

Milngavie & Bearsden Amateur Swimming Club

CONSTITUTION, BYE-LAWS AND REGULATIONS

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C1.0 NAME

C1.1 The Club shall be called Milngavie & Bearsden Amateur Swimming Club (hereinafter referred to as the Club)

C2.0 OBJECTIVES

C2.1 The objectives of the Club shall be to:-

- a) Advance the public participation in Aquatic Sports in accordance with paragraph C2.1 of the SASA Constitution.

C3.0 MEMBERSHIP

C3.1 The membership shall consist of the following categories:-

- a) Adult Member,
An Adult is an individual 16 years and over, as recognised in Scots Law.
- b) Junior Member
A Junior is an individual not recognised in Scots Law as an adult and not as defined in Scottish Swimming Company Rule R4.5.6. One parent/guardian of a Junior Member shall be eligible to vote at an AGM/EGM.
- c) *Life Member*

C3.1.1 Membership is non transferable

C3.2 *Membership fees shall be as agreed by the Management Committee.*

C3.2.1 The Membership fees of existing members shall become due on 1st September in each year and those of new members on the date of acceptance for membership. In order to assist members, payments may be made in a phased manner as determined by the Management Committee

C3.2.2 *Members not renewing by 30 September will be deemed to be non-members and will be notified in writing accordingly.*

C3.2.3 All members may be excluded from taking part in any of the Club's activities, competitions or meetings until their annual subscription and club fee payments are up to date.

C3.2.4 A person who ceases (for whatever reason) to be a member shall not be entitled to any refund of the membership subscription.

C3.3 All Club Members must be registered with the SASA in accordance with the categories defined in SASA Constitution C3.3.3.

C3.4 All members joining the Club shall be deemed to accept the terms of this Constitution, the Club Bye-Laws and any Regulations adopted by the Club.

C3.5 A member wishing to resign from the Club shall inform the *Membership* Secretary in writing.

C3.6 A Club member wishing to change their 1st or 2nd Claim Club must do so in accordance with Scottish Swimming Company Rule R5.2.

C3.7 The Management Committee shall have the power to turn down an application for membership, provided they act in accordance with paragraph C3.7.1.

C3.7.1 When an application for membership is turned down by the Management Committee, the applicant must be advised, in writing, of the reason and their right of appeal to Scottish Swimming.

C3.8. The board must keep a register of members, setting out

C3.8.1 for each current member:-

- a) his/her full name and address;
- b) the date on which he/she was registered as a member of the club;

C3.8.2 for each former member:

for at least six years from the date on which he/she ceased to be a member

- a) his/her name; and the date on which he/she ceased to be a member.

C3.9 Any person may be expelled from membership by way of a resolution passed by majority vote of those present and voting at a members' meeting, providing the following procedures have been observed:-

- at least 21 days' notice of the intention to propose the resolution must be given to the member concerned, specifying the grounds for the proposed expulsion;
- the member concerned will be entitled to be heard on the resolution at the members' meeting at which the resolution is proposed.

C4.0 GOVERNANCE

- C4.1 The Club, and it's members, shall be subject to and bound by, the Scottish Swimming Governance Documentation (SASA Constitution, Company Articles and Company Rules) and the appropriate SASA District Rules.
- C4.2 The Club shall comply with the Scottish Swimming Codes of Conduct, Ethics, and Wellbeing and Protection Policies.
- C4.3 The Club shall be governed by its Constitution, Bye-Laws and Regulations.
- C4.4 Amendments to the Constitution shall only be made at a General Meeting, provided at least a two thirds majority of those present and voting is secured.
- C4.5 Amendments to the Bye-Laws shall only be made at a General Meeting provided a simple majority of those present and voting is secured.
- C4.6 The Management Committee shall have the power to publish and enforce such Regulations as the Committee feels necessary to govern the activities of the Club.

C5.0 MEETINGS

C5.1 General

- C5.1.1 Notices
At least 14 days' notice and the Agenda shall be given to all Adult and Life Members of any General Meeting
- C5.1.2 Attendance
All Adult and Life Members are entitled to attend, take part and vote unless specifically excluded from doing so by the Club's Constitution.
- C5.1.3 Voting
- a) With the exception of changes to the Constitution, decisions put to a vote shall be resolved by simple majority at General Meetings.
 - b) Voting shall be by a show of hands unless decided otherwise by a majority of those attending the meeting.
- C5.1.4 Quorum
The quorum at General Meetings shall be Two Officers of the Club plus three members eligible to vote.
- C5.1.5 Changes to the Constitution and Bye-Laws
- a) A proposal to change the Constitution or Bye-Laws must be submitted in writing to the Secretary, signed by two members eligible to vote at a General Meeting.
 - b) Any changes to section C2.0 requires the consent of the Office of the Charity regulator (OSCR) prior to any change being adopted. Any other change(s) to the constitution must be notified to the OSCR within 3 months of the change being made
- C5.1.6 Conduct of Business
The conduct of business shall be in accordance with Bye-laws Section BL2.1.
- C5.1.7 The following resolutions will be valid only if passed by not less than two thirds of those voting on the resolution at a members meeting.
- a) A resolution approving the amalgamation of the club with another Scottish Charitable Incorporated Organisation (SCIO) (or approving the constitution of the new SCIO to be constituted as the successor pursuant to that amalgamation);
 - b) A resolution to the effect that all of the club's property, rights and liabilities should be transferred to another SCIO (or agreeing to the transfer from another SCIO all of its property, rights and liabilities);
 - c) A resolution for the winding up or dissolution of the club.
- C5.1.8 The Charities and Trustee Investment (Scotland) Act 2005 prohibits taking certain steps (e.g. change of name, an alteration to the purposes, amalgamation, winding-up) without the consent of the Office of the Scottish Charity Regulator (OSCR).

C5.2 Annual General Meeting (AGM)

- C5.2.1 The Club shall hold an AGM in Q4 of the calendar year.

- C5.2.2 The Secretary shall give notice not less than 14 days prior to the date of the AGM to all Adult and Life Members. The format of the notice shall be agreed by the Management Committee.
- C5.2.3 Appended to the notice of intimation of an AGM shall be the Agenda and minutes of the last AGM.
- C5.2.4 Nominations for Officers of the Club and other members of the Management Committee shall be submitted, by two Adult or Life Members and the nominee, to the Secretary no later than the relevant agenda item at the AGM.
- C5.2.5 Proposed alterations to the Constitution and Bye-Laws, and notices of motion must be received by the Secretary not later than 7 days prior to AGM.
- C5.2.6 The Secretary shall arrange for all nominations and proposed alterations to governance to be circulated 24 hours before the meeting. The format of the circulation shall be agreed by the Management Committee.
- C5.2.7 The business for an AGM shall include:
 - a) Presidents Remarks
 - b) Apologies for Absence
 - c) Approval of minutes from previous AGM & matters arising.
 - d) Secretary Report
 - e) Membership Secretary Report
 - f) Financial Report
 - g) Head Coach's report
 - h) Proposed changes to Constitution
 - i) Proposed changes to Bye-Laws
 - j) Notices of Motion
 - k) Appointment of President & Vice President(s)
 - l) Election of Management Committee Members
 - m) Appointment of Auditors / Independent Examiners
 - n) Life Membership Awards
 - o) Other relevant business

C5.3 Extraordinary General Meeting (EGM)

- C5.3.1 An EGM shall be called by an application in writing to the Secretary supported by at least 8 Adult Members of the Club. The Management Committee shall also have the power to call an EGM by decision of a simple majority of its members.
- C5.3.2 The Secretary will give notice, in writing of all EGMs, stating the Agenda, to all Adult and Life Members at least 14 days prior to such meetings being held.
- C5.3.3 The order of Business for an EGM shall be:
 - a) President's Remarks
 - b) Apologies for Absence.
 - c) Business to be transacted of which due notice has been given.
- C5.3.4 No business shall be transacted at the EGM other than business of which due notice has been given.

C6.0 AWARDS

C6.1 Life Membership

- C6.1.1 Life membership may be presented to person(s) who have given outstanding service, over many years, to the Club and shall be presented at the AGM or at any other time decreed suitable by the Management Committee.
- C6.1.2 A recommendation for Life Membership may be made by any Adult or Life Member to the Secretary for submission to the Management Committee.
Full details of the nominee's service should be included with the recommendation.
- C6.1.3 In the event that a Life Membership should require to be removed from any recipient, the Management Committee will make the decision to rescind and notify the Member concerned.

C7.0 TROPHIES

- C7.1 All trophies belong to the Club in perpetuity and cannot be won outright.
- C7.2 The Club Treasurer shall act as Trustee of Club Trophies.
- C7.3 The winner of a Club trophy shall guarantee safe custody and return of the trophy when requested by the Management Committee.
- C7.4 The Club shall be responsible for arranging and funding the engraving of the winners name on all Club trophies.

C8.0 DISSOLUTION

- C8.1 In the event of the dissolution of the Club, any funds, property and other assets shall not be distributed amongst the members of the Club in any way whatsoever, but shall be applied solely for charitable purposes, as agreed by OSCR

BYE-LAWS

BL1.0 MANAGEMENT

- BL1.1 The affairs of the Club shall be conducted by a Management Committee which shall consist of the Officers of the Club.
- BL1.2 A person will not be eligible for election or appointment to the Management Committee if they are;
- Disqualified from being a charity trustee under the Charities and Trustee Investment (Scotland) Act 2005.
 - An employee of the club.
- BL1.3 The Officers of the Club, who shall be Honorary, shall consist of a President, Vice-President, Treasurer and Secretary who shall be elected at an AGM, as shall be the said Adult Committee Members.
- BL1.4 If the post of any Officer or Adult Committee Member should fall vacant after such an election, the Management Committee shall have the power to fill the vacancy.
- BL1.5 All Management Committee members shall be Adult Members, Life Members or the parent/guardian of a Junior Member of the Club.
- BL1.6 Management Committee
- BL1.6.1 The ex-officio members of the Management Committee may consist of Assistant Secretary, Meet Secretary, the Squad Coaches and up to 2 club Captains
- BL1.6.2 The term of office for President, Vice President, Secretary and Treasurer shall be two years.
- BL1.6.3 The term of office for the Adult Committee Members shall be two years.
- BL1.6.4 The Assistant Secretary and Meet Secretary shall be elected for a term of two years.
- BL1.6.5 *Retiring members of the Management Committee may offer themselves for re-election.*
- BL1.6.6 The Club Boy Captain and Club Girl Captain shall be appointed for one year.
- BL1.6.7 Management Committee members co-opted by the committee shall be subject to endorsement at the first EGM or AGM thereafter.
- BL1.6.8 The Management Committee shall be responsible for:
- Running the day to day management and affairs of the Club.
 - The organisation and control of all members during Club hours.
 - The appointment of coaches and instructors.
 - The selection of members to represent the Club.
 - The organisation of swimming activities as may be requested by other bodies.
 - Appointing up to 2 club captains in August/September each year.
 - Considering and approving or otherwise nominations for Life Membership of the Club.
- BL1.6.9 The Management Committee shall appoint such sub-committees as may be considered necessary.
- BL1.6.10 The Management Committee shall appoint at least one Wellbeing and Protection Officer (WPO) in accordance with section C10.6 of the SASA Constitution.

BL2.0 MEETINGS

BL2.1 Standing Orders

- BL2.1.1 At all meetings, if a quorum is present, the Chair shall be taken not later than fifteen minutes after the appointed time of the meeting.
- BL2.1.2 All Members when called to order at any meeting or gathering of the Club and not complying to the “rule of order” shall be expelled from the meeting.
- BL2.1.3 The Chair at all meetings of the Club shall be the President
In the absence of the President, the Vice President shall substitute.
In the absence of the President and Vice President, those in attendance shall appoint a substitute.
- BL2.1.4 In the event of equality of votes in any resolution before the meeting which requires a choice to be made for the continued good governance of the Club, the Chair of a meeting shall have a second or casting vote.
- BL2.1.5 The Chair of a meeting shall be the sole judge of questions of order and interpreter of the “rules” governing the Club.

- BL2.1.6 The Chair shall not speak to, oppose or move any motion from the Chair. In order to do so, they shall vacate the Chair until that business is concluded. The meeting shall be presided over by a substitute Chair elected from among those present.
- BL2.1.7 The minutes of all meetings will be available to Adult and Life Members.

BL2.2 Management Committee Meetings (MCM)

- BL2.2.1 The club shall hold MCMs at least once a year and in addition to this, written reports on a monthly or bi monthly basis with input from all MC members will be compiled by the Secretary and distributed to the MC. Any electronic voting on issues will be recorded within these reports and the reports will be stored alongside any minutes of MCM.
- BL2.2.2 A MCM shall be called by the Secretary when there is business to transact or on request of an Officer of the Club or by an application in writing by at least seven Adult or Life Members of the Club.
- BL2.2.3 A quorum for MCMs shall be at least one Officer of the Club and three Committee members.
- BL2.2.4 The business of the meeting shall be enacted in accordance with Section BL2.1.
- BL2.2.5 The Secretary will give Notice of the date, time and venue of each committee meeting at least 7 (seven) days prior to the meeting. The format of the notice shall be agreed by the Management Committee.
- BL2.2.6 Adult or Life Members who are not members of the Committee, may attend, but may only participate with the agreement of the Chair.
- BL2.2.7 All, except ex-officio members shall have a deliberative vote.
- BL2.2.8 No decision of the Committee may be altered or revoked without 14 (fourteen) days prior notice of intent, in writing, being given to the Secretary.

BL3.0 FINANCE & ACCOUNTS

- BL3.1 The financial year shall run from 1 July to 30 June each year.
- BL3.2 The Treasurer shall be responsible for the preparation of Annual Accounts of the Club.
- BL3.3 The Accounts shall be audited/examined by an independent person(s) elected annually at the AGM.
- BL3.4 All invoices / expenses received by the club should be signed off by an Officer of the Club before being processed by the Treasurer. All cheques drawn against the Club's funds shall be signed by a minimum of two Officers of the Club. When payments are required to be made by direct Bank transfer the Treasurer shall obtain e-mail/written agreement from the President or another Officer of the Club prior to making an electronic payment.
- BL3.5 The Management committee can enter into contracts and/or partnerships, on behalf of the Club, provided each proposal is fully discussed at and recorded in the minutes of a quorate committee meeting prior to the commitment being made.
- BL3.6 As an unincorporated organisation the responsibility for the financial liabilities of the club shall normally be dependent on who was responsible for the liability.
- BL3.7 Any surplus of the Club's income will be re-invested in the Club and not distributed to its members by way of dividend, distribution, bonus, honoraria or otherwise by way of profit.
- BL3.8 The Club's assets must not be distributed or otherwise applied other than for charitable purposes, as agreed by OSCR.
- BL3.9 The Treasurer shall arrange for the Auditor/Independent Examiner to examine and certify
- BL3.10 Following acceptance of the financial report at the AGM, the Treasurer shall send a copy of the certified accounts to OSCR.
- BL3.11 The Treasurer shall submit a budget, to the last meeting of the Management Committee prior to the AGM, for the following financial year.
- BL3.12 The Treasurer shall submit a financial statement to the Management Committee no less frequently than every three months.

- BL3.13 All outgoing payments shall be made by cheque or direct Bank transfer duly authorised in accordance with paragraph BL3.4.

BL4.0 DISCIPLINARY PROCEDURE, COMPLAINTS and APPEALS

BL4.1 General

- BL4.1.1 All complaints and appeals, except for doping, wellbeing or protection, or alleged criminal offences, shall be dealt with in accordance with Sections BL4.2, BL4.3 and BL4.4.
- BL4.1.2 Complaints involving doping should be referred to British Swimming as Per Scottish Swimming Company Rule R13.1.3.
- BL4.1.3 Complaints involving, wellbeing or protection, or other criminal offences shall be referred to Scottish Swimming within 48 hours, in accordance with Scottish Swimming Company Rule R13.2.1.

BL4.2 Disciplinary Procedure

- BL4.2.1 In the event that the behaviour of a swimmer, member of the coaching team or Management Group or a parent volunteer contravenes the Club’s codes of conduct, the following action will be taken.
- BL4.2.2 The President, or a deputising club official, will conduct an investigation into the alleged breach of the Club’s codes of conduct as they see fit and all persons and parties shall cooperate fully with the same. Failure to co-operate may amount to misconduct.
- BL4.2.3 The Investigating Club Official shall thereafter be entitled at any time to decide to:
- Apply a sanction to the person(s) being investigated
 - Refer the matter to a Club Complaint panel
 - Take no further action
 - Pursue an alternative resolution, which may include Mediation, Arbitration or Conciliation.
- BL4.2.4 The Club will keep a record of each stage of the disciplinary process.

BL4.3 Complaints

- BL4.3.1 A complaint, which is a formal expression of dissatisfaction or allegation of unfair practice in connection with aquatic sports as governed by Scottish Swimming, can be made by:
- Any member of the Club
 - A parent or guardian on behalf of a Junior member as defined in paragraph C3.1(b)
 - A parent or guardian on behalf of a Member classified as a Vulnerable Person, defined as a person who lacks sufficient capacity to present a complaint by themselves.
 - Any Individual
- BL4.3.2 A complaint must be made in accordance with Scottish Swimming Company Rules Sections R12 to R15.

BL4.4 Appeals

- BL4.4.1 An appeal may be made against decisions taken by the Club in respect to the outcome of a submitted complaint or against decisions taken by a National Complaints Committee.
- BL4.4.2 An appeal must be made in accordance with Scottish Swimming Company Rules Sections R12 to R15.

BL4.5 Suspensions and Fines

- BL4.5.1 The Management Committee may take action (e.g. fine, suspend or cancel membership) against any Club Member proved guilty of conduct or breach of the Constitution, Bye-laws, Regulations which is detrimental to the interests or aims of the Club or for acting in such a manner as to bring disrepute to the Club. Such action shall only be taken if the principles and procedures embodied in the Complaints, Appeals and Suspension & Fines sections of the Scottish Swimming Governance Documentation (Company Rules Sections R12 to R15) have been applied

BL4.6 Interpretation

- BL 4.6.1 References in this constitution to the Charities and Trustee Investment (Scotland) Act 2005 should be taken to include:-
- any statutory provision which adds to, modifies or replaces that Act;
 - any statutory instrument issued in pursuance of that Act or in pursuance of any statutory provision falling under clause 107.1 above.

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