



ASSOCIATION CONSTITUTION 2020

1 Name

- 1.1 The association shall be called “The Scarborough and District Amateur Swimming Association”. Hereafter referred to as “the Association”.

2 Objects

- 2.1 The objects of the Association shall be the teaching, development and practice of swimming and open water for its members and shall, where appropriate, be to compete. In the furtherance of these objects in particular:
- 2.1.1 To encourage and assist the various member clubs in developing their interests in swimming by the organization of coaching courses, interclub contests and contests with other clubs and affiliations outside the Association.
 - 2.1.2 To act, without prejudice to the rights of individual clubs, as a recognised liaison for the Association with the Yorkshire Swimming Association, SE North East Region, and county and local district recreation and leisure departments.
 - 2.1.3 The Association 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.
 - 2.1.4 The Association shall implement the SE Equality Policy (as may be amended from time to time).
- 2.2 The Association shall be affiliated to the SE North East Region and such other bodies as the Association may determine from time to time.
- 2.3 The business and affairs of the Association shall at all times be conducted in accordance with the Laws, Regulations and Technical Rules of the SE (“SE Laws”) and in particular:
- 2.3.1 All competing members shall be eligible competitors as defined in SE Laws; and
 - 2.3.2 The Association shall in accordance with SE Laws adopt the SE Child Safeguarding Policy, Regulations and Procedures; 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 The Association shall in accordance with SE Laws comply with the SE Child Safeguarding Policy, Regulations and Procedures.
- 2.4 By virtue of the affiliation all member Clubs acknowledge that they are subject to the laws, regulations, rules and constitutions of:
- 2.4.1 SE North East Region and
 - 2.4.2 the SE (to include the SE / IOS Code of Ethics); and
 - 2.4.3 British Swimming (in particular its Anti-Doping Rules and Judicial Code); and
 - 2.4.4 FINA, the world governing body for the sport of swimming in all its disciplines (together “the Governing Body Rules”).
- 2.5 In the event that there shall be any conflict between any rule or by-law of the Association and any of the Governing Body Rules then the relevant Governing Body Rule shall prevail.

3. Membership

- 3.1 The membership shall consist of swimming clubs in the Scarborough and District area who are affiliated to the SE North East Region.
- 3.2 All persons who assist in any way with the Association's activities shall be members of the Association and hence of the SE and, if applicable, the relevant SE membership fee shall be paid. Assisting with the Association's activities shall include, but not be restricted to, administrators, associate members, voluntary instructors, teachers and coaches, Committee members, helpers, Honorary members, life members, Officers, patrons, Presidents, technical and non-technical officials, temporary members, Vice Presidents and verifiers or tutors of the SE's educational certificates.
- 3.3 Any Club who wishes to become a member of the Association must submit an application to the Secretary. Election to membership shall be determined by the Annual General Meeting.
The Association shall be required to give a reason for the refusal of any application for membership. Any Club refused membership may seek a review of this decision before a Review Panel appointed by the Committee ("Review Panel") comprised of not less than three members (who may or may not be members of the Committee). The Review Panel shall, wherever practicable, include one independent member nominated by the SE North East Region. The Club refused membership shall be entitled to make representations to the Review Panel. The procedures for review shall be at the discretion of the Review Panel whose decision shall be final and binding.
- 3.4 In its consideration of applications for membership, the Association shall not act in a discriminatory manner and in particular, shall adhere to the Equality Act 2010 (as may be amended). Accordingly, the Association shall not refuse membership of the basis of a Protected Characteristic within the Act, such as disability; gender or gender identity; pregnancy; race; religion or belief; or sexual orientation. Neither may refusal be made on the grounds of political persuasion.
- 3.5 The Association may refuse membership only for good and sufficient cause, such as conduct or character likely to bring the Association or the sport into disrepute.

4. Subscription and Other Fees

- 4.1 Membership subscriptions shall be decided at the Annual General Meeting and must be paid by the 31st March in each year. Any other fee(s) can be determined by the Executive Committee.
- 4.2 The annual subscription and entrance fee (if any) shall be due on joining the Association and thereafter on the 1st January each year.
- 4.3 Any member club whose subscription is unpaid by the date falling 30 days after 31st March may be suspended by the committee from some or all of the Association's activities from a date determined by the Executive Committee and until such payment is made.
- 4.4 The Committee shall, from time to time, have the power to determine the annual membership subscription and other 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.

5. Resignation

- 5.1 Any club wishing to resign from the Association shall give notice in writing to the Honorary Secretary of the Association prior to 30th November of the current year. A member club's resignation shall only take effect when this (Rule 5.1) has been complied with.
- 5.2 The member club who resigns from the Association in accordance with Rule 5.1 above shall not be entitled to have any part of the annual membership fee or any other fees returned.
- 5.3 Notwithstanding the provision of Rule 5.1 above a club whose subscription is more than two months in arrears shall be deemed to have resigned. Where the membership of a club shall be terminated in this way they shall be informed in writing that they are no longer a member by notice sent by email to the Club's Secretary.
- 5.4 The SE Membership Department shall be informed should a member Club resign when still owing money or goods to the Association.

6. Expulsion and Other Disciplinary Action

- 6.1 The Committee shall have power to expel a member club when, in its opinion, it would not be in the interests of the Association for the Club to remain a member. The Association in exercising this power shall comply with the provisions of Rules 6.3 and 6.4 below.
- 6.2 Upon expulsion the former member club shall not be entitled to have any part of the annual membership fee refunded

and must return any of the Association's trophy or trophies held forthwith. The Association in exercising this power are required to comply with the provision of Rules 6.3 and 6.4 below.

- 6.3 The Association shall comply with the relevant Judicial Regulations for handling Internal Disputes ("the Rules") as the same may be revised from time to time. (A copy of the current Rules may be obtained from the SE website, SE Handbook or from the SE Department of Legal Affairs).
- 6.4 A member club 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 unanimously vote in favour of the expulsion of (or other penalty imposed upon) the member club.
- 6.5 The Officers of the Association (or any person to whom the Committee shall delegate this power) may temporarily suspend or exclude a member club from Association activities, when in their opinion, such action is in the interests of the Association. Where such action is taken the incident or matter will thereafter be dealt with in accordance with the appropriate Judicial Regulations.

7. Committee

- 7.1 The Executive Committee shall consist of the President, Chairman, Honorary Secretary, Honorary Treasurer, Friendly Gala Secretary, League Secretary and the immediate Past President (together "the Executive Officers of the Club") and one delegate from each affiliated club whose names and Club shall be forwarded to the Honorary Secretary of the Association by the Club Secretary before the Annual General Meeting of the year for which they are appointed. 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.
- 7.2 The Committee shall appoint a member of the Association 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 SE Child Safeguarding courses. The Welfare Officer will have a right to attend Committee meetings without a power to vote.
- 7.3 The Executive Officers 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 will 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 shall be eligible for re-election.
- 7.4 Executive Committee meetings shall take place when necessary with dates agreed after the Annual General Meeting. A quorum will be a minimum of two thirds representation of clubs affiliated to the Association. 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 Association. The Chairperson shall hold the casting vote. Minutes of the meetings will be circulated electronically after every meeting to each affiliated club representative.
- 7.5 In the event that a quorum is not present within 30 minutes of the published 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 11.1 shall not apply.
- 7.6 The Executive Committee shall have the power to call co-opt members onto its committee who will serve until the next Annual General Meeting. Co-opted members shall be entitled to vote and shall not count in establishing whether a quorum is present.
- 7.7 The Executive Committee may from time to time appoint from among their number such sub-committees 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 Executive Committee as the Executive Committee may determine. All sub-committees shall periodically report their proceedings to the Executive Committee and shall conduct their business in accordance with the directions of the Executive Committee.
- 7.8 The Executive Committee shall be responsible for the management of the Association and shall have the sole right of appointing and determining the terms and conditions of the service of employees of the Association. The Executive Committee shall have power enter into contracts for the purposes of the Association on behalf of members of the Association. The Executive Committee shall be responsible for ensuring that the accounts of the Association for each financial year be examined by an independent examiner to be appointed by the members in a General Meeting.
- 7.9 The members of the committee shall be indemnified by the members of the Association against all liabilities properly incurred by them in the management of the affairs of the Association.

- 7.10 Each Club Committee shall maintain an Accident Book in which all accidents to Club members at swimming related activities shall be recorded. Details of such accidents shall be reported to the SE Membership Department. The Association shall make an annual return to the SE Membership Department indicating whether or not an entry has been made in the prescribed form, which is to be found on the membership renewal form.
- 7.11 The Committee shall have power to make regulations, create by-laws (see Rule 13.1) and to settle disputed points not otherwise provided for in this Constitution.

8. Ceremonial Positions and Honorary Members/Life Members

- 8.1 The Annual General Meeting of the Association, if it thinks fit, may elect a President. A President must be a member of one of the clubs affiliated to the Association and each club in reverse alphabetical order, will nominate a President for the coming year.
- 8.2 The Committee may elect any person as an honorary member of the Association for such period as they think fit and 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 Executive Committee unless any such person shall have retained in addition his ordinary membership of the Association. Such honorary members must be included in the Association's annual return as to membership.
- 8.3 Once created by the Committee, honorary and/or Life membership categories may only be removed (notwithstanding that persons may hold these categories of membership) at an Annual General Meeting of the Association, when it shall be properly proposed in accordance with these Rules.
- 8.4 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 his/her/their attention and inviting him/her/them to attend the Annual General Meeting.
- 8.5 Where the effected holder or holders of the honorary and/or Life membership do not 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 OR secret ballot].

9. Annual General Meeting

- 9.1 The Annual General Meeting shall be held on the last Tuesday in February each year. The date, time and venue for the Annual General Meeting shall be fixed by the Committee.
- 9.2 The purpose of the Annual General Meeting is to transact the following business:
- 9.2.1 to receive the Secretary's, Treasurer's, Friendly League Secretary's and League Secretary's report over the activities of the Association during the previous year.
 - 9.2.2 to receive and consider the accounts of the Association during the previous year
 - 9.2.3 to remove and elect the independent examiner (who must not be a member of the committee or member of the family of a member of the committee) or confirm that he/she remain in office.
 - 9.2.4 to elect Officers and other members of the committee
 - 9.2.5 to decide on the dissolution of existing honorary and/or Life membership categories;
 - 9.2.6 to decide on any resolution which may be submitted in accordance with rule 9.3
- 9.3 Nominations for election of members to any office shall be made in writing by the proposer and seconder, who must be members of an affiliated club and be age 18 years of age or over, to the Secretary not later than 28 days before the Meeting. The nominee shall be required to indicate in writing on the nomination form his/her willingness to stand for election. Notice of any resolution proposed to be moved at the Annual General Meeting shall be given in writing to the Secretary not later than 28 days before the Meeting.

10. Special General Meeting

- 10.1 A Special General Meeting may be called at any time by the Executive Committee or on receipt by the Honorary Secretary of a request submitted by 50% of the clubs stating the reason for such a meeting. Clubs shall be given at least **14** days notice of a Special General Meeting.

11. Procedure at the Annual and Special General Meetings

- 11.1 Notice of the Annual General Meeting shall be sent to all clubs 28 days prior to the AGM along with Nomination papers for Officers. Nominations must be submitted through each club committee. These papers and any proposed alterations, including Gala & League rules are to be returned to the Honorary Secretary at least 21 days before the date of the Annual General Meeting. The Secretary shall be responsible for the handing out or sending to each member club at the last known address a written agenda giving notice of the date, time and place of the General Meeting together with the resolutions to be proposed thereat at least 14 days before the meeting and in the case of the Annual General Meeting a list of the nominees for the Committee posts and a copy of the examined accounts. The Secretary may, alternatively, with the agreement of member(s) concerned distribute these materials by e-mail or similar form of communication.

- 11.2 A quorum for the Annual General or Special meeting shall be two thirds of the member clubs being represented but each member club will only be allowed one vote.
- 11.3 The Chairman, or in the Chairman's absence a member appointed by the Committee, shall take the chair. Each member club present shall have one vote and resolutions shall be passed by a simple majority. For the procedures for submitting resolutions to be considered at a General Meeting members are referred to Rule 9.3. In the event of an equality of votes the Chairman shall have a casting or additional vote.
Only those who have reached their 18th birthday shall be entitled to be heard and to vote on all matters.
- 11.4 The Secretary, or in his/her absence a member of the Committee, shall take minutes at the Annual and Special General Meetings.
- 11.5 The Chairman shall at all General Meetings 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 Association.

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 member clubs 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 the ASA North East Region.
- 12.2 Such number of clubs as represent one-tenth in number of the clubs entitled to attend and vote at a General Meeting shall be entitled to put any proposal for consideration at any General Meeting provided the proposal in writing shall have been handed to, posted, or submitted by electronic means to the Secretary of the Association so as to be received by him/her not later than 28 days before the date of the Annual General Meeting or Special General Meeting and thereafter the Secretary shall supply a copy of the proposal or resolution to the members in the manner provided in Rule 11.1.

13. By-Laws

- 13.1 The Committee shall have power to make, repeal and amend such by-laws as they may from time to time consider necessary for the well being of the Association which by-laws, repeals and amendments shall have effect until set aside by the Committee or at a General Meeting.

14 Finance

- 14.1 All moneys payable to the Association shall be received by the Treasurer and deposited in a bank account in the name of the Association. No sum shall be drawn from that account except by cheque signed by two of the three signatories who shall be Chairperson, Secretary and Treasurer, or via online banking (all online payments must be approved in advance by two of the three signatories who shall be Chairperson, Secretary and Treasurer and the approval should be recorded in writing and retained by the Association). Any moneys not required for immediate use may be invested as the Executive Committee in its discretion think fit.
- 14.2 The income and property of the Association shall be applied only in furtherance of the object of the Association and not part thereof shall be paid by way of bonus, dividend or profit to any members of the Association.
- 14.3 The Committee shall have power to authorize the payment of remuneration and expenses to any officer, member or employee of the Association and any other persons for services rendered to the Association.
- 14.4 The financial transactions of the Association shall be recorded by the Treasurer in such a manner as the Executive Committee think fit. Online transactions to be reviewed regularly by the Committee and bank statements made available at the Association meetings.
- 14.5 The financial year of the Association shall be the period commencing on 1 January and ending 31 December. Any change to the financial year shall require the approval of the members in a General Meeting.
- 14.6 The Committee shall retain all financial records relating to the Association and copies of Minutes of all meetings for a minimum period of six years.

15 Borrowing

- 15.1 The Executive Committee may borrow money on behalf of the Association for the purpose of the Association from time to time at their own discretion (up to such limits on borrowing as may be laid down from time to time by the General Meeting) for the general upkeep of the Association or with the prior approval of any General Meeting for any other expenditure, conditions or improvements.

- 15.2 When so borrowing the Executive Committee shall have power to raise in any way any sum or sums of money and to raise and secure the repayment of any sum 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 part of the property of the Association.
- 15.3 The Executive Committee shall have no power to pledge the personal liability of any member of the Association for the payment of any sums borrowed.

16 Property

- 16.1 The property of the Association, other than cash at the bank, shall be vested in not more than four custodians.
- 16.2 They shall deal with the property as directed by a resolution of the Executive Committee and entry in the recorded minutes shall be conclusive evidence of such resolution.
- 16.3 The custodians shall be elected at a General Meeting of the Association and shall hold office until death or resignation unless removed by a resolution passed at a General Meeting.
- 16.4 The custodians shall be entitled to an indemnity out of the property of the Association 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 Association shall only be proposed at a General Meeting and shall be carried by at least two thirds of the members present and entitled to vote.
- 17.2 The dissolution shall take effect from the date of the resolution and the members of the Executive Committee shall be responsible for the winding up of the assets and liabilities of the Association.
- 17.3 Any property remaining after the discharge of the debts and liabilities of the Association shall be given to a charity or charities (or other non-profit making organization) having objects the same, or similar to those of the Association at the date of dissolution.

18. Acknowledgement

- 18.1 The Member Clubs acknowledge that these Rules constitute a legally binding contract to regulate the relationship of the members with each other and the Association.
- 18.2 The following statement must appear on the Association Application Form, or equivalent, and is to be signed by the Club Secretary.

“I acknowledge receipt of the rules of The Scarborough & District S.A. on behalf of [insert club name] and confirm my understanding and acceptance that such rules (as amended from time to time) shall govern my club’s membership of the Association. I further acknowledge and accept the responsibilities of membership upon clubs as set out in these rules.”

Signed.....Name.....Position.....

Date.....