

CLUB CONSTITUTION

(As revised November 1992, amended October 1993, October 2003, October 2008, October 2011, November 2015 and November 2017)

Note: Throughout this constitution the use of the masculine gender shall be taken to include the feminine unless otherwise stated.

1. Title The club shall be called "The Harlequins Orienteering Club". The standard abbreviation shall be "HOC".

2. Purpose The Club shall exist to foster the sport of Orienteering.

3. Affiliation The Club shall be affiliated to the West Midlands Orienteering Association (WMOA)s and to British Orienteering Federation Ltd (hereinafter referred to as %British Orienteering+) or their successors or assigns.

4. Management

4.1. General Committee The daily affairs of the club shall be conducted by a General Committee elected at the Annual General Meeting (AGM) of the Club. All members of the General Committee shall be paid up members of the Club. The General Committee shall consist of the Office Bearers plus others elected at the AGM.

4.2. Office Bearers The office bearers shall be elected annually at the AGM. The offices shall be honorary and consist of a Chairman, a Vice Chairman, a General Secretary, a Treasurer. No member may hold more than one office at any one time, except that a member may be both Vice Chairman and Secretary.

4.3. President The AGM may elect a Club President. This post shall be honorary and shall confer no obligations, authority or responsibility on the holder. The Club President will not be required to pay a membership subscription. The President has the option of opening and presiding over the AGM but may waive this in favour of the outgoing chairman at any time during the proceedings. The AGM may also appoint Vice Presidents in recognition of services rendered to the Club. Vice Presidency shall not automatically confer membership for voting or other purposes.

4.4. Auditors The AGM shall elect one or more auditors, who will not be members of the General Committee. The Auditors shall subject the finalised annual accounts of the club to scrutiny and shall issue a report recommending acceptance or otherwise to the AGM.

4.5. Annual General Meeting

4.5.1. Date and Notice Required The AGM shall be called by the General Committee and be held at such a time and place as the General Committee may decide subject to:

At least one AGM must be held in each Calendar year. At least 56 days notice of the meeting shall be given to all club members. The notice shall be in writing and include a proposed agenda. Requests, additions and amendments to the agenda should be made in writing to the Secretary no later than 42 days before the meeting. The final agenda shall be issued to all Club members no later than 14 days before the date of the meeting.

4.5.2. Quorum The Quorum for the AGM is at least 5% (see 9.3.2). If the quorum is not achieved the decisions of the meeting will stand but no changes to the constitution may be made.

4.5.3. Business of AGM The normal business of the AGM shall be:

Acceptance of Minutes of Previous AGM

Chairman's Report

Secretary's Report

Treasurer's Report and Presentation of the Accounts

Auditor's Report and Acceptance of Accounts

The Ratification of Subscription Rates

Election of Office Bearers and Other Committee Members

Election of Auditors

Amendments to the Constitution. Alterations to the Constitution may be considered only if the required written notice has been given to the Committee and Club members.

Motions Raised by the Committee or Membership. Only motions published in the agenda may be voted upon at the meeting.

Any Other Business. The Committee or Membership may raise issues for discussion at the meeting. The subjects need not have been published in the agenda.

Closure Of Meeting

4.5.4. Conduct of the Meeting The outgoing Chairman shall chair the meeting. Authority shall pass to the incoming office holders upon the closure of the meeting by the outgoing Chairman. The outgoing General Secretary shall take minutes and distribute copies of these to all Club members within 56 days of the meeting.

4.6. Extraordinary General Meeting An Extraordinary General Meeting may be called by the General

Committee or on application in writing from any member to the General Secretary which is supported by, and bears the signatures of, at least 10% of the membership of the Club (calculated as per meeting quorum). All Club members shall be notified by the Club Secretary at least 14 days before the meeting. The notification shall state the matter which it is proposed to discuss and why the issue has been raised. No other business other than that contained in the notification may be brought forward or discussed at an EGM. Any motion under discussion may not be amended in any way by the EGM. The quorum for an EGM shall be at least 10%. If the Quorum is not achieved any motion proposed will automatically fail. **Any** issue may be considered at an EGM except alterations to the Club Constitution, eg the EGM may overturn any decision of the General Committee, demand the resignation of officers or alter subscriptions.

4.7. Vacancy In the event of a General Committee post falling vacant the remaining members may:

- a) Call an EGM for the purpose for electing a replacement.
- b) Appoint a replacement and inform the Membership.

Non-elected Committee members are not entitled to vote at committee meetings. In the event of the Chairman having to stand down the Vice Chairman may assume his role and authority until the next AGM without recourse to further elections.

4.8. Additional Officers The General Committee shall have the power to appoint additional job holders, eg West Midlands Rep., Mapping Officer, Magazine Editor, and to constitute sub-committees as may be deemed necessary. These jobs may be combined or split and may be undertaken by any member of the General Committee.

5. Finance

5.1. Accounts All accounts will be balanced at 31st July and submitted, after audit, to the following AGM. Should the accounts not be approved by the AGM a review committee will be appointed and the corrected/investigated account be presented by the review committee for approval at a specially convened EGM within 84 days of the date of the AGM.

5.2. Funds The funds of the Club shall be kept only in a Bank or Building Society account or accounts. The General Funds shall consist of all funds other than Event Funds. The General Funds shall only be kept in accounts opened in the name of the Club. Subject to the initial and continuing approval of the General Committee funds related to a specific event (Event Funds) may be kept in temporary Bank/Building Society accounts opened in the name of the event. The conduct of such accounts shall be the responsibility of the nominated event organiser (and event treasurer where appropriate) who will be accountable to the General Committee for the management of the funds. The opening of joint accounts with other orienteering clubs shall be subject to similar approval. Members shall declare any financial interests in companies providing services for an event.

5.3. Cheques, Transfers and Payments All cheques or electronic payment authorities over £250 written against Club General Funds shall be signed or authorised by any two members who are office bearers. Transfers of over £1000 from and between Club accounts shall require similar authorisation.

5.4. Winding Up In the event of the closure and winding up of the Club all equipment, assets and funds will be transferred to the West Midlands Orienteering Association or its successor.

6. Membership

6.1. Qualification Membership shall be open to persons and groups actively interested in promoting, developing and taking part in orienteering as an open sport. Membership shall be conditional on compliance with the Club Constitution and Bye-laws.

6.2. Classes of Membership The classes of membership shall be as follows:

Individual Adult

Individual Junior (As currently defined by British Orienteering)

Group: any association, club or organisation whose activities, nature and aims are not inconsistent with those of the Club.

Honorary Life Member (as defined in 6.5)

6.3. Exclusion/Expulsion The General Committee shall have the power to exclude or expel from membership any member or group. The committee's decision may only be overruled by a resolution made by the AGM or an EGM.

6.4. Membership Subscription The General Secretary shall maintain an accurate record of membership. This document will be used to determine eligibility for office and for voting. Should a member's subscription not be paid within three calendar months of the due date their membership shall lapse (excluding the Club President, Honorary Life Members and such Vice Presidents as the AGM shall choose to exempt from payment). If a new member joins the club during the last four calendar months of the membership year their subscription will cover membership for the following calendar year. Subscriptions shall be non-refundable.

6.5 Honorary Life Membership The General Committee shall be empowered to confer Honorary Life Membership on members or former members who have brought distinction to the Club. This shall not

automatically confer voting rights or any other benefit of membership. The General Committee shall be empowered to rescind Honorary Life Membership.

6.6 Membership of Affiliated Bodies Fee paying members shall also be encouraged to join British Orienteering and the WMOA in an appropriate class of membership, and to pay any appropriate membership fees due to those bodies in addition to the Club membership fees.

7. General Committee

7.1. Frequency of Meetings General Committee meetings shall be held as and when deemed necessary by the committee. All committee members shall be informed of date, time and place and provided with a copy of the agenda at least 2 weeks in advance.

7.2. Minutes An appropriate officer shall maintain a minute book containing a record of the business of all meetings. Minute sheets must be sequentially numbered and signed as approved by at least two Club officers. A copy of the previous meeting's minutes to be sent to each of the committee members, at least 7 days before the date of the next meeting. The minutes will be available for inspection by any Club member and will normally be published in the Club magazine. Confidential items may be edited from the published version where considered necessary . see also 9.3.8.

7.3. Quorum The quorum shall consist of not less than five members, of which one must be an office bearer.

7.4. Duties The duties of the General Committee shall be:

To manage the day to day affairs of the club.

To summon the AGM of the Club.

To receive reports from delegates and sub-committees.

To promote competitions and to appoint officials responsible for their organisation.

To encourage the production of specialist orienteering maps. To maintain adequate stocks of up-to-date maps to support the competition programme.

To actively encourage others to take up orienteering.

To provide for and organise training and coaching for club members.

To encourage and actively support members in gaining experience of planning, organisation, mapping, coaching and controlling, through the attainment of British Orienteering qualifications where these exist.

To liaise with the WMOA and neighbouring clubs to ensure the development of good relations and the harmonious development of orienteering within the West Midlands and surroundings.

To ensure that a copy of the constitution and current bye-laws, a membership list, a list of Committee officer bearers and details of all Club activities are sent to all members.

To fix the subscription rates for the forthcoming year for communication to British Orienteering by the required deadline. Such rates shall be subject to ratification by the AGM. In the event that the AGM fails to ratify them, the Committee will make provision for individual adjustments to be collected or disbursed for those members affected.

8. Bye-Laws The General Committee shall be empowered to publish and enforce such bye-laws as they feel will be beneficial to the affairs of the Club, within and consistent with the framework of the British Orienteering rules. Not less than two thirds of the **total** voting members of the General Committee must approve the bye-law. The General Secretary will maintain a record of all Bye-Laws. Details of new bye-laws will be sent to all members. New members will receive a current copy of the bye-laws upon joining the Club.

9. General

9.1. Constitution The constitution may only be amended at the AGM. No alteration of the Constitution shall be made without the approval of at least two thirds of the votes cast (including proxy votes) at the AGM. In this case abstentions will be included in the votes against. Any amendment shall be proposed in writing to the General Secretary at least 42 days before the AGM for inclusion in the final agenda. An up to date copy of the constitution will be maintained on the Club website. Details of amendments will be sent to all members. The General Secretary shall keep the current master copy of the constitution which will be available for inspection upon request. The current master copy will be signed and endorsed as 'a true copy' by two of the club officers serving at the time of issue/amendment.

9.2. Matters Provided For Any matter not provided for in these rules shall be dealt with by the General Committee. The General Committee has no power to delegate the authority conferred upon it by this constitution.

9.3. Standing Orders for the conduct of AGM and EGMs

9.3.1. Chair The meeting will be conducted by the current Chairman. Should the Chairman be unable to attend the Vice Chairman or other office holder shall deputise. All speakers shall address themselves to the Chair and shall not speak unless called by the Chair. Should the Chair of the meeting be a candidate for election or wish to propose or oppose a motion, or address the meeting, he must temporarily vacate the Chair.

9.3.2. Quorum The General Secretary shall take a quorum count at the start of the meeting. Any member

may request a further count at any time during the meeting. For the purposes of determining the quorum the divisor to be used shall be the total number of membership units listed in the up-to-date list of members held by the General Secretary. Each individual member or group counts as one membership unit. The numerator shall be the total number of votes which may be cast by those present at the meeting (not including proxy votes).

9.3.3. Voting Only paid up members of the Club may cast votes. Proof of membership shall not be required before voting but the right of any individual to vote may be challenged. Upon the making of a challenge the Club records will be checked (see 6.4). Members (and their proxies) may only exercise their votes in person. A member may appoint another member as his proxy by submission, in writing, of a request to the General Secretary. The proxy may vote as he sees fit. If the member is present at the meeting any proxy instruction will lapse and he must cast their own vote. Voting will be by show of hands unless any member present objects. When a secret ballot will be conducted by a member appointed by the meeting. Each Individual Senior Member is entitled to cast one vote. Each Individual Junior Member is entitled to cast one vote providing he is M/W12 or older. Groups are entitled to cast one vote only.

9.3.4. Motions All proposed motions and amendments to motions must appear in the final agenda published before the meeting. All motions must have a proposer and seconder who shall both be club members. The Chair may ask the meeting if the motion is opposed. If it is not then the motion may be put immediately to the vote. If the motion is opposed then the proposer will be called upon to present a case for the acceptance of the motion. The Chair will then take comments from the meeting. The Chair will then propose that the motion be put to the vote (as 9.3.6). A simple majority of yes over no votes will be sufficient for the acceptance of a motion. Unless otherwise specified in this Constitution. In the event of equal numbers of yes and no votes the motion will lapse. Voting on an amendment will take place before voting on the main motion. The procedure for the presentation of and voting on amendments shall be as for motions. If the amendment is approved a vote will then be taken on the amended motion.

9.3.5. Elections to the Committee In elections the successful candidate will be that one who polls the greatest number of votes. In the event of a tie the election will be re-contested between the tying candidates only. If there is again a tie the elimination and re-casting of votes will be repeated until there is a result. In the case of all candidates receiving the same number of votes the current Chair of the meeting will then make use of an extra vote to decide the outcome of the election (the Chair retains the right to cast his own vote in the election). In the event of there being only one candidate for a post a vote must still be carried out. The candidate will be successful only if he polls more yes than no votes. Each candidate for election requires a proposer and seconder, who must both be members of the Club. The candidates and proposers shall be given the opportunity to address the meeting before the election takes place. Candidates for a post are able to cast their vote in that election.

9.3.6. Motion to go straight to a vote At any time any member may propose that a motion or election be put immediately to the vote. Should a majority, by show of hands, approve this suggestion all discussion shall cease and voting shall take place.

9.3.7. Minutes The General Secretary shall take minutes and distribute copies of these to all club members within 56 days of the meeting.

9.3.8. In Camera The Chair or meeting may decide that certain subjects should be discussed 'In Camera'. All non-members shall be excluded from the room and no minutes shall be taken whilst the meeting is 'In Camera'.

9.3.9. Closure of the Meeting The Chair or other member shall propose the closure of the meeting. A vote will be taken.

9.4. Notification In all instances where notification of the membership is required publication in the club magazine shall be deemed sufficient notification, provided that a copy of the magazine is posted or distributed to each 'membership unit'. Provided that a member has supplied an email address for the purposes of receiving information, or accepted distribution of the magazine or information by other electronic means, then distribution by such electronic means shall similarly be deemed sufficient notification. Messages sent by text or by social media will not be deemed to be in writing.

9.5 Compliance with British Orienteering Policies, Procedures, Rules and Regulations.

9.5.1. HOC agrees to adopt the up to date British Orienteering Policies, Procedures, Rules and Regulations as published on the British Orienteering website.

9.5.2. All individuals involved in orienteering through HOC, in any capacity, are deemed to have assented to and abide by and adhere to the British Orienteering Policies, Procedures, Rules and Regulations as published on the British Orienteering website.

9.5.3. Both HOC and its members agree to abide by the final outcome of any disciplinary and appeal proceedings.