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# Rugby & Northampton Athletic Club

## 1 Club Name, Colours and Affiliations

The Name of the Club is Rugby and Northampton Athletic Club (hereinafter referred to as the 'Club'). The Club colours shall be a vest that is sky blue above a diagonal line from left shoulder to right hip and black below this line. Club colours must be worn by all competitors representing the Club at every competitive meeting and by any athlete who has used membership of the club to enter any event as an individual competitor, unless the Rules of Competition provide otherwise.

The Club shall affiliate to the following athletics bodies:-

UK Athletics  
England Athletics  
Northamptonshire Athletic Association  
Warwickshire County Athletic Association

## 2 Objects of The Club

The Objects of the Club are:

- to facilitate participation in and promotion of recreational and competitive athletics amongst the community and related sporting & social activities subject to the Club's minimum age limit (see section 3.1),
- to cater for the following athletics disciplines:- track and field, road running, cross country  
the Club shall also cater for members who participate in triathlon
- to provide and maintain club premises at two sites, one at Rugby and one at Northampton,
- to provide other ordinary benefits of an amateur sports club as set out in Schedule 18 of the Finance Act 2002 (including without limitation provision of suitably qualified coaches, coaching courses, insurance, post training/meeting refreshments),
- to do all such things as the Committee thinks fit to further the interests of the club or to be incidental or conducive to the attainment of all or any of the objects above,
- to maintain and observe policies and procedures, including a Child Welfare Policy, to ensure the welfare of Members, including the appointment of one or more Welfare Officers. Copies of such policies and procedures shall be maintained on the Club website. As far as reasonably possible, to follow the policies and procedures recommended by UK Athletics, but to adopt additional policies and procedures if deemed necessary.

## 3 Membership of the Club

### 3.1 Membership Application

Membership of the Club shall be open, on application, to anyone who has attained the age of 8 years at the time of their application for membership, who is interested in recreational or competitive athletics, regardless of gender, disability, ethnicity, race, nationality, sexual orientation, occupation, religion, political or other beliefs.

Individuals who wish to become members of the Club must apply using the Membership Application Form approved by the Management Committee (hereinafter referred to as the 'Committee') from time to time. Applications shall be considered at Committee meetings and, if approved, the applicant shall be admitted to the club subject to payment of such joining fee set by the Committee along with the first annual subscription. Membership of the Club commences on the actual day of election by the Committee. Every candidate for membership shall be admitted unless to do so would be contrary to the best interests of the sport or the good conduct and interests of the Club, in which case the Committee may refuse membership to any applicant without explanation.

New members must take out a Club membership within six weeks of commencement of use of the Club's facilities, or after the completion of any induction course, if sooner.

By becoming a member of the Club, every member agrees to abide by the Club's Constitution and Rules; the Rules of Competition and other rules and regulations of UK Athletics Limited; and the rules and regulations of England Athletics Limited (or relevant successor bodies). Each member is responsible for acquainting themselves of the rules of the Club, a copy of which shall be available from the Hon Secretary and the Club's website.

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## 3.2 Membership Classes

The Club shall have the different classes of annual membership set out below. Members will enjoy the rights and obligations specifically outlined in this document. Members may be First Claim members or Second Claim members, as defined in the UKA Rules for Competition.

### 3.2.1 Ordinary Members

Anyone satisfying the general admission criteria (as determined from time to time by the Committee) can become an Ordinary Member, provided that they are an amateur as defined from time to time by UK Athletics on their application and throughout their subsequent period of membership. Ordinary members (see section 3.3.1) shall be entitled to receive notice of, attend and, subject to being age 18 years or over, vote at general meetings of the Club. One parent of any ordinary member under the age of 18 years may attend and vote at general meetings of the Club.

### 3.2.2 Life Members

Life Membership will ordinarily be granted only in recognition of a significant personal contribution to the Club's affairs. Individuals to be appointed as Life Members shall be proposed by the Committee and elected at an Annual General Meeting and must have the support of two thirds of voting members present. Life Members are exempt from payment of annual subscriptions but shall otherwise have the same rights as Ordinary members.

### 3.2.3 Honorary Vice-Presidents and Members

Honorary membership may be conferred by the Committee upon individuals who are active in club affairs. Honorary Members shall be elected at the Annual General Meeting and will be granted such privileges as may be agreed by the Committee. Honorary membership shall end when so determined by the Committee.

### 3.2.4 Associate Membership

- (a) Associate Membership is normally open to anyone who does not intend to participate in athletics, or use the Club's training facilities, but wishes to be associated with the Club's activities. Associate members shall be entitled to receive notice of, attend and, subject to being age 18 or over, vote at general meetings of the Club. The Management Committee may, at its discretion, consider and approve other applications for Associate membership.

## 3.3 Subscriptions

### 3.3.1 Fees

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 approved at the Annual General Meeting. Members are additionally expected to pay any registration fee levied by the athletics governing body in line with the requirements of the governing body.

For the purposes of determining the appropriate subscription fee, ordinary members are divided into the following categories:-

- Standard – an individual member paying the standard membership subscription.
- Family - family membership, open to a minimum of 3 members of the same family, including co-habiting partners and immediate children up to the age of 18 or in full time education. Each family member must apply for membership of the Club.
- Concessionary – a member satisfying the conditions from time to time defined by the Committee to qualify for a reduced subscription fee.
- Road Runner, Men's Running Group, Ladies Running Group – a member who will generally not train on the athletics tracks during Club training sessions (maximum 12 track sessions per year).
- Coach – a member with a current UKA coaching qualification who actively participates in the Club's coaching structure on a voluntary basis.
- Official – a member with a current UKA officials qualification (starter, assistant starter, timekeeper, track judge, field judge) who does not actively participate in athletics themselves.

### 3.3.2 Payments

Members shall pay their subscription fees by such methods decided by the Committee. Membership fees become due on the first day of the month of the anniversary of when the athlete joined the club or, for those members who belonged to the Club prior to the introduction of the personal membership year system, on the date specified by the Committee.

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The current year's subscription must be paid before any member can compete for the Club, except where the Committee chooses to waive this rule. The Club also reserves the right to refuse entry to the Club's facilities and training sessions to any member whose subscription is overdue by one month or more.

Refunds of membership fees may only be made under exceptional circumstances at the discretion of the Committee. Applications for refunds should be made in writing to the Honorary Secretary.

### 3.3.3 Lapse of Membership

Members having arrears of subscriptions of more than three months, will have their membership terminated by notice in writing from the Honorary Secretary and will not be eligible to participate in the affairs or activities of the Club, including use of the Club's training facilities and voting in any General Meeting. Payment of a full subscription at a later date will enable the former member to be readmitted by the Committee.

### 3.4 Cessation of Membership

Members may resign from membership at any time by notice to that effect given to the Honorary Secretary. Such notice shall be considered by the Committee within one calendar month of receipt. Membership shall cease on the date of posting of the resignation notice, unless the member is financially indebted to the club, in which case the acceptance shall be withheld until the indebtedness has been fully paid. Members wishing to join another club following resignation must comply with the conditions in the current UKA rules at the time of resignation. A member who resigns shall not be entitled to any refund of subscriptions in respect of the remaining period.

Membership shall not be transferable and shall cease immediately on death or on the failure of the member to comply with any condition of membership set out in this Constitution.

The Committee shall have the power to expel a Member when, in its opinion, it would not be in the interests of the sport or the Club for him/her to remain a member. Such expulsion shall be carried out in accordance with the Disciplinary Procedures set out below.

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.

## 4 The Club President

The Honorary President of the Club shall perform duties representing the Club and may provide guidance on strategy and probity as required. The President shall not be a member of the Committee but may be invited to Committee meetings. The President shall be nominated bi-annually by the Committee and be ratified by the members at the Annual General Meeting.

## 5 The Club Committee

The day-to-day management of the Club shall be deputed to a Committee consisting of four elected Officers and not more than ten Ordinary Committee Members, divided between members from Rugby and Northampton, as described in section 5.3. One parent of a junior athlete under the age of 18 years is welcome to fill any of the places for Ordinary Committee Members, but may not become elected Officers of the Club.

### 5.1 Elected Honorary Officers

The Elected Honorary Officers of the Club shall be the Chairperson, the Vice-Chairperson, the Honorary Treasurer and the Honorary Secretary, who shall be nominated in accordance with the procedure entitled "Election of Committee" set out below and elected by the Members at the Annual General Meeting.

The Honorary Officers shall remain in office for a term of two years after their election until the end of the Annual General Meeting in the second year after their election and shall be eligible for re-election. These Officers may delegate and assign tasks to other members of the Committee and Club. All the Elected Honorary Officers shall have attained the age of 18 years before election and shall be fully paid-up members.

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## 5.1.1 Chairperson

The Chairperson shall take the Chair at Annual General Meetings of the Club and at meetings of the Management Committee. The duty of the Chairperson is to direct these meetings and the operation of the Management Committee to ensure that the required business is carried out in accordance with the Club Constitution.

## 5.1.2 Vice-Chairperson

The Vice-Chairperson's duty is to support and assist the Chairperson and deputise for them in their absence.

## 5.1.3 Honorary Secretary

The Honorary Secretary is responsible for arranging meetings of the Committee and Annual or Extraordinary General Meetings of the Club, including issuing agendas and minutes, and for receiving and promptly dealing with correspondence on behalf of the Club, and for receiving minutes of any sub-committee meetings.

## 5.1.4 Honorary Treasurer

The Honorary Treasurer is responsible for managing the finances of the Club in accordance with decisions taken by the Committee, reporting on the finances at meetings of the Committee and for preparing audited accounts for Annual General Meetings of the Club.

## 5.2 Ordinary Committee Members

Up to ten additional Ordinary Committee Members shall be nominated in accordance with the procedure entitled "Election of Committee" set out below and elected by the Members at the Annual General Meeting. The Ordinary 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. Ordinary Members of the Committee shall be divided between representatives of those members based at Rugby and those based at Northampton. All the Elected Committee Members shall have attained the age of 18 years before election and shall be fully paid-up members or parents of fully paid-up junior members.

Ordinary Committee Members shall aid the Honorary Officers by undertaking tasks and roles to facilitate the day-to-day operation of the Club. The allocation of these duties shall be by mutual consent between the Honorary Officers and the respective Ordinary Committee Member. Duties may be reallocated at any time as required and may be delegated to Members of the Club. The Ordinary Committee Member shall report to and advise the Committee on the status of such tasks.

## 5.3 Election of Committee

Any Member may be nominated by any other two Members (proposer and seconder), with his/her approval, as a candidate for any of the posts of Honorary Officer or Ordinary Committee Member by notice in writing (including email) to the Secretary at least one week before the date of the Annual General Meeting.

The number of ordinary members of the committee shall be a maximum of 10, and that these will be made up of up to 5 members who will represent those who train at Rugby and up to 5 representatives of those who train at Northampton. If the number of candidates for one or both sites exceeds that number then a vote shall be taken for each candidate and voting will be open to ALL who attend the AGM.

A Member may accept nomination for any of the separately elected posts constituting the Committee, subject to being eligible to hold only one of these posts at any time. If a Member shall be elected to a post during the prescribed course of business, his or her name shall be deleted from all subsequent voting for the remaining elected posts at that meeting.

If the number of candidates for the post of any Honorary Officer (as each falls for election) is only one, that candidate shall be declared elected unopposed. If the number of candidates is more than one, ballot papers shall be prepared containing in alphabetical order of surnames all the names thus proposed: every eligible Member may vote for each office with the first candidate to reach a majority elected. If there are more than two candidates for a post and a majority is not achieved in the first vote, the voting shall be repeated, excluding the candidate with the lowest number of votes in the previous round, until a candidate with a majority is obtained. If there are no nominees for any Honorary Officer posts prior to the AGM, then candidates may be nominated at the AGM, provided that the candidate is supported by any other two Members (proposer and seconder).

In the event of an AGM failing to elect anyone to a position or the position subsequently becoming vacant, the Committee shall have the power to fill the vacancy by co-option. Such co-opted Officers shall have the same voting rights as if they were elected at an AGM and shall stand for election at the next AGM if they wish to continue.

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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 of surnames 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. If the number of candidates for election as Ordinary Committee Members is less than the number of vacancies, then candidates may be nominated at the AGM, provided that the candidate is supported by any other two Members (proposer and seconder). In the event of an AGM failing to elect 10 Ordinary Committee Members or any of the 10 Ordinary Committee Member places subsequently becoming vacant, the Committee shall have the power to fill the vacant positions by co-option. Such co-opted Ordinary Committee Members shall have the same voting rights as if they were elected at an AGM and shall stand for election at the next AGM if they wish to continue.

In the event of a tie between two or more candidates a further ballot of those candidates shall be held to decide who shall fill the vacancy or vacancies and should there still be an equality of votes, the retiring Chairperson shall have a casting vote.

The Committee may co-opt further members in addition to the ten Ordinary Committee Members described above from time to time for specific purposes at their discretion. Such further co-opted members shall not be entitled to vote or count towards a quorum at Committee meetings (see section 5.5.2).

### 5.4 Leaving Office

The office of an elected member of the Committee shall be vacated if he or she:

- (a) resigns at any time by notice in writing to that effect given to the Secretary and such resignation shall take effect immediately,
- (b) ceases to be a member or shall be excluded or suspended from the Club under disciplinary proceedings,
- (c) is absent from the Committee Meetings for more than two consecutive or one third of Committee meetings without the explicit consent of the Committee, such consent to be recorded in the minutes of the Committee. A member of the Committee who is absent from one third (rounded to the nearest whole number) or more of 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,
- (d) becomes bankrupt or makes any arrangement with his creditors,
- (e) is or may be suffering from a mental disorder,
- (f) is suspended from holding office or taking part in any activity relating to the administration or management of a Club by a decision of England Athletics Limited or UK Athletics Limited,
- (g) is asked to resign by all the other Committee members, acting together.

The Committee shall have the power to appoint a Member to fill any casual vacancy on the Committee or amongst the Honorary Officers until the next Annual General Meeting.

### 5.5 Proceedings Of The Committee

#### 5.5.1 Meetings

The Committee shall meet between eight and twelve times in a financial year in person and as often as may from time to time be necessary. Any additional meetings may be held in a manner agreeable to the Committee.

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. Copies of approved minutes shall be made available to Club members (any confidential information contained may be removed first).

If it becomes necessary to deal with urgent items of business between regular meetings of the Committee, the Honorary Secretary shall send details to all Committee members by email, requesting a reply within a specified number of days, depending on the urgency of the item. If a simple majority of favourable replies is received, the item shall be passed, and the relevant parties notified by the Honorary Secretary.

The Committee may invite persons who are not members of the Committee to address a meeting of the Committee. The Club's two coaching co-ordinators, and the officials co-ordinator, shall be invited to address the Meeting at least twice per year.

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### 5.5.2 Quorum and Voting

Six Members of the voting 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 has been properly convened shall be competent to exercise all the powers and discretions invested in the Committee by these Rules.

The Committee may act notwithstanding any vacancy in its numbers, so long as the number of members of the Committee entitled to vote is not reduced below six in which case it shall be entitled to act only for the purpose of appointing or arranging the election of new members of the Committee.

Questions arising at any meeting shall be determined by a simple majority of votes illustrated by a show of hands. Each Committee Member present shall be entitled to one vote. In the case of an equality of votes, the Chair, or the person acting as Chair, shall have a casting or additional vote.

### 5.5.3 Powers of the Committee

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

- (a) make Club Rules and regulations to allow for the day to day operation of the Club and its activities. Such Club Rules may not supersede or contradict provisions of the Constitution and must be reasonably available to Members,
- (b) operate a Member's Welfare policy including Child Protection in accordance with the Policy and Procedures issued by UK Athletics Limited,
- (c) appoint trustees as detailed in section 9.1,
- (d) make and give receipts, releases and other discharges for any amount payable to the Club and for claims and demands of the Club,
- (e) 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,
- (f) 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,
- (g) 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,
- (h) pay all the costs and expenses of, and incidental to, any of the aforesaid matters and things,
- (i) determine how and by whom any such power shall be executed, operations effected and documents signed or things done,
- (j) 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,
- (k) organise Club activities.

The members of the Committee and any trustees appointed under paragraph (c) above to act as trustees 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.

### 5.5.4 Duties of the Committee

The duties of the Committee shall be:-

- 1) to determine and direct the policy and development of the Club,
- 2) to make decisions on any significant issues associated with the operation of the Club,
- 3) to control the working and finances of the Club and to be responsible for liabilities in connection therewith,
- 4) to deal with elections and resignations,
- 5) to deal with correspondence,
- 6) to deal with disciplinary matters,
- 7) to make proposals for joining fees and annual subscriptions at Annual General Meetings of the Club,
- 8) to call an Annual General Meeting.

At all times, the Management Committee shall act in accordance with the Constitution of the Club. The agenda for Committee Meetings shall be determined by the Committee Members, but the normal agenda shall include the following items:-

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- a) Review of the minutes of the previous meeting,
- b) Matters arising from the minutes of the previous meeting,
- c) Club finances,
- d) Membership, including elections, resignations and any welfare issues,
- e) Competition,
- f) Facilities,
- g) Reports from any sub-committees,
- h) Correspondence and communications,

## 5.5.5 Sub-Committees

The Management Committee may appoint sub-committees for specific purposes at their discretion. The responsibilities of those sub-committees shall be agreed at a Committee meeting. The Chairperson of the sub-committee shall be appointed by the Committee and the other members of the sub-committee shall be subject to approval by the Committee. The Chair of any sub-committee shall be a paid-up member of the Club. Reports from sub-committees shall be made in writing seven days before a Committee meeting when requested by the Committee.

## 6 Club Meetings

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. 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.

At all such meetings the Chairperson, 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. 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 a casting vote.

### 6.1 All General Meetings

The following rules shall apply to all Annual and Special General Meetings:

- (a) the quorum for a General Meeting shall be twenty Members personally present and entitled to vote, of whom at least five must be Committee Members. No business shall be transacted at any special General Meeting unless the required quorum is present. If, within an hour 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) all resolutions (and amendments thereto) shall be put to the meeting.
- (c) resolutions proposed for consideration by a General Meeting shall be submitted in writing to the Secretary at least two weeks before the date of the meeting.
- (d) 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.
- (e) 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.

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.

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.

Any resolution for the dissolution of the Club shall be subject to the provisions of Section 12 of this Constitution.

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## 6.2 Annual General Meetings

The Annual General Meeting of the Club shall be held within the month of March each 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:

- to report on the Club's activities and achievements for the preceding year;
- to receive from the Committee a statement of accounts for the preceding financial year;
- to elect the Honorary Officers and the Committee and to ratify the selection of the Honorary President;
- to agree the level of subscription fees for membership;
- to appoint the Honorary Auditor;
- to decide on any resolution which may be duly submitted to the meeting as provided by these Rules.

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. Notice shall be sent by email to all members with this facility using the last known email address on the Club's membership file, and posted on the Club's notice boards at both sites and the Club's website.

The agenda for the AGM and draft minutes of the previous year's AGM shall be sent by email as above to all members with this facility and displayed on the Club's notice boards at both sites seven days prior to the date of the meeting.

The Meeting will consider and, if necessary, take action with reference to any business or motion of which not less than 14 days' prior notice in writing has been given to the Honorary Secretary by any member wishing to propose it, provided that the same shall be covered by this Constitution. Such items shall be included in the circulated agenda.

The Annual General Meeting shall elect from those present a Returning Officer to oversee any elections and any voting on any other business conducted at the meeting.

## 6.3 Special General Meetings

A Special General Meeting shall be convened by the Management Committee or upon written request of at least 20 members of the Club, sent to the Honorary Secretary. The objects of the meeting shall be stated in such requests. The meeting shall be convened within four weeks of the receipt of such a request by the Honorary Secretary. The subject to be considered shall be the only subject of the meeting.

Not less than three weeks notice of a Special General Meeting specifying the place, day and time of the meeting shall be given to the Members. The notice and agenda shall be sent by email to all members with this facility using the last known email address on the Club's membership file, and posted on the Club's notice boards at both sites and the Club's website.

Voting rights as at an AGM pertain.

## 7 Accounts

The Club shall, subject to this Constitution, be solely responsible for its own debts and obligations. The Treasurer will ensure proper accounts are kept and provide Committee Members with accurate financial reports at each Committee meeting. The Club's financial records shall always be open to inspection by the Committee. The funds of the Club shall be subject to an annual audit by the Honorary Auditor appointed by the AGM.

The Club's Financial Year shall run from January 1st to December 31st inclusive. 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.

No money shall be expended or debts incurred, in the name of the Club, by any official or member of the Club, without the authority of the Committee, which may be in the form of a delegated budget.

## 8 Property and Facilities

The property of the Club, other than cash at bank, shall be vested in the Trustees who shall deal with the property as directed by resolution of the Committee.

The Club's facilities shall be provided to its members without discrimination.

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## 9 Club Trustees

### 9.1 Appointment of Trustees

The Club shall appoint not less than two and not more than four Trustees whose powers are set out below. The Chairman from time to time is nominated as the person to appoint new trustees within the meaning of Section 36 of the Trustee Act 1925. A new trustee shall be nominated by resolution of the Committee and the Chairman shall by deed duly appoint the person or persons so nominated as the new Trustee or Trustees of the Club and the provisions of the Trustee Act 1925 shall apply to such appointment.

### 9.2 Resignation and Removal of Trustees

The Committee shall, by a majority decision, accept the resignation of a Trustee and will forthwith pursuant to such acceptance nominate a replacement or replacements in the manner outlined above. The Committee shall be empowered to appoint a replacement in the event of death or illness as outlined above. The Committee shall, by a majority decision, remove a Trustee from his position as and when the Committee sees fit and nominate a replacement.

### 9.3 Powers of Trustees

The duly appointed Trustees shall have the following powers, which will be exercised for and on behalf of Rugby and Northampton Athletic Club:-

- i. to hold freehold or leasehold property (which term shall include any land, buildings thereon or premises) on behalf of the Club,
- ii. to take a conveyance of freehold property, accept a lease or tenancy of any land or property,
- iii. to mortgage or change any such property and to redeem the same,
- iv. to sell, transfer, convey or assign such freehold or leasehold property,
- v. to enter into any contract for sale and/or purchase and to execute any such deed contract or other assurance as may be required and to give and accept valid receipt for capital monies if required,
- vi. to do any such other act as may be authorised from time to time by a majority of the Committee.

PROVIDED that any of the above powers are exercised in accordance with directions given by a majority of the Committee.

## 10 Application of Surplus Funds

The Club is a non-profit-distributing organisation. 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 objects.

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

- sell and supply food, drink and related sports clothing and equipment.
- 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.
- pay in good faith interest on money lent by a Member at a commercial rate of interest; reimburse any Committee Member or Honorary Officer his/ her reasonable and proper out of pocket expenses incurred on Club business; 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.
- pay for reasonable hospitality for visiting teams and guests.

No Member shall be paid a salary, bonus fee or other remuneration for competing for the Club, but expenses may be paid at the discretion of the Committee.

## 11 Interpretation of Club Constitution & Rules

The Constitution may be added to, repealed, or amended by resolution at any Annual or Special General Meeting carried by a majority of at least two-thirds of the Members voting thereon, so long as the Honorary Secretary has given the required notice as outlined above for such meetings.

The Committee shall be the sole authority for the interpretation of the Constitution and of Club Rules. The decision of the

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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.

### 12 Dissolution Of The Club

If, at any Committee Meeting, a resolution for the dissolution of the Club shall be passed by a two thirds majority of the quorum Members present, a further Special General Meeting shall be convened, to be held not less than four weeks thereafter (of which two weeks written notice shall be given to each Member in addition to the other provisions for Notices), to further consider the matter.

If the motion is passed by a two thirds majority of those present, the Committee shall proceed to realise the property of the Club and discharge all liabilities.

Any property remaining after the discharge of debts and liabilities of the Club shall be paid to or distributed to another club for road running or athletics, or to UK Athletics Limited for use in community-related athletics initiatives, or to a charitable organisation having similar objects and affiliations, as nominated at the Special General Meeting.

### 13 Disciplinary Procedures

Members are expected to refrain from committing any acts or making any statements verbally or in writing, or from being responsible for any breaches of UKA Rules for Competition, or from other conduct which, in the opinion of the Committee, is considered to be insulting, improper, likely to bring the sport and/or the Club into disrepute or any other form of bad athletic practice.

The Club shall not tolerate the physical or mental abuse, harassment, discrimination or defamation of any of its Members during, or subsequent to, Club Events or activities. 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. Each case will be decided in accordance with the Club Disciplinary and Appeal Procedure, which shall be maintained and approved by the Committee. A copy of the current Procedure shall be maintained on the Club website. In the event of any changes to the Procedure, the Committee shall notify Members of the proposed changes and provide a reasonable opportunity for comment prior to adopting the revised Procedure.

This revision of the Constitution was accepted at the Special General Meeting held on 6 May 2020 and was confirmed at the Club Committee meeting held on 7 October 2020.

Signed:

Adrian White

(Chairperson)

Jennifer Eaton

(Secretary)