

STONE MASTER MARATHONERS – CONSTITUTION

1. Club Name

1.1 The Name of the Club is “Stone Master Marathoners” (“the Club”) and it was established in 1978.

2. Objects of the Club

2.1 The Objects of the Club are:

- to facilitate participation in and promotion of recreational and competitive running amongst the community;

(b) to provide other ordinary benefits of an amateur sports club as set out in Schedule 18 of the Finance Act 2002 (see appendix A); and

- to do all such things to further the interests of the Club which are incidental or conducive to the attainment of all or any of the objects above.

3. Membership of the Club

3.1 Membership Application

3.1.1 Membership of the Club shall be open to all persons irrespective of ethnicity, nationality, sexual orientation, religion or beliefs; or of age, sex or disability except as a necessary consequence of the requirements of running as a particular sport

3.1.2 The Club may refuse membership or expel from membership only for good and sufficient cause, such as character likely to bring the Club or sport into disrepute. Appeal against such a decision may be made to a separate appeals panel as described in clause 9.3 and decided by a majority vote

3.1.3 Individuals who wish to become members of the Club must apply using the Membership Application Form, approved by the Committee from time to time and the application be accompanied by the subscription fee.

3.1.4 Every candidate for membership shall be considered by the Committee, which shall admit that person to membership unless to do so would be contrary to the best interests of the sport or the good conduct and interests of the Club.

3.1.5 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).

3.2 Membership Classes

3.2.1 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 must also designate themselves as either "First Claim" or "Second Claim" Members.

3.2.1 Full members

3.2.1.1 Anyone satisfying the general admission criteria (as determined from time to time by the Committee and which may not supersede or contradict provisions of the Constitution) can become a Full Member, provided that they are an amateur as defined from time to time by UK Athletics.

3.2.1.2 Full Members, including both first and second claim fully paid up members, shall be entitled to receive notice of, attend and vote at General Meetings of the Club.

3.2.2 Associate Members

3.2.2.1 Anyone who is not eligible for, or does not want full membership, may apply to be an Associate Member. Associate Members shall have no right to compete for the club or vote at General Meetings.

3.2.3 Life Members

3.2.3.1 Life Membership will be granted only in recognition of a significant personal contribution to the Club's affairs. The total number of Life Members is not limited, but only two Life Memberships may be granted in one financial year. From time to time the Committee and a General Meeting of Members may elect by special resolution an

outstanding individual to the office of President or Life President. Presidents have the right to attend and vote at all meetings.

3.2.3.2 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.

3.3 Subscriptions

3.3.1 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, provided that the Committee shall ensure that the subscription fees are set on a non-discriminatory basis and do not preclude open membership of the club.

3.3.2 Members shall pay their subscription fees by such date as the Committee shall prescribe each year.

3.3.3 Members having arrears of subscriptions of more than eight weeks will have their membership automatically terminated and will not be eligible to participate in the affairs or activities of the Club, including 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

3.4.1 Members may resign from membership at any time by notice to that effect given to the Secretary or Membership Secretary. A member who resigns shall not be entitled to any refund of subscriptions in respect of the remaining period.

3.4.2 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.

3.4.3 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 or her to remain a member. Such expulsion shall be carried out in accordance with the Disciplinary Procedures set out below.

3.4.4 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 Committee

4.1. Day to day management

4.1.1 The management of the Club shall be deputed to a Committee (the Management Committee). The following officers will be elected annually at the Annual General Meeting:

- Chairman
- Captain
- Vice-Captain
- Secretary
- Treasurer
- Membership Secretary
- Social Secretary
- Communications Co-ordinator
- Race Committee Co-ordinator

2 General Members' Representatives

4.1.2 All elected Committee Members shall remain in office for two years or until the end of the Annual General Meeting in the second year after their election.

4.1.3 All committee Members shall be eligible for re-election.

4.1.4 The Management Committee may co-opt other members for specific duties as required. Co-option shall be for a period of one year.

4.2 Election of Committee

4.2.1 Any first claim Full Member may be nominated by any other two Members, with his/her approval, as a candidate for any of the posts of Committee Member by notice in writing (including email) to the Secretary at least two weeks before the date of the Annual General Meeting.

4.2.2 Any first claim Full 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.

4.2.3 If the number of candidates for a post (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 all the names thus proposed: every eligible Member may vote for each office with the first candidate to reach a majority elected.

4.2.4 If the number of candidates for election as the 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 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.

4.3 Leaving Office

4.31 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 or Chairman and such resignation shall take effect immediately

- Ceases to be a member or shall be excluded or suspended from the Club under disciplinary proceedings
- 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
- Is first suspended by all the other Committee members, acting together, subject to subsequent ratification by a Special General Meeting.

4.3.2 The Committee shall have the power to appoint a Member to fill any casual vacancy on the Committee until the next Annual General Meeting. Any Committee Member so appointed shall retire at the next Annual General Meeting but shall be eligible for election at such meeting in accordance with the provisions for Proceedings at General Meetings.

4.4 Proceedings of the Committee

4.4.1 The Committee shall meet as often as is necessary.

4.4.2 Two-thirds (rounded to the nearest whole), 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 this Constitution.

4.4.3 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 quorum 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.

4.4.4. Questions arising at any meeting shall be determined by a simple majority of votes illustrated by a show of hands. In the case of an equality of votes, the Chair shall have a casting or additional vote.

4.4.5 The Committee may regulate their meetings and proceedings as they think fit. The Committee shall record the decisions that it has taken and publicise these to Club Members. As soon as is reasonably possible after a meeting, the Secretary shall distribute minutes of the meeting to the other Committee members for comment.

4.4.6 The Committee may invite persons who are not members of the Committee to address a meeting of the Committee.

4.5 Powers of the Committee

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

- 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. Any alteration or amendment to the Club Rules shall have immediate effect, but shall be subject to the approval by ordinary resolution of the next AGM
- Operate a Member's Welfare policy in accordance with the Policy and Procedures issued by UK Athletics Limited

- Make and give receipts, releases and other discharges for any amount payable to the Club and for claims and demands of the Club
- 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
- 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
- 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
- Pay all the costs and expenses of, and incidental to, any of the aforesaid matters and things
- Determine how and by whom any such power shall be executed, operations effected and documents signed or things done
- Appoint members of 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
- Organise Club activities.

4.5.2 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.

5. Club Meetings

5.1 General Meetings

5.1.1 The accidental omission to give any such notice to, or the non-receipt of any such notice by, any individual entitled to receive the same, shall not invalidate the proceedings at any General Meeting. 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.

5.1.2 At all such meetings the Chair, or in his or her absence or direction a member of the Club selected by those members of the Committee present, shall take the Chair. At all Special General Meetings every Ordinary Member shall have one vote unless disqualified from voting by the Constitution. Votes may be given personally by those Ordinary Members attending, or by a named proxy, notified to the Secretary or Chair prior to the meeting, in writing or email, by the Ordinary Member unable to attend. Every

resolution submitted to a meeting shall be decided by a show of hands and in the case of an equality of votes, on a matter on which the Chair has not voted, the Chair of the meeting shall have a casting vote.

5.1.3 The following rules shall apply to all General Meetings:

The quorum for a General Meeting shall be twenty Members personally present and entitled to vote. 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, subject to proper notification as specified in the Constitution. 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.

- 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 stating the names of the proposer and seconder
- all resolutions (and amendments thereto) shall be put to the meeting
- 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
- 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.

5.1.4 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.

5.1.5 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.

5.2 Annual General Meetings

5.2.1 The Annual General Meeting of the Club shall be held once a 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 receive apologies for absence, to approve the minutes of the previous AGM and to consider any matters arising from those minutes not referred to elsewhere on the Agenda
- to receive from the committee an Annual Report, balance sheet and statement of accounts for the preceding financial year
- to elect the Committee
- to decide on any resolution which may be submitted to the meeting
- to confirm or reject any new Club Rules or Regulations, or changes to rules or regulations, determined by the Committee in the preceding year.

5.2.2 Not less than three weeks' notice of an Annual General Meeting specifying the place, day and time of the meeting shall be given to the Members together with an agenda for the meeting.

5.2.3 The membership will receive at least one week's notice of any resolutions.

5.2.4 The Annual General Meeting shall elect from those present a Returning Officer to oversee any elections conducted at the meeting.

5.3 Special General Meetings

5.3.1 Not less than three weeks' notice of a Special General Meeting specifying the place, day, time and purpose of the meeting shall be given to the Members.

5.3.2 The Secretary shall, on the requisition in writing (including email) of not less than ten Members entitled to vote at such meetings, convene a Special General Meeting within three weeks of the receipt by him or her of the requisition stating the business to be raised. No other business is to be discussed at a Special General Meeting.

6. **Accounts**

6.1 Financial Year

6.1.1 The Treasurer will ensure proper accounts are kept and provide Committee Members with accurate financial reports on at least a quarterly basis. The Club's financial records shall always be open to inspection by the Committee.

6.1.2 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.

6.2 Application of Surplus Funds

6.2.1 The Club is a non-profit-distributing organisation. All surplus income or profits are to be reinvested in the Club or otherwise in furtherance of the Club's objects. No surpluses or assets will be distributed to members or third parties.

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

- sell and supply food, drink and related sports clothing and equipment
- pay in good faith interest on money lent by a Member at a commercial rate of interest; reimburse any Committee Member for 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.

6.2.3 No Member shall be paid a salary, bonus fee or other remuneration for competing for the Club.

7. Interpretation of Club Constitution & Rules

7.1 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 eligible Members voting thereon.

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

8. Dissolution of the Club

8.1 If at any Special General Meeting a resolution for the dissolution of the Club shall be passed by a majority of the Ordinary 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.

8.2 The members may vote to wind up the Club if not less than three quarters of those present and voting support that proposal at a properly convened Special General Meeting. If successful, the Committee shall proceed to realise the property of the Club and discharge all liabilities.

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

9. Disciplinary Procedures

9.1 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. 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. Exclusion will be agreed by resolution of a majority of those present and voting at a properly convened Committee Meeting.

9.2 Such Member shall have one month's clear notice of the Committee Meeting sent to him or her together with details of the case against him or her. The Member and a representative nominated by the Member, shall be entitled to attend the Meeting and have their say in defence, but shall not be entitled to be present at the voting or take part in the proceedings other than as the Committee shall permit. If the Member is a member of the Committee, he or she shall not be entitled to vote.

9.3 Any Member disciplined or excluded from the Club for disciplinary reasons, or any person refused membership, may lodge an appeal with the Committee and shall thereupon have the right to demand that the matter be referred to three arbitrators: one chosen by the Committee, one chosen and paid for by the aggrieved party and one by the two arbitrators. In the event that the first two arbitrators fail to agree on a third, the third arbitrator shall be appointed by the Midland Counties Athletic Association or other relevant organising body as shall be nominated by the Committee. Such arbitrators shall have the power by their award to annul the disciplinary action or exclusion, or to annul it subject to the performance of any condition, which the arbitrators may think fit to impose.

10. Notices

10.1 Any notice required to be given under this Constitution will be deemed to have been given and received having been sent by mail or email to the last known postal or address of the member as appropriate or by publication on the Club's website.

Appendix A

Schedule 18 Finance Act 2002

Below is the extract of the Finance Act to which the constitution refers.

Schedule 18 of the Finance Act 2002.

The ordinary benefits of an amateur sports club are—

- provision of sporting facilities
- reasonable provision and maintenance of club-owned sports equipment;
- provision of suitably qualified coaches;
- provision, or reimbursement of the costs, of coaching courses;
- provision of insurance cover;
- provision of medical treatment;
- reimbursement of reasonable travel expenses incurred by players and officials travelling to away matches;
- reasonable provision of post-match refreshments for players and match officials;
- sale or supply of food or drink as a social adjunct to the sporting purposes of the club.

This Constitution was amended by an Annual General Meeting of the Club held on 26 April 2023