

## Rules of Bourton Roadrunners

### 1. Interpretation

- a. Unless the context requires otherwise, the following terms in these Rules shall have the following meaning respectively:

<b>AGM</b>	Has the meaning given in rule 12.a
<b>Committee</b>	Means the management committee of the Club from time to time
<b>Chair</b>	Means the person from time to time appointed as Chair of the Club in accordance with these Rules
<b>Vice-Chair</b>	Means the person from time to time appointed as Vice-Chair of the Club in accordance with these Rules
<b>Club</b>	Means the club intended to be regulated by these Rules
<b>EGM</b>	Has the meaning given in rule 12 b
<b>England Athletics</b>	Means England Athletics Limited (company number: 05583713) (or its successor body)
<b>General Meeting</b>	Means a general meeting of the Members (being either an AGM or an EGM)
<b>Member</b>	Means a member of the Club (and a member shall be legally bound by these Rules in accordance with rule 10)
<b>Objects</b>	Has the meaning given in rule 3
<b>Main Officer</b>	Means the persons from time to time appointed as Chair, Vice-Chair, Treasurer or Secretary in accordance with these Rules
<b>Officer</b>	Means the members of the Committee including the Main Officers
<b>Secretary</b>	Means the person from time to time appointed as Secretary of the Club in accordance with these Rules
<b>Treasurer</b>	Means the person from time to time appointed as treasurer of the Club in accordance with these Rules
<b>UKA</b>	Means UK Athletics Limited (company number 03686940) (or its successor body)
<b>Writing and written</b>	Includes email

## **2. Name and Office**

- a. The Club shall be called **Bourton Roadrunners**
- b. The principal office of the Club shall be situated in England.

## **3. Objects**

The objects of the Club (Objects) are to provide a running club for the public generally but particularly for the inhabitants of Bourton-on-the-Water and its surrounding areas.

## **4. Ethos**

The Club is committed to ensuring that equity is incorporated across all aspects of its operations, activities and development. In doing so, the Club acknowledges and adopts the following Sport England definition of sports equity:

- a. *'Sports equity is about fairness in sport, equality of access, recognising inequalities and taking steps to address them. It is about changing the culture and structure of sport to ensure it becomes equally accessible to everyone in society.'*
- b. The Club respects the rights, dignity and worth of every person and shall treat everyone equally within the context of their sport, regardless of age, ability, gender, race, ethnicity, religious belief, sexuality or social/economic status.
- c. The Club is committed to everyone having the right to enjoy their sport in an environment free from threat of intimidation, harassment and abuse.
- d. All Members have a responsibility to oppose discriminatory behaviour and promote equality of opportunity.
- e. The Club will deal with any incidence of discriminatory behaviour seriously according to the Grievance and Disciplinary & Complaints and Disputes Policy

## **5. Exercise of Powers**

In furtherance of the Objects but not otherwise the Club may exercise the following powers:

- a. to carry on a sports club;
- b. to provide sports coaching, training and equipment;
- c. to participate in and organise leagues, competitions, tournaments and matches and related activities;
- d. to provide information, advice and guidance in running and/or athletics,

- e. to publish or distribute information including by means of reports, books, leaflets, films, videos, websites and any other media;
- f. to draw, make, accept, endorse, discount, execute and issue promissory notes, bills, cheques and other instruments and to open and operate bank accounts in the name of the Club;
- g. to accept or disclaim gifts of money or any other property;
- h. to raise funds and to invite and receive contributions;
- i. to reconstitute as a body corporate and transfer some or all of the undertaking, assets and liabilities of the Club to its corporate successor;
- j. to insure the property of the Club against any foreseeable risk and to take out other insurance policies to protect the Club and the Officers when required including the provision of indemnity insurance to cover the liability of the Officers and other staff and volunteers;
- k. to set aside income for special purposes or as a reserve against future expenditure and
- l. to do all such other lawful things as may further or are conducive to the Objects or any of them.

## **6. Club Finances and Property**

- a. A bank account shall be opened and maintained in the name of the Club (Club Account). Designated account signatories shall be the Main Officers of the Club. No sum shall be expended from the Club Account without being approved by the designated signatories or by electronic transfer approved in accordance with the Club's finance policy.
- b. All monies payable to the Club shall be received by the Treasurer and deposited in the Club Account as soon as is reasonably practicable. The Club Account shall be managed in accordance with any finance policy drawn up by the Committee and/or in accordance with the reasonable instructions of the Committee (acting collectively) from time to time.
- c. The Club's financial year shall end on 31 August each year or such other date as the Committee may determine from time to time provided that no financial year shall be shortened to less than nine months or extended to more than fifteen months.
- d. The accounts for submission to the AGM shall be duly independently examined, prior thereto, by a fit person(s) appointed at the AGM. This person shall not be a member of the committee.

## **7. Affiliation**

Subject to these Rules and the general law, the Club shall (as the case may be) become a member of or affiliate to England Athletics and any constituent body designated to it by England Athletics and the Club shall comply with and uphold the rules and regulations of England Athletics and of any such constituent body for the time being in force.

## **8. Club Membership**

- a. The Members from time to time shall be those persons listed in the Club's register of members which shall be maintained by the Membership Secretary.
- b. The Committee may make bye laws under rule 31 below establishing classes of membership with different rights and obligations and shall record such rights and obligations in the Club's register of members.

## **9. Admission to Membership**

- a. Any person who wishes to be a Member must apply in such form as is determined by the Committee from time to time and deliver it to the Membership secretary.
- b. Membership of the Club is open to all without discrimination and may only be refused where admission to membership would be contrary to health and safety, the best interests of sport or the good conduct and interests of the Club. No person shall be denied membership of the Club on the grounds of race, ethnic origin, colour, age, disability, sex, occupation, sexual orientation, gender identity, religion, political or other beliefs. A person may appeal against any denial of membership in accordance with rule 31 below.
- c. The Committee or the Members may from time to time fix the levels of admission fees and subscriptions pro-rata based on the annual amount.
- d. Membership is payable within 30 days of the fees being due. If not paid, membership will normally be terminated
- e. Membership is not transferable to anyone else.
- f. New members essential details shall be communicated to committee and Club event organisers, and registered with England Athletics

## **10. Conditions of Membership**

- a. These Rules, including any bye laws made under rule 31 below, shall form a binding agreement between each Member and Members shall comply with these Rules and bye laws.
- b. The Members shall pay any admission fees and annual subscriptions set by the Committee under rule 9.c above.
- c. Subject to these Rules and the general law, the Members shall so exercise their rights, powers and duties and shall where appropriate use their best endeavours to ensure that others conduct themselves so that the business and affairs of the Club are carried out in furtherance of the Objects and in accordance with the rules and regulations of England Athletics and UKA for the time being in force.

## **11. Cessation of Membership**

- a. Membership of the Club shall terminate if:
- b. the Member dies;
- c. the Member, being an individual, is convicted of a criminal offence which involves dishonesty or any other offence, relating to safeguarding, drugs and any crime involving violence (including any convictions relating to children) at the committee's discretion

- d. the Member resigns by notice in writing to the Club. Membership terminates on the date of notice unless he/she is financially indebted to the Club, in which case the Committee may withhold acceptance of the resignation until he/she has discharged the liability. This sub-paragraph does not apply if upon such resignation the number of Members is less than one.
- e. the Member is removed from membership by a resolution of the Committee as a result of application of the Club's (or England Athletics) disciplinary policy.
- f. The Committee shall have the power to expel any member whose subscription is three months in arrears, after due notice of one month, in writing.
- g. The Committee may exclude the Member from the Club until the meeting has considered this matter (save that they shall be entitled to attend the meeting in question for the purpose of making representations to the meeting). A person may appeal against a decision to remove him or her from membership in accordance with rule 32 below.
- h. Any person ceasing to be a Member forfeits all rights in relation to and claims upon the Club, its property and its funds and has no right to the return of any part of his subscription fee. Without prejudice to the foregoing, the Committee may refund an appropriate part of a resigning Member's subscription fee if it considers it appropriate in all the circumstances.
- i. In the event of a Member's resignation or expulsion, their name shall be removed from the Club's register of members.

## **12. General Meetings**

- a. The Committee shall call an Annual General Meeting (AGM) each year and no more than fifteen months shall pass between one AGM and the next following one. The business of an AGM shall include:
  - b. the receipt of a report of the activities of the Club over the previous year;
  - c. the receipt of a report of the Club's finances over the previous year;
  - d. the election and retirement of Officers; and
  - e. any other business.
- f. All General Meetings other than the AGM shall be called Extraordinary General Meetings (EGMs).
- g. An EGM may be called at any time by the Committee at that time and shall also be called within fourteen days of the receipt by the Secretary of a requisition in Writing, signed by not less than five members stating the purposes for which the EGM is required and the resolutions proposed. Business at an EGM may be any business that may be transacted at an AGM.
- h. The Secretary shall give at least ten days' notice to every member of the date, time and place of any EGM and the business to be dealt with. No other business shall be dealt with at any such meeting.

### **13. Notice of General Meetings**

- a. An AGM or EGM shall be called on at least fourteen clear days before the meeting save that 90% of all the Members may agree to shorter notice.
- b. The notice shall specify the date, time and place of the meeting and the general nature of the business to be transacted and, in the case of an AGM, shall specify the meeting as such.
- c. The Secretary shall send to each Member at their last known address written notice of the date of a General Meeting (whether an AGM or an EGM) together with the resolutions to be proposed. Under rule 1 above, written notice includes by email.
- d. Notice of any business which is desired to place on the agenda must be given in writing to the Secretary at least seven days prior to the meeting.
- e. The accidental omission to give notice of a General Meeting to or the non-receipt of notice of a General Meeting by any person entitled to receive notice shall not invalidate the proceedings at that meeting

### **14. Proceedings at General Meetings**

- a. No business shall be transacted at any General Meeting unless a quorum is present. The quorum for an AGM or EGM shall be the 20% of the total number of Members.
- b. If a quorum is not present within half an hour from the time appointed for the meeting or if during a meeting a quorum ceases to be present, the meeting shall stand adjourned to the same day in the next week at the same time and place as the Committee may determine.
- c. If the number of Members present at the adjourned meeting is insufficient to constitute a quorum in accordance with rule 14a above, the Members present shall constitute a quorum.
- d. The Chair, or in their absence any other Officer, shall preside as the chair of the meeting. The Chair does not have an ordinary vote. Each other Member present shall have one vote but in the event of an equality of votes the chair of the meeting shall have a casting vote.
- e. The Committee may make whatever arrangements they consider appropriate to enable Members attending a General Meeting to exercise their rights to speak or vote whether attending directly or by telephone communication or by video conference, an internet video facility or similar electronic method allowing visual and/or audio participation.
- f. The Secretary, or in their absence any other Officer, shall enter the minutes into the Club's minute book.

### **15. Powers of the Committee**

- a. The Committee shall be responsible for the management of all the affairs of the Club and may exercise all the powers of the Club.

- b. No alteration of these Rules and no such direction by the Members shall invalidate any prior act of the Committee which would have been valid if that alteration had not been made or that direction had not been given.
- c. The Committee shall have the power to decide all questions and disputes arising in respect of any issue concerning the Rules.
- d. The Committee may, while retaining responsibility pursuant to rule 15a, delegate to any person, company or sub-committee any of its powers or functions, the implementation of any of its decisions or the day-to-day management of the affairs of the Club by such means, to such an extent, in relation to such matters or areas and on such terms as they may determine in accordance with these Rules.
- e. Subject to these Rules and the general law, the Committee shall so exercise its rights, powers and duties and shall where appropriate use its best endeavours to ensure that others conduct themselves so that the business and affairs of the Club are carried out in furtherance of the Objects and in accordance with the rules and regulations of England Athletics and UKA for the time being in force.

## **16. The Committee**

- a. The Committee shall consist of a minimum of four Main Officers and it is the aspiration to have the following Officers:
  - i) Chair;
  - ii) Vice-Chair;
  - iii) Treasurer;
  - iv) Club Secretary;
  - v) Membership Secretary;
  - vi) Welfare Officer;
  - vii) Youth Development Officer

The committee can continue even if one of these posts are unfilled but will use its best endeavours to fill the post as soon as reasonably possible.

- b. Officers shall be elected by the Members at an AGM. Nominations for election of Members as Officers shall be made:
  - i) by the Committee; or
  - ii) Members at the AGM
  - iii) in Writing by the proposer and seconder, both of whom must be existing Members, to the Secretary not less than seven days before the meeting.
- c. Each Officer shall hold office from the date of election until the conclusion of the next AGM. A retiring Officer may be re-elected at the AGM.



- d. Any vacancy on the Committee which arises between one AGM and the next may be filled by a Member proposed by one Officer, seconded by another Officer and approved by the Committee.
- e. An Officer may not appoint an alternate or substitute to act on their behalf at any Committee meeting with the exception of the Chair who may allocate a committee member to take the Chair if their attendance is not possible.
- f. At least three members of the Club's committee should be unrelated or not co habiting.
- g. The President (and Vice President if elected) are honorary positions and as such are not automatically elected to the Committee. They may, if fully paid-up members, also stand as committee members (subject to the same nominations and voting process as other elected members). These two positions are elected by the committee at their discretion and at any time.
- h. Wherever possible, the four main committee members: Chair, Vice Chair, Secretary and Treasurer should be in attendance when a decision is made but decisions can still be made where this is not possible.
- i. The Secretary shall convene, attend and conduct the business of the Club except membership which shall be handled by the Membership Secretary.
- j. The Treasurer shall keep the Club's Accounts and submit an Annual Financial Statement to the Annual General Meeting.
- k. The Chair shall conduct the business of the Club and chair Club meetings. Chair will submit an annual report to the Annual General Meeting.

## **17. Calling a Committee Meeting**

- a. The Committee shall hold not less than four meetings each year.
- b. A meeting of the Committee shall be called on not less than seven days' notice to all Officers unless the Chair determines that urgent circumstances necessitate shorter notice.
- c. Notice of a Committee meeting shall be given to each Officer.

## **18. Proceedings of a Committee Meeting**

- a. Subject to the provisions of these Rules, the Committee may regulate its proceedings as it thinks fit.
- b. Meetings of the Committee shall be chaired by the Chair or the Chair may allocate a committee member to take the Chair if their attendance is not possible. The chair of the meeting shall (subject to rule 19 below) have a casting vote in the event of a tie.
- c. At a Committee Meeting, 5 Officers including at least one Main Officer will constitute a quorum.
- d. Decisions of the Committee shall be made by a simple majority of those Officers attending the Committee meeting.



- e. Decisions of the Committee of meetings shall be entered into the Club's minute book.
- f. A resolution in Writing signed by all the Officers (or members of a sub-committee) entitled to vote on the matter shall be as valid and effective as if it had been passed at a meeting of Officers or (as the case may be) a sub-committee duly convened and held. Such a resolution may consist of several documents in the same form each signed by one or more of the Officers (or members of the sub-committee).

## **19. Conflicts of Interest**

- a. Each Officer shall declare the nature and extent of any direct or indirect interest in a transaction or arrangement with the Club or a third party which conflicts or may possibly conflict with their duties to the Club.
- b. If the non-conflicted Officers deem there to be a material conflict, the conflicted Officer should withdraw from that part of the meeting and shall not vote.
- c. If there is deemed not to be a material conflict by the non-conflicted Officers, the Officer that declared the conflict shall be allowed to re-join the meeting, take part and vote as applicable.

## **20. Disqualification from Office**

- a. A person shall cease to hold office as an Officer if:
  - i) They are disqualified from holding office as a company director;
  - ii) they are subject to a decision of England Athletics or UKA that such person be suspended or disqualified from holding office or from taking part in any activity relating to the administration or management of a club;
  - iii) the Committee reasonably believes that they have become incapable by reason of illness or injury of managing and administering their own affairs and it decides to remove him or her from office;
  - iv) they resign from their office by notice to the Club (but only if at least the minimum number specified in rule 16a above will remain in office when the notice of resignation is to take effect);
  - v) they are absent without the permission of the Committee from all its meetings held within a period of four months without good reason and the Committee decide that their office be vacated;
  - vi) a bankruptcy order or an order is made against him or her in individual insolvency proceedings in a jurisdiction other than England and Wales which has an effect similar to that of bankruptcy;
  - vii) they make a composition with their creditors generally in satisfaction of their debts;
  - viii) they are removed from office by the Committee on the grounds that they are in material or persistent breach of the Club's code of

conduct as amended from time to time. A decision to remove an Officer from office under this rule may only be passed if:

- a) the Officer has been given at least twenty one clear days' notice in Writing of the Committee meeting at which the decision will be made and the reasons why it is to be proposed; and
  - b) the Officer or, at the option of the Officer, the Officer's representative (who need not be an Officer) has been allowed to make representations to the meeting; or
  - ix) they cease to be a Member for any reason whatsoever.
- b. The provisions of this rule shall also apply to sub-committees and any member of a sub-committee who is not an Officer.

## **21. Promotion of Events**

The Club promote Open races each year. Help from club members to contribute towards the organisation of these events is always encouraged and appreciated. Members wishing to promote their own races should, as a matter of courtesy, inform the committee of their intentions. Any promotion for such an event should not use the club's name Bourton Roadrunners

## **22. Coaching**

The Club are keen to encourage members to gain recognised coaching qualifications in order to support club members, both individually and in speedwork sessions. To this end, the Committee will look favourably towards payment of fees.

Where fees have been paid by the Club but the qualifications used for personal gain and where the club have not benefitted from the worth of the training, these fees may be rescinded, or request made for them to be refunded (fully or in part)

## **23. Conduct of members**

- a. members competing at meetings.
  - i. Shall wear the Club colours unless representing another Club or Organisation.
  - ii. Should conduct themselves in a manner that will bring honour, respect and credit to their Club.
- b. Reflective tops must be worn on winter Club nights.
- c. Members are encouraged to leave comments, photos, videos and links on the Club Facebook page and WhatsApp group or other social media but the Club remove any that are inappropriate or offensive. If any group member posts anything considered as detrimental to others' enjoyment, they will be removed from the group. Comments posted do not represent the opinions of the Club committee.
- d. Members must abide by the code of conduct set out in the safeguarding policy

## **24. Data Protection**

The personal details of members are securely kept by members of the committee in accordance with the clubs data protection policy as published on the club web site and per the General Data Protection Regulation (GPDR).

When a member who has access to these details leaves the committee, they must make every effort to delete electronic copies and return paper copies of details to the committee.

Any club member who knowingly misuses the personal details of members will have their membership immediately revoked.

Any emails sent out to all members should be blind copied, i.e. using BCC.

## **25. Irregularities**

The proceedings at any meeting or on the taking of any poll or the passing of a written resolution or the making of any decision shall not be invalidated by reason of any accidental informality or irregularity (including any accidental omission to give or any non-receipt of notice) or any want of qualification in any of the persons present or voting or by reason of any business being considered which is not specified in the notice.

## **26. Minutes**

The Committee shall cause minutes to be made in books kept for the purpose:

- a. of all appointments of Officers made by the Members or the Committee;
- b. of all resolutions of the Members and of the Committee (including decisions of the Committee made outside a meeting); and
- c. of all proceedings and reports of meetings of the Club and of the Committee, and of sub-committees, including the names of those present at each such meeting.

## **27. Communications by the Club**

Subject to these Rules, any document or information (including any notice, report or accounts) sent or supplied by the Club under these Rules may be sent or supplied:

- a. in hard copy form;
- b. in electronic form; or
- c. by making it available on a website or internet forum.

## **28. Personal Risk**

- a. Members [and any guests] acknowledge and accept that playing or participating in sport of any kind can be dangerous and may result in injury and damage to property. Members and guests shall take personal responsibility for their own actions and play or participate in the Club's sporting activities at their own risk.
- b. Subject to rule c below, the liability of the Club and its Officers to any Member is limited to the net assets of the Club.

- c. Nothing in these Rules shall limit or exclude liability:
  - i) for death or personal injury caused by negligence;
  - ii) for any loss or damage caused by criminal or fraudulent conduct;  
or
  - iii) for any other liability which cannot lawfully be limited or excluded;

## **29. Indemnity**

Without prejudice to any other indemnity to which an Officer may otherwise be entitled, every Officer of the Club shall be indemnified out of the assets of the Club against any liability incurred by him or her in the proper discharge of their duties to the fullest extent permitted by law.

## **30. Bye Laws**

- a. The Committee may from time to time make such bye laws as they may deem necessary or expedient or convenient for the proper conduct and management of the Club and for the purposes of prescribing classes of and conditions of membership and in particular the Committee may by such bye laws regulate:
  - i) the establishment of different categories of membership of the Club;
  - ii) the admission and classification of Members and the rights and privileges of such Members and the conditions of membership and the terms on which Members may resign or have their membership terminated and the entrance fees, subscriptions and other fees or payments to be made by Members;
  - iii) the creation of regulations, standing orders and bye laws for the better administration of the Club and to govern the functioning of sub-committees to assist the Committee in the better administration of the Club;
  - iv) the adoption or alteration of such other regulations or policies as the Committee thinks fit;
  - v) the conduct of Members in relation to one another and to the Club's Officers, staff, volunteers or beneficiaries including disciplinary procedures;
  - vi) the terms on which Members and guests may be permitted to take part in the Club's sporting activities;
  - vii) any licensable or other regulated activities of the Club.
  - viii) the procedure at General Meetings and meetings of the Committee and sub-committees insofar as such procedures are not regulated by these Rules;
  - ix) the appointment of proxies, the form and content of proxy notices, the delivery of proxy notices to the Club and the revocation of such appointments;

- x) any procedures to assist the resolution of disputes within the Club;
- xi) generally, all such matters as are commonly the subject matter of club rules;

provided that nothing in such bye laws shall prejudice the Club's affiliation to England Athletics.

- b. The Club in General Meeting shall have power to alter, add to or repeal the bye laws and the Committee shall adopt such means as they think sufficient to bring to the notice of the Members all such bye laws.

### **31. Grievance and Disciplinary & Complaints and Disputes Policy**

The Club shall keep a separate Grievance and Disciplinary & Complaints and Disputes policy.

All concerns, allegations or reports of malpractice or abuse relating to the welfare of children or vulnerable adults will be recorded and responded to swiftly and appropriately in accordance with the Club's and UKA's/EA's safeguarding policy and procedures. The Welfare Officer shall be the lead Officer for all Members in the event of any safeguarding concerns.

### **32. Alteration of the Rules**

No alterations or amendments shall be made to or in the provisions of these Rules except by resolution at a General Meeting in accordance with these Rules and shall be carried by the majority of at least two thirds of the Members present.

### **33. Incorporation**

The Members at a General Meeting may authorise the Committee to transfer the assets and liabilities of the Club to a limited company or charitable incorporated organisation established for purposes within, the same as or similar to the Objects and of which the Members will be entitled to be Members. On a transfer under this rule the Committee must ensure that all necessary steps are taken as to:

- i) the transfer of land and other property;
- ii) the assignment or novation of contracts and grants;
- iii) the transfer of employment and transfer of pension rights; and
- iv) the trusteeship of any property held as permanent endowment.

### **34. Dissolution**

- a. A resolution to dissolve the Club may only be proposed at a General Meeting and shall be carried by the majority of at least three-quarters of the Members present.
- b. The dissolution shall take effect from the date of the resolution and the Committee shall be responsible the winding up of the assets and liabilities of the Club.

- c. Any surplus assets remaining after the discharge of the debts and liabilities of the Club shall be applied or transferred to another club or England Athletics for use by them related to community sports.

### **35. Publication of these rules**

There rules shall be published on the Club web site and all members are assumed to have read and accepted them.

#### **Declaration**

The Club duly adopted these Rules as its governing document on 25<sup>th</sup> November 2024.

Signed .....

**Chair**

**Ian Tolfts**

Signed .....

**Secretary**

**Nicky Patterson**