CLUB CONSTITUTION

June 2023

Statement

This Constitution was ratified 5th June 2023 by the current Committee in order to comply with Swim England governance stipulations and has been based on the previous constitutions (only available in paper format) dated June 2016, November 2021 and the current Swim England template for non incorporated clubs January 2022 downloaded from the website.

RULES of Penzance Swimming Association and Water Polo Club ("the Club") as at 5th June 2023

1. Name

1.1 The name of the Club shall be **Penzance Swimming Association and Water Polo Club**.

2. Objects

2.1 The objects of the Club shall be the teaching, development and practice of swimming, diving, open water and water polo for its members and shall, where appropriate, be to compete. In the furtherance of these objects:

2.1.1 The Club is committed to treating everyone equally within the context of its activity and with due respect to the differences of individuals. It shall not apply nor endorse unlawful or unjustified discrimination, and shall act in compliance with the protections afforded by the Equality Act 2010.

2.1.2 The Club shall implement the Swim England Equality Policy (as may be amended from time to time).

2.2 The Club shall be affiliated to Swim England South West Ltd. Region, and shall adopt and conform to the rules of Swim England South West Ltd. Region, and to such other bodies as the Club may determine from time to time.

2.3 The business and affairs of the Club shall at all times be conducted in accordance with the Articles, Regulations and Technical Rules of Swim England ("Swim England Regulations") and in particular:

2.3.1 all competing members shall be eligible competitors as defined in Swim England Regulations; and

2.3.2 the Club shall in accordance with Swim England Regulations adopt the current Swim England's Child Safeguarding Policy and Procedures ("Wavepower"); and shall recognise that the welfare of children is everyone's responsibility and that all children and young people have a right to have fun, be safe and be protected from harm.

2.3.3 members of the Club shall in accordance with Swim England Regulations comply with Wavepower.

2.4 By virtue of the affiliation of the Club to Swim England South West Ltd. Region, the Club and all members of the Club acknowledge that they are subject to the regulations, rules and constitutions of:

2.4.1 Cornwall County Association; and

2.4.2 Swim England South West Ltd. Region; and

2.4.3 Swim England (to include the Code of Ethics); and

2.4.4 British Swimming (in particular its Anti-Doping Rules and Judicial Code); and

2.4.5 LEN, the European governing body for the aquatic sports; and

2.4.6 FINA, the World governing body for the aquatic sports.

(hereinafter defined as “Rules of a Governing Body”).

2.5 In the event that there shall be any conflict between any rule or by-law of the Club and the Rules of the Governing Body then the relevant Rule of the Governing Body shall prevail.

3. Membership

3.1 The total membership of the Club shall not normally be limited. If however the Committee considers that there is a good reason to impose any limit from time to time then the Committee shall put forward appropriate proposals for consideration at a General Meeting of the Club. The members shall have the right to impose (and remove) from time to time any limits on total membership (or any category of membership) of the Club.

3.2 Club membership consists of four parts all or some of which may have annual fees. The four parts with applicable fees to be paid by the due date are Club, County, Region and Swim England membership.

3.3 All persons who assist in any way with the Club’s activities shall become members of the Club and hence Swim England and the relevant Swim England membership fee shall be paid.

3.4 Paid individuals who are not members of the Club must be members of a body which accepts that its members are bound by Swim England’s Code of Ethics, Swim England Regulations relating to Wavepower, those parts of the Judicial Regulations and procedures necessary for their implementation and whilst engaged in activities under the jurisdiction of Swim England shall be subject to all the constraints and privileges of the Judicial Regulations.

3.5 Any person who wishes to become a member of the Club must submit an application by the Club’s stated process to the Club Membership Secretary (and in the case of a child under 18 years of age the application must be submitted by the applicant’s parent or guardian). The Club application process should be able to view either online or via a paper format.

3.6 Admission to membership shall be determined by the Club’s agreed process. In its consideration of applications for membership, the Club shall not act in a discriminatory manner and in particular, shall adhere to the Equality Act 2010 (as may be amended). Accordingly, (unless the Club chooses to restrict its membership to only people who share the same Protected Characteristic) the Club shall not refuse membership on the basis of a Protected Characteristic within the Equality Act 2010. Neither may refusal be made on the grounds of political persuasion.

3.7 The Club may refuse membership only for good and sufficient cause, such as conduct or character likely to bring the Club or the sport into disrepute, or, in the case of a swimmer, being unable to achieve the entry standards as laid down and provided by the Club to the applicant for membership. The Club shall be required to give reasons for the refusal of any application for membership. Any person refused membership may seek a review of this decision before a Review Panel.

3.8 Membership is not transferable. This includes the transfer of membership rights from a child under 18 years of age to a parent or guardian.

4. Membership and Other Fees

4.1 The annual membership fee and all other fees payable to the Club shall be determined from time to time by the Committee and the Committee shall in so doing make special provision for different classes of membership as it shall determine.

4.2 The annual Swim England, Region and County fees (if any) shall be due on joining the Club and thereafter on the 1st of January each year.

4.3 The Club shall inform all members of the fees payment structure and whether annual fees are paid in full or via an appointed scheme. Any member whose fees are unpaid by the date falling 30 days after the due date for payment may be suspended by the Committee from some or all Club activities from a date to be determined by the Committee and until such payment is made.

4.4 The Committee shall, from time to time, have the power to determine the Club annual membership and other fees. This shall include the power to make such a change in the fees as shall, where the Club pays the relevant affiliation fees to Swim England on behalf of members, be consequential upon a change of such fees. Any increase in subscriptions shall be advised to the members in writing with the reasons for any increase to be reported to the members at the next Annual General Meeting.

4.5 The Executive Officers (or the Committee) shall have the power in special circumstances to remit the whole or part of the Club fees, to address issues of social inclusion. The club may also make suitable arrangements for the required payment of Swim England, Regional and County fees (where applicable).

5. Resignation

5.1 A member wishing to resign membership of the Club must give to either the Club or Membership Secretary written notice of their resignation via post or electronic means.

5.2 A member whose fees are more than two months in arrears shall be deemed to have resigned from the Club and their membership terminated. Where membership has been terminated in this way the member shall be informed in writing either via post to the last known address or by electronic means.

5.3 A member who resigns from the Club or whose membership is terminated shall not be entitled to have any part of the annual Club, Swim England, Region or County membership fee refunded and must immediately return any Club or external body's property.

5.4 The Swim England Membership Department and the relevant Swim England Region shall be informed by the Club should a member resign or have their membership terminated when still owing money or property to the Club.

6. Expulsion and Other Disciplinary Action

6.1 The Committee shall have power to expel a member when, in its opinion, it would not be in the interests of the Club for the individual to remain a member. The Club in exercising this power shall comply with the provisions of Rules 6.3 and 6.4 below.

6.2 Upon expulsion the former member shall not be entitled to have any part of the annual Club membership fee refunded and must immediately return any Club or external body's property held.

6.3 The Club shall comply with the relevant Judicial Regulations for handling Internal Club Disputes as the same may be revised from time to time.

6.4 A member may not be expelled or (subject to Rule 6.5 below) be made the subject of any other penalty unless the panel hearing the complaint shall by a two-thirds majority vote in favour of the expulsion of (or other penalty imposed upon) the member.

6.5 The Officers of the Club (or any person to whom the Committee shall delegate this power) may temporarily suspend or exclude a member from particular training sessions and/or wider Club

activities, when in their opinion or following, such action is in the interests of the Club. Where such action is taken the incident or matter will thereafter be dealt with in accordance with the appropriate Judicial Regulations.

6.6 Swim England shall have power to temporarily suspend members or suspend members for a specified term in accordance with Judicial Regulations and Child Safeguarding Regulations as the same may be revised from time to time.

7. Committee

7.1 The Committee shall consist of the Chairperson, Secretary, Treasurer (together "the Executive Officers of the Club") and at least an additional 2 elected members all of whom must be members of the Club. All Committee members must be not less than 18 years of age though the Committee may allow younger member(s) to attend their meetings without power to vote. Reduced minimum number for the committee from 13 in old constitution

7.2 In accordance with Wavepower the Committee shall appoint a member of the Club as Welfare Officer who must be not less than 18 years of age, who should have an appropriate background and who is required to undertake appropriate training in accordance with Wavepower. The Welfare Officer shall not be related to or in a relationship with any one of the 'Executive Officers of the Club' or the Club's Coaches or Teachers.

7.3 The Welfare Officer will have a right to attend Committee meetings without a power to vote. Attendance at meetings will be for the purpose of sharing or addressing matters relating to Welfare.

7.4 The Executive Officers and Committee members shall be proposed seconded and elected at the Annual General Meeting each year and shall remain in office until their successors are elected at the next Annual General Meeting and take office when the Chairman has closed the meeting. Any vacancy occurring by resignation or otherwise may be filled by the Committee. Retiring Executive Officers and members of the Committee shall be eligible for re-election.

7.5 Committee meetings shall be held at regular intervals and the quorum of that meeting shall be 50% of the number entitled to vote with at least one executive officer present. The Chairman and the Secretary shall have discretion to call further meetings of the Committee if they consider it to be in the interests of the Club. The Secretary shall give all the members of the Committee not less than two days written notice of a meeting. Decisions of the Committee shall be made by a simple majority (and in the event of equality of votes the Chairman (or the acting Chairman of that meeting) shall have a casting or additional vote.) The Secretary, or in their absence a member of the Committee, shall take minutes.

7.6 In the event that a quorum is not present within 30 minutes of the stated start time, a meeting shall stand adjourned to the time and date falling seven days after the date of the meeting, or such other date and time as may be determined by the Chairman. If a quorum is not present at the adjourned meeting then those Committee members attending may act for the purpose of calling a Special General Meeting of the members, to which the provisions as to minimum notice contained in Rule 10.2 shall not apply.

7.7 In addition to the members so elected the Committee may co-opt up to 10 further members of the Club who shall serve until the next Annual General Meeting. Co-opted members shall be entitled to vote at the meetings of the Committee and shall be counted in establishing whether a quorum is present.

7.8 The Committee may from time to time appoint such sub-committees and roles as they may consider necessary (and to remove (in whole or in part) or vary the terms of reference of such

sub-committees) and may delegate to them such of the powers and duties of the Committee as the Committee may determine. All sub-committees shall periodically report their proceedings to the Committee and shall conduct their business in accordance with the directions of the Committee.

7.9 The Committee shall be responsible for the management of the Club and shall have the sole right of appointing and determining the terms and conditions of service of employees of the Club. The Committee shall have power to enter into contracts for the purposes of the Club on behalf of all the members of the Club. The Committee shall be responsible for ensuring that the Accounts of the Club for each financial year be examined by an independent examiner to be appointed by the members in a General Meeting.

7.10 The members of the Committee 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.

7.11 The Committee shall maintain a log of Accidents/Incidents at Club related activities. Details of such shall be reported to the insurers in accordance with the Accident/Incident Notification guidelines. The Club shall make an annual return to the Swim England Membership Department indicating whether or not an entry has been made in the prescribed online form. A copy of entries should be kept for a period of six years or in respect of an injury to a child they should be kept for six years after they attain 18 years of age.

7.12 The Committee shall retain all financial records relating to the Club and copies of minutes of all meetings for a minimum period of six years.

8. Ceremonial Positions and Honorary Members/Life Members

8.1 The Annual General Meeting of the Club, if it thinks fit, may elect a President and Vice-Presidents. A President or Vice-President need not be a member of the Club on election but shall, *ex officio,* be an honorary member of the Club and must be included in the Club's Annual Return of Members to Swim England.

8.2 The Committee may nominate any person as an honorary member of the Club for a specified period of time, or as a life member, and they shall be entitled to all the privileges of membership except that they shall not be entitled to vote at meetings and serve as Officers or on the Committee unless any such person shall also be a fee paying member of the Club in accordance with Rule 3.

8.3 Such honorary members and life members must be elected at the Annual General Meeting, confirmed annually and be included in the Club's annual return as to membership. A Club may commit to paying all relevant Swim England and Club membership fees on behalf of the honorary or life member upon election at the Annual General Meeting.

8.4 Honorary and/or life memberships may only be removed at an Annual General Meeting of the Club, when it shall be properly proposed in accordance with these Rules.

8.5 A minimum of **21** days in advance of the Annual General Meeting, the Committee shall write to all holders of honorary and/or life membership effected by the above proposal drawing the proposal to their attention and inviting them to attend the Annual General Meeting. Reasons for the proposal will be circulated with the agenda.

8.6 Where the effected holder or holders of the honorary and/or life membership do not attend or are unable to attend the Annual General Meeting, the Chairman may allow the matter (in so far as it relates to the absent person(s)) to proceed directly to vote, which shall be by show of hands

9. Annual General Meeting

9.1 The Annual General Meeting of the Club shall be held each year on a date in September was May / June. The date, time and venue / online option for the Annual General Meeting shall be fixed by the Committee.

9.2 For the purpose of participation in voting at an Annual General Meeting of the Club, all persons shall have been a member as at the membership deadline day which is the date of closure of nominations and submission of proposals.

9.3 The purpose of the Annual General Meeting is to transact the following business:

9.3.1 to receive the Chairman's report of the activities of the Club during the previous year;

9.3.2 to receive and consider the accounts of the Club for the previous year and the report on the accounts of the independent examiner and the Treasurer's report as to the financial position of the Club;

9.3.3 to remove and elect the independent examiner (who must not be a member of the Committee or a member of the family of a member of the Committee) or confirm that he/she remain in office;

9.3.4 to elect the Executive Officers and other members of the Committee;

9.3.5 to decide on the dissolution of existing honorary and/or Life membership categories;

9.3.6 to decide on any resolution which may be duly submitted in accordance with Rule 9.6;

9.3.7 to elect or reaffirm the Custodians of the Club.

9.4 For the Annual General Meeting the Secretary shall be responsible for sending to each member at his/her last known postal or electronic address a written agenda giving notice of the date, time and venue of the General Meeting no later than **28** days prior to the published date. The Notice of Meeting shall in addition wherever possible be displayed on the Club Notice Board where one exists.

9.5 Nominations for election of members to any office or for membership of the Committee shall be made in writing by the proposer and seconder to the Secretary not later than **21** days prior to the published date of the meeting. Both proposer and seconder must be a fully paid member of the Club and Swim England at the time of nomination. The nominee shall be required to indicate in writing on the nomination form his/her willingness to stand for election.

9.6 Any member shall be entitled to put any proposal for consideration at an Annual General Meeting provided the proposal in writing is received by Secretary not later than **21** days prior to the published date of the meeting.

9.7 No less than 5 days before the published meeting date, together with the resolutions to be proposed, a list of the nominees for the Committee posts and a copy of the examined accounts will be circulated to all Club members.

10. Special General Meeting

10.1 A Special General Meeting may be called at any time by the Committee at a committee meeting.

10.2 A Special General Meeting shall be called by the Committee and held within **28** days of receipt by the Secretary of a requisition in writing signed by not less than seven members entitled to vote at

a General Meeting or, if greater, such number as represents one-tenth in number of such members, stating the purposes for which the meeting is required and the resolutions proposed.

10.3 For the purpose of participation in voting at a Special General Meeting of the Club, all persons shall have been a member as at the membership deadline day which is the date that the requisition for the meeting was made by the Committee or members.

10.4 In the case of a Special General Meeting the Secretary shall be responsible for sending to each member at his/her last known postal or electronic address a written agenda giving notice of the date, time and venue no later than **21** days prior to the date agreed by the Committee following the requisition submitted stating the purposes for which the meeting is required and the resolutions proposed.

11. Procedure at the Annual and Special General Meetings

11.1 The Committee can decide to hold the Annual or Special General Meeting virtually, using such electronic and video technology as it sees fit.

11.2 The quorum for the Annual and Special General Meetings shall be seven members entitled to vote at the Meeting or, if greater, such number as represents one-tenth in number of such members.

11.3 The Chairman, or in the Chairman's absence a member appointed by the Committee shall take the chair. Each member present shall have one vote and resolutions shall be passed by a simple majority. In the event of an equality of votes the Chairman shall have a casting or additional vote.

11.4 Only paid up members who have reached their 16th birthday shall be entitled to be heard and to vote on all matters.

11.5 The Secretary, or in his/her absence a member of the Committee, shall take minutes at the Annual and Special General Meetings.

11.6 The appointed Chairman of the meeting shall have unlimited authority upon every question of order and shall be, for the purpose of such meeting, the sole interpreter of the Rules of the Club.

12. Alteration of the Rules and Other Resolutions

12.1 The Rules may be altered by resolution at an Annual or Special General Meeting provided that the resolution is carried by a majority of at least (two-thirds) of members present and entitled to vote at the General Meeting. No amendment(s) to the Rules shall become effective until such amendment(s) shall have been submitted to and validated by such person as is authorised to do so by South West Region.

13. By-Laws

13.1 The Committee shall have power to make, repeal and amend regulations and by-laws as they may from time to time consider necessary for the wellbeing of the Club. Such regulations, by-laws, repeals and amendments shall have effect until set aside by the Committee or at a General Meeting. The Committee shall have power to settle disputed points not otherwise provided for in this Constitution.

14. Finance

14.1 All monies payable to the Club shall be received by the Treasurer and deposited in a bank

account in the name of the Club.

14.2 No sum shall be drawn from that account except by the method agreed by the Committee which includes a minimum of two authorisations. Any monies not required for immediate use may be invested as the Committee in its discretion think fit. **(See Guidance Notes regarding Accounts).**

14.3 The income and property of the Club shall be applied only in furtherance of the objects of the Club and no part thereof shall be paid by way of bonus, dividend or profit to any members of the Club, (save as set out in Rule 17.3).

14.4 The Committee shall have power to authorise the payment of remuneration and expenses to any Officer, member or employee of the Club and to any other person or persons for services rendered to the Club.

14.5 The financial transactions of the Club shall be recorded by the Treasurer in such manner as the Committee thinks fit.

14.6 The financial year of the Club shall be the period commencing on 1st April and ending on 31st March. Any change to the financial year shall require the approval of the members in a General Meeting.

15. Borrowing

15.1 The Committee may borrow money on behalf of the Club for the purposes of the Club from time to time at their own discretion for the general upkeep of the Club or with the (prior) approval of a General Meeting for any other expenditure, additions or improvements.

15.2 When so borrowing the Committee shall have power to raise in any way any sum or sums of money and to raise and secure the repayment of any sums or sums of money in such manner or on such terms and conditions as it thinks fit, and in particular by mortgage of or charge upon or by the issues of debentures charged upon all or any part of the property of the Club.

15.3 The Committee shall have no power to pledge the personal liability of any member of the Club for the repayment of any sums so borrowed.

16. Property

16.1 The property of the Club, other than cash at the bank, shall be vested in not less than two but not more than four Custodians who shall be members of the Club over 18 years of age. They shall deal with the property as directed by resolution of the Committee and entry in the minute book shall be conclusive evidence of such a resolution.

16.2 The Custodians shall be elected and reaffirmed at an Annual General Meeting of the Club and shall hold office until death or resignation unless removed by a resolution passed at a General Meeting.

16.3 The Custodians shall be entitled to an indemnity out of the property of the Club for all expenses and other liabilities properly incurred by them in the discharge of their duties.

17. Dissolution

17.1 A resolution to dissolve the Club shall only be proposed at a General Meeting and shall be carried by a majority of at least three - quarters of the members present and entitled to vote. A specific date for the dissolution shall be included in the resolution.

17.2 The dissolution shall take effect from the date specified in the resolution and the members of the Committee shall be responsible for the winding-up of the assets and liabilities of the Club.

17.3 Any property remaining after the discharge of the debts and liabilities of the Club shall be given to a charity or charities (or other non-profit making organisation having objects similar to those of the Club for the furtherance of such objects) nominated by the last Committee.

18. Acknowledgement

18.1 The Members acknowledge that these Rules constitute a legally binding contract to regulate the relationship of the members with each other and the Club.

18.2 This constitution must be readily available to all club members. This may be via posting on the Club website or shared with members annually at time of membership renewal.

18.3 The following statement **must** appear on Club membership renewal forms and is to be signed by the member. It must also be countersigned by the parent, or a person having parental responsibility for the member, if under 18 years of age:

"I acknowledge receipt of the rules of* Penzance Swimming and Water Polo *Club and confirm my understanding and acceptance that such rules (as amended from time to time) shall govern my membership of the Club. I further acknowledge and accept the responsibilities of membership upon members as set out in these rules."