to all members who have provided their email address and posted on the Club's website.
- c) The quorum for all general meetings is 15 members present or 15 percent of the total membership whichever is greater.
- d) The Chair or (in his or her absence) another member chosen at the meeting shall preside.
- e) Except as otherwise provided in these Rules, every resolution shall be decided by a simple majority of the votes cast on a show of hands.
- f) Formalities in connection with general meetings (such as how to put down resolutions or cast a proxy vote when a meeting cannot be attended) shall be decided by the Committee and publicised to Club members.

## 6. Annual General Meeting

The Club will hold an AGM in October, November or December each year. At every AGM:

- a) The members will elect a Committee including a Chair, a Treasurer and a Secretary to serve until the next AGM.
- b) The Treasurer will produce accounts of the Club for the latest financial year including a review of income and expenditure for the period and any material income or expenditure expected in the coming financial year.
- c) The Committee will present a report on the Club's activities since the previous AGM.
- d) The members will discuss and vote on any resolution (whether about policy or to change the Rules) and deal with any other business put to the meeting.

## 7. Extraordinary General Meetings

- a) An EGM shall be called by the Secretary within 14 days of a request to that effect from the Committee or on the written request of not less than 10 members signed by them. In the latter case a presentation to the Committee should be made before the EGM is held to discuss the matter and seek clarification and resolution.
- b) An EGM shall be held on not less than 14 or more than 21 days' notice at a place decided upon by the Committee or in default by the Chair.

## 8. The Committee

- a) Subject to these Rules the Committee shall have responsibility for the management of the Club, its funds, property and affairs.
- b) The property and funds of the Club cannot be used for the direct or indirect private benefit of members other than as reasonably allowed by the Rules.
- c) The Club may provide sporting and related social activities, sporting equipment, coaching, courses, insurance cover, medical treatment, event expenses, post event refreshments and other ordinary benefits in line with those offered under the Community Amateur Sports Clubs (CASC) regulations.
- d) The Club may also in connection with the sports purposes of the Club:
  1. Sell and supply food, drink and related sports clothing and equipment;
  2. Employ members (though not for riding) and remunerate them for providing goods and services, on fair terms set by the Committee without the person concerned being present;
  3. Pay for reasonable hospitality for visiting teams and guests;
  4. Indemnify the Committee and members acting properly in the course of the running of the Club against any liability incurred in the proper running of the Club to a level commensurate with that of the essential Public Liability Insurance for running a cycling club offered to teams and clubs affiliated to British Cycling or an equivalent cycling governing body.
- e) The Committee will have due regard to the law on disability discrimination and child protection.
- f) The Committee shall consist of at least three members who shall hold the following positions:
  1. **Chair:** The Chair is the titular head of the Club. The Chair shall ensure that the Club is presented in the best way locally and nationally, in line with decisions agreed at General Meetings. The Chair shall act as a focal point for contact with any outside bodies that require information on members' activities when representing the Club. The Chair shall chair Committee meetings and has a casting vote when majority decisions cannot be reached. The Chair shall also be a back-up signatory for the Club's bank account, acting within the limitations applying to the Treasurer specified at Clause 8 f 3 a) below.

2. **Club Secretary (Deputy Chair):** The role of the Club Secretary shall include the following:
  - a) Organise the Annual General Meeting.
  - b) Organise Committee meetings every 6-8 weeks throughout the year to enable the Committee to ensure the smooth running of the Club.
  - c) Ensure all Committee Meetings are minuted and that minutes are available for review in a reasonable time.
  - d) Chair Committee and General Meetings if the Chair is unable to attend.
  - e) Act as an Administrator/Moderator for the Club's website and social media outlets.
  - f) Communicate information regarding the Club's activities to members on a regular basis.
  - g) Arrange voting for the end of season Merit Cup award.
3. **Treasurer:** The role of the Treasurer shall include the following:
  - a) To be the financial point-of-contact for all Club activities and signatory for all bank payments in accordance with the following limitation: all expenditure above £200 must be approved by 50% of the Committee BEFORE the expenditure is committed to; such approval may be given by email to the Treasurer, who will indicate the response time frame.
  - b) To maintain the Club's accounts and produce an income and expenditure account for review at the Annual General Meeting.
  - c) To report on the Club's finances at each Committee Meeting and assist with decision-making regarding financial implications of running the club and its activities.
  - d) To bring to the attention of the Committee at the earliest opportunity any issues of concern relating to the Club's accounts or financial position.
  - e) To manage the finances of the club; to pay all bills and all the Club's membership and affiliation fees to cycling bodies such as CTT, BC and any other local/national association as agreed by the Committee as they fall due, and to bank income as it arises.

Additional Committee members not more than eight in total may hold the following positions:

4. **Membership Secretary:** the role of Membership Secretary shall include:
  - a) To be the focal point for membership enquiries.
  - b) To handle new subscriptions received by post or through BC website or the Paypal facility on the Club's website.
  - c) To advise the Treasurer of funds received and pass on those funds to the Treasurer.
  - d) To send welcome emails and membership cards to all current members.
  - e) To maintain a list of current members and their contact details.
5. **Race Secretary:** The role of the Race Secretary shall include:
  - a) Preparing a schedule of circuit/road race events for each season with agreement from the British Cycling regional events team. These will also be published on the club website and social media sites.
  - b) Liaising with the British Cycling event management teams, both regional and national to ensure compliance with relevant rules and procedures.
  - c) Acting as a safety focal point for these events, liaising, as required, with the Regional Events Officer and Regional Competition Administrator to ensure the events take place with the correct authorisations.
  - d) The Race Secretary will liaise with the event Commissaires in the event of any rider discipline issues and will report matters to the Committee for discussion.
6. **Marketing and Publicity Officer:** The Marketing & Publicity Officer is responsible for promoting the Club and its activities using the Club's website and Social Media pages as well as to the press. They will liaise with event organisers (e.g. Race Secretary, Time Trial Secretary) and may act as an Administrator / Moderator for the Club's website and social media outlets. In the event that coverage that presents the Club in a poor light is brought to the notice of the Marketing & Publicity Secretary, they shall report this to the Committee and may liaise direct with the publisher to resolve any issues arising.

7. **Time Trial Secretary:** The role of the Time Trial Secretary shall include:
  - a) Organising the Club's Time Trial events (including Open Events) for the season which includes seeking permission from Cycling Time Trials (CTT) and the Police to hold the events.
  - b) Keeping records of all Signing-On Sheets for all events and passing the figure for the total number of entries to the Club Treasurer to pay the CTT levies at the year end.
  - c) Ensuring that there are sufficient volunteers to run each event in accordance to the rules & regulations of the CTT.
  - d) Ensuring the course risk assessment is up to date before each event and that signs and course marshals are placed as directed on the Risk Assessment Form.
  - e) Keeping a record of results and update standings in the Club's Time Trial Series.
  
8. **Club Welfare Officer:** The role of the Club Welfare Officer shall include:
  - a) Assisting with the safeguarding and protection of children and young people within a club, and promoting the club's policies and procedures on this matter.
  - b) Acting as the main point of contact to deal with any concerns around safeguarding within the club.
  - c) Club Welfare Officers must also undergo a satisfactory DBS (formerly CRB) check.
  
9. **Members' Representatives:** Up to three Members' Representatives may be appointed to the Committee to act as conduits for Club members' needs and concerns.
  
10. **Sponsor's Representative:** In addition, when the Club is sponsored, the sponsor may nominate a non-voting **Sponsor's Representative** who may attend and observe Committee meetings and may raise points for discussion through the Chair.
  
- g) The Committee members may co-opt Club members (up to the maximum permitted number) to serve until the end of the next AGM.
  
- h) Any Committee member may be re-elected or re-co-opted without limit.
  
- i) A Committee member ceases to be such if they cease to be a member of the Club, resign by written notice, or are removed by the Committee for good cause after they have been given the chance of putting their case to the Committee with an appeal to the Club members, or are removed by the Club members at a general meeting.
  
- j) Whenever a Committee member has a personal interest in a matter to be discussed, they must declare it, withdraw from that part of the meeting (unless asked to stay), not be counted in the quorum for that agenda item and withdraw during the vote and have no vote on the matter concerned.
  
- k) At least the Chair or Deputy Chair and three other Committee members must be present for a meeting to be valid.
  
- l) Decisions shall be made by a simple majority of those voting. If there is no simple majority the chair of the meeting shall have a casting vote.
  
- m) A resolution in writing signed by every Committee member shall be valid without a meeting.
  
- n) The Committee may delegate any of their functions to sub-committees but must specify for each sub-committee the scope of its activity and powers; the extent to which it can commit the funds of the Club; its membership; and its duty to report back to the Committee. The Committee may wind up any sub-committee at any time or change its mandate and operating terms.

## 9. Amendments

- a) These Rules may be amended at a General Meeting by a simple majority of the votes cast but not (if relevant) so as to jeopardise the Club's status as a Community Amateur Sports Club as

first provided for by the Finance Act 2002 and not in any event to alter its purposes (unless the procedure set out in Rule 9b has been followed) or winding up provisions

- b) The Club Purposes may be changed to include another eligible sport if the Committee unanimously agree and the members in general meeting also agree the change by a 75% majority of the votes cast.

#### **10. Club Kit**

- a) The current Club kit design is as set out in Annexe A to these Rules and is registered with British Cycling.
- b) Material changes to the design of Club kit require prior approval at a general meeting and will remain in place for a period of at least five years (to minimise the costs for the Club and any sponsor of changing kit design).

#### **11. Sponsorship**

- a) The Club may at times be a sponsored club under the regulations of British Cycling. The terms of any sponsorship will be agreed by the Committee with the sponsor or sponsors and will be set out in Annexe B to these Rules.
- b) While the Club is a sponsored club its name may be modified by the addition of the name of the sponsor or sponsors after the original name of the Club.

#### **12. Club Awards**

- a) The Club Committee may establish any number of awards for merit or competitions organised for Club members and determine the rules applying to them.
- b) The current awards and applicable rules are set out in Annexe C to these Rules.

#### **13. Winding Up the Club**

- a) 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 general meeting.
- b) The Committee will then be responsible for the orderly winding up of the Club's affairs.
- c) After settling all liabilities of the Club, the Committee shall dispose of the net assets remaining to one or more of the following:
  1. To another Club with similar sports purposes which is a charity and/or
  2. To another Club with similar sports purposes which is a registered CASC and/or
  3. To a national governing body of the Club for use by them for related community sports.

#### **14. Appendices**

The following Annexes form part of this Constitution:

Annexe A - Club Kit

Annexe B - Sponsorship Agreement

Annexe C – Club Awards & Trophies

**This Constitution was adopted at the Annual General Meeting held on 15<sup>th</sup> February 2021**

Signed: *James Little*  
Club Secretary