

Skipton Cycling Club Constitution

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1. Legal Status

- 1.1 Skipton Cycling Club ('the Club') has existed since 5th September 2012, when the previous constitution was adopted. This constitution replaces the 2012 constitution in its entirety.
- 1.2 The Club is an unincorporated association. This means that the Club is the sum of its members and not a separate legal entity. The members are contractually bound together by this constitution.
- 1.3 The Club is not registered with the Charity Commission and does not have charitable status.

2. The Purposes of the Club

- 2.1 The purposes of the Club are to:
 - (a) promote the amateur sport of cycling for the benefit of members, including (but not limited to) organising Club rides and Club events,
 - (b) promote cycling in Skipton and the local area and of community participation in the same areas,
 - (c) organise cycle related events and activities in Skipton and the local area for members of the Club and of the public, including cycle sportives, coaching sessions (in so far as the Club has qualified coaches), races, track events and cycling first aid courses,
 - (d) encourage and promote youth participation in cycling and to provide support for children in Skipton and the local area to improve bike handling skills,
 - (e) assist in forums, consultations and events to improve cycling safety, cycling efficiency and participation in cycling, and
 - (f) liaise with, collaborate with, and support other cycling / cycling related clubs within the local areas, as considered appropriate by the Committee and the members and strengthen the bonds between the Club and the local community.
- 2.2 The purposes of the Club should be used as a basis to outline an annual look-ahead for the Club.

3. Exercise of Powers

- 3.1 The Committee shall make the day-to-day decisions of the Club in accordance with the purposes of the Club and the rules of this Constitution.
- 3.2 The Club may through its Committee exercise the following powers:
 - (a) to carry on an amateur local cycling club,

- (b) to organise social events for members,
- (c) to provide cycle related services and equipment to members and third parties,
- (d) to participate in and organise sportives, competitions, time-trials, races and related activities and to engage volunteers to support such activities,
- (e) to provide information, advice and guidance in cycling related activities,
- (f) to publish or distribute information, including by means of reports, books, leaflets, films, videos, websites and any other media,
- (g) to draw, make, accept, endorse, discount, execute and issue promissory notes, bills, cheques and other instruments to open and operate bank accounts in the name of the Club,
- (h) take out any insurance for the Club,
- (i) raise funds by subscriptions,
- (j) set aside or apply funds for special purposes or as reserves,
- (k) deposit or invest funds in any lawful manner,
- (l) to accept or disclaim gifts of money or any other property,
- (m) to purchase, take on, hire, lease, acquire, alter, improve, construct and maintain property and equip it for use,
- (n) to sell, donate, lend, lease, license or otherwise relinquish Club monies and property,
- (o) cooperate with or affiliate to any bodies regulating the sport of cycling or any club or body involved with it, and
- (p) do all things reasonably necessary to advance the purposes of the Club.

3.3 None of the above powers may be used other than to advance the purposes of the Club in accordance with this constitution and the general law.

3.4 The following powers must only be exercised after balloting the members or by agreement at a General Meeting:

- (a) raising or reducing the subscriptions,
- (b) affiliating with a new body,
- (c) unaffiliating with a body,
- (d) donating monies (excluding payment for services) to any individual or organisation of more than £100 in any 12-month period. Members must be balloted for donations above this amount, and
- (e) committing to events that take considerable time and/ or financial resource from the Club.

3.5 Members (including of the Committee) are not permitted to:

- (a) borrow money on behalf of the Club,
- (b) commit Club funds that exceed the balance of monies in the Club bank account,
- (c) enter an employer/ employee relationship with any person on behalf of the Club, or
- (d) enter into a legal partnership agreement on behalf of the Club.

4. Club Policies

- 4.1 The Secretary shall ensure that an up-to-date list of all Club policies shall be kept available to members and the list in the Annex updated at the AGM.
- 4.2 The Secretary shall ensure that all Club policies are available to view by members either online or in person upon request (with reasonable notice).
- 4.3 Members agree to adhere to the Club policies as a condition of membership.
- 4.4 The Committee has discretion to enforce or not to enforce a breach of a Club policy.
- 4.5 New Club policies shall be drafted by the Committee (or sub-committee under delegation) following consultation with members and except where a ballot of members is called, shall be adopted by the Committee.
- 4.6 Club policies shall be reviewed by the Committee (or sub-committee under delegation) from time to time and can be amended following consultation with members and except where a ballot of members is called, shall be amended by the Committee.
- 4.7 Any member can request a new Club policy or an amendment to an existing Club policy and the Committee must consider the request within a reasonable timescale, but do not have to agree to it.
- 4.8 If the Committee disagree with the proposal at 4.7, the member can request a ballot of members.

5. Club Finances

- 5.1 A bank account shall be maintained in the name of the Club by the Treasurer on behalf of the Club. Designated account signatories shall be the Chair and the Treasurer, with the Secretary as an additional optional account signatory.
- 5.2 No sum shall be expended from the Club bank account except as authorised by 2 of the following 3 Committee members: the Chair, the Treasurer and the Secretary.
- 5.3 All monies payable to the Club shall be received preferably by bank transfer into the Club bank account.
- 5.4 The Club bank account shall be managed in accordance with any Club policy regarding finance or in the absence of such policy in accordance with the reasonable instructions of the Committee from time to time.
- 5.5 A member who incurs an authorised cost on behalf of the Club may be reimbursed by bank transfer from the Club bank account if they provide a valid receipt.
- 5.6 The Club's financial year shall end on 30th September each year.

- 5.7 At each financial year end the Committee shall organise for the Club's accounts to be checked by another person who is competent for that purpose.
- 5.8 A statement of annual accounts will be presented by the Treasurer at the AGM.
- 5.9 All Members are jointly and severally responsible for the financial liabilities of the Club.
- 5.10 The Committee shall endeavour to carry out a meaningful review of finances each financial year.
- 5.11 Club monies must only be spent to further the Club's purposes.
- 5.12 The Committee shall endeavour to hold no more surplus or unallocated monies in the Club bank account than the value of 2 years of club subscriptions.

6. Club Property

- 6.1 Club property shall be managed in accordance with any Club policy regarding property or in the absence of such policy in accordance with the reasonable instructions of the Committee from time to time.
- 6.2 Club property and funds of the Club cannot be used for the direct or indirect private benefit of members other than as reasonably allowed by this Constitution and any Club policy.
- 6.3 The Secretary shall maintain a list of all Club property and endeavour to ensure that it is updated at least once per financial year.

7. Affiliation

- 7.1 The Club is affiliated with the following bodies:
 - (a) British Cycling, and
 - (b) Cycling Time Trials.
- 7.2 The Club shall comply with and uphold the rules and regulations required of the Club by its affiliate bodies.
- 7.3 Adding and removing an affiliate body shall require a ballot of the members and shall be passed by majority vote.
- 7.4 Members are not required as individuals to be members of the Club's affiliate bodies.
- 7.5 The Secretary will organise the payment of any required and reasonable affiliation fee to the Club's affiliate bodies from the Club's bank account.

8. Membership

- 8.1 Membership shall be open to any person who applies through the membership website and completes the required information on the form and pays the membership fee according to the appropriate category of membership.
- 8.2 The Membership Secretary has discretion to grant and renew memberships but must have Committee agreement to refuse membership.
- 8.3 The Committee may refuse membership or remove it only for good cause such as conduct or character likely to bring the Club or the sport of cycling into disrepute.
- 8.4 Appeal against refusal or non-renewal or membership may be made to the Membership Secretary who shall appoint a panel consisting of a minimum of three non-Committee members to determine the appeal.
- 8.5 A list of members shall be maintained by the Membership Secretary.
- 8.6 The following categories of membership shall be maintained:

Category of membership	Membership criteria
Standard	Any member may join under this category.
Student/ unwaged	A full-time student in possession of valid student ID or a person in receipt of job seekers allowance or equivalent or a person of state pension age in receipt of pension credit or equivalent
Junior/ youth	A person under the age of 18
Family	Any number of persons living at the same address

- 8.7 Membership shall run from 1st January and last for one calendar year.
- 8.8 Where a member joins between 1st October and 31st December, membership includes the remainder of that calendar year and the following year.
- 8.9 Every year the Committee shall review the price of membership and shall ensure that the cost of membership does not pose a significant obstacle to participation.
- 8.10 The membership fee for each membership category shall be maintained in membership fee schedule.
- 8.11 Members must pay the membership fee to maintain membership.
- 8.12 Non-members can participate in up to three Club rides, but otherwise only members can participate in Club rides.

- 8.13 The membership fee is non-transferable and generally non-refundable, but the Membership Secretary has discretion to refund a membership fee (less any processing fee) where it is reasonable to do so.

9. Balloting Members

- 9.1 The Committee can call a ballot of the members at any time and by any means reasonably accessible to all members.
- 9.2 Any member can make a request to the Committee that a matter be referred to a ballot of members and the Committee must consider the request, but do not have to agree to it.
- 9.3 A request by a member for a ballot and the decision of the Committee whether to hold a ballot must be included in committee minutes.
- 9.4 The Committee must give a minimum of 7 days' notice of a ballot to all members.
- 9.5 Each fully paid-up member shall have one vote.
- 9.6 The Committee shall make the results of a ballot available to members.
- 9.7 Ballots are private and the results of a ballot must not identify individuals by name or by any personal identifier in so far as practicable.
- 9.8 Unless otherwise specified by the Committee before a ballot takes place, a ballot will be carried by the majority of the votes cast.
- 9.9 The Committee have discretion to overturn the results of a ballot only in exceptional circumstances as set out in Club policy.
- 9.10 The results of a ballot can be overturned by a later ballot.

10. General Meetings (AGMS and EGMs)

- 10.1 The Committee shall call an Annual General Meeting ('AGM') each year and no more than 15 months shall pass between one AGM and the following one.
- 10.2 All General Meetings other than the AGM shall be called Extraordinary General Meetings ('EGM's).
- 10.3 An EGM shall be called by the Secretary further to a request by the Committee or on the written request of not less than 4 members signed by them. Where such a request has been made, the Secretary must within 14 days of the request, propose a date, time and venue for the EGM, following consultation with the Committee, or in default with the Chair.

- 10.4 General Meetings are the means whereby members exercise their democratic rights in conducting the Club's affairs.
- 10.5 Any member who wishes to include an item on the agenda of a General Meeting must send details of that item to the Secretary at least 14 days in advance of that meeting.
- 10.6 The business of the AGM must include:
- (a) a report of the activities of the Club over the previous year,
 - (b) a report of the Club's finances over the previous year and provision for membership approval of the Club accounts,
 - (c) agreement for the membership fees for the following year,
 - (d) consideration of any proposed changes to the Constitution (including to any Committee roles),
 - (e) the election and retirement of Committee members, and
 - (f) any requested item for the agenda from a member and communicated to the Secretary 14 days in advance of the AGM.
- 10.7 All members shall be invited to and granted attendance at all General Meetings.
- 10.8 Notice of a General Meeting shall be given by or on behalf of the Secretary at least 21 days in advance unless there are exceptional circumstances as to why 21 days-notice cannot be given.
- 10.9 The notice shall specify the date, time and place of the meeting and the general nature of the business to be transacted and, in the case of an AGM, shall specify the meeting as such. Where practicable, a final agenda should be sent 7 days before the meeting.
- 10.10 The accidental omission to give notice of a General Meeting to any person shall not invalidate the proceedings at the meeting unless it would be inequitable to allow the proceedings to stand, in the reasonable opinion of the Committee.
- 10.11 General Meetings shall be held in person unless the Committee consider it more practicable to be held via video conferencing and reasonable provision is made to ensure the meeting is accessible to all members.
- 10.12 Where a General Meeting is held in person, the Committee may make whatever arrangements they consider appropriate to enable members to participate whether attending in person or by video conferencing.
- 10.13 A General Meeting must be quorate. To be quorate no fewer than 15% of the membership must be present in person or attending via video conferencing.
- 10.14 If a quorum is not present within half an hour from the time appointed for the meeting or if during a meeting a quorum ceases to be present, the meeting shall be adjourned.

- 10.15 The Chair, or in the absence of the Chair any other member of the Committee, shall preside as the chair for the meeting.
- 10.16 Votes at General Meetings are carried by majority of votes cast, except votes to alter the constitution (see Alteration of the Constitution) or to dissolve the Club (see Dissolution).
- 10.17 Each member present shall have one vote but in the event of a tie of votes the Chair of the meeting shall have a casting vote.
- 10.18 The Committee may elect to make provision for proxy voting at a General Meeting provided the Committee:
- (a) are confident that a reasonably practicable, secure and transparent system can be made available for this purpose,
 - (b) are confident that the vote won't be prejudiced by proxy voters not being able to participate in discussion at the General Meeting, and
 - (c) provide members with at least 7 days' notice of the provisions for proxy voting.
- 10.19 The Secretary, or in the absence of the Secretary any other member of the Committee, shall take the minutes and make them available to members.

11. Election of Committee Members

- 11.1 All Committee members serve until the next AGM unless they resign or are removed from office before then (see Committee section).
- 11.2 The roles of Chair, Secretary, Treasurer and Welfare Officer are elected at each AGM by the general membership on a majority of votes cast by secret ballot.
- 11.3 All other committee roles are co-opted committee roles, meaning that the Chair, Secretary, Treasurer and Welfare Officer, following their own appointment at the AGM, must confirm by majority committee vote who the other committee members are and what role they serve.
- 11.4 Any member can put themselves forward for any of the Committee roles, provided they have a seconder, by notifying the Secretary at least 14 days in advance of the AGM (or EGM where there is an election to a committee role).
- 11.5 Where there is only one candidate for a committee role, the Chair (or the Secretary where the Chair is the candidate) has discretion to dispense with a ballot or vote in relation to that committee role and appoint the candidate to the role.
- 11.6 Where a committee role remains vacant at the AGM, any member can put themselves forward for the role without notice, provided they have a seconder.

- 11.7 The Committee acting by majority committee vote can co-opt committee members onto the committee at any time to serve in any capacity, other than as taking on the responsibilities of the Chair, Secretary, Treasurer or Welfare Officer.

12. The Committee

- 12.1 The Committee is responsible for adopting, amending and applying Club policies and for the day to day running of the Club.
- 12.2 The Committee roles shall be as defined in Club policy. Committee roles can be changed through a General Meeting, except that the Committee must as a minimum have a Chair, a Secretary, a Treasurer and a Welfare Officer at all times.
- 12.3 The Committee may, subject to this constitution, decide its own way of operating and may publish policy on its ways of operating.
- 12.4 Committee members must be members of the Club.
- 12.5 Committee members serve until the next AGM or until resignation or removal from office. At each AGM all Committee members shall be eligible for re-election.
- 12.6 A Committee member can resign at any time by communicating their resignation to the Secretary (or in the case of the Secretary resigning, to the Chair).
- 12.7 A Committee member can be removed from post by the other Committee members (acting jointly by majority vote) in the following circumstances, being that the Committee member:
- (a) has been charged with a criminal offence,
 - (b) has been disqualified from holding office as a company director,
 - (c) has been made the subject of a bankruptcy order or similar,
 - (d) is in material breach of the Club's Code of Conduct, or
 - (e) is failing to carry out the core functions of their Committee role.
- 12.8 In the event of the resignation or removal of the Chair, Secretary, Treasurer or Welfare Officer, the Secretary (or any other committee member in the absence of the Secretary) shall call an EGM to elect a replacement.
- 12.9 Whilst a Committee role is vacant or the person fulfilling it is absent, the Committee can determine between themselves how that role is to be carried out between the other Committee members.
- 12.10 The roles of Chair, Secretary, Treasurer and Welfare Officer must be carried out by different members.
- 12.11 At least 4 Committee members must be present for a Committee meeting to be quorate.

- 12.12 Committee meetings shall be held in person unless the Committee consider it more practicable to be held remotely via video conferencing and reasonable provision is made to ensure the meeting is accessible to all Committee members.
- 12.13 A resolution in writing agreed by every Committee member shall be valid without a meeting.
- 12.14 Only Committee members have the right to vote at Committee meetings.
- 12.15 The Committee shall act on the simple majority vote and the Chair or acting chair shall have the casting vote in the event of a tie.
- 12.16 The Committee can elect to agree to proxy voting for Committee meetings provided this is included in the Committee ways of operating Club policy.
- 12.17 The Committee has the power to appoint any advisors to the Committee and to elect, alter and wind-up any sub-committees as necessary.
- 12.18 Where the Committee elects a sub-committee it must set out in writing the sub-committee's terms of reference, its membership, its activity and powers, the extent to which it can commit the funds of the Club (subject to complying with the parts of this constitution covering finance) and its duty to report back to the Committee.
- 12.19 Committee meetings shall be convened by the Secretary (or in the absence of the Secretary, by the Chair) and be held no less than 6 times per year.
- 12.20 Committee meetings shall be chaired by the Chair or in their absence by the Secretary or the Treasurer.
- 12.21 Minutes must be taken of all Committee meetings and shared with members.

13. Conflicts of Interest

- 13.1 Members must declare the nature and extent of any direct or indirect interest in any transaction or arrangement with the Club or a third party which could call into question the integrity of the Club.
- 13.2 If the non-conflicted members deem there to be a material conflict of interest, the conflicted member should withdraw from that part of the meeting, transaction or arrangement with the Club.

14. Complaints and Disciplinary

- 14.1 All concerns relating to the welfare of children, young people or vulnerable adults will be recorded and responded to swiftly and appropriately in accordance with the relevant Club policy and any relevant affiliate body policy.

- 14.2 All complaints regarding the behaviour of members should be submitted in writing to the Secretary and dealt with in accordance with the relevant Club policy.
- 14.3 The Committee will aim to hear complaints within 35 days of a complaint being lodged unless the severity of a complaint warrants a shorter timescale. The Committee has the power to take appropriate disciplinary action including the termination of membership.
- 14.4 The outcome of a disciplinary hearing should be notified in writing to the person who lodged the complaint and the member against who the complaint was made within 7 days of the hearing.
- 14.5 There will be the right of appeal of the Committee following disciplinary action. The Committee should consider the appeal within 60 days of the Secretary receiving the appeal. In the meantime, any sanction of the Committee shall remain in place.

15. Documentation, Communications and Publicity

- 15.1 Any document (including any notice, report or accounts) sent or supplied by the Club may be sent or supplied:
- (a) in hard copy form,
 - (b) in electronic form, or
 - (c) by making it available on a website or internet forum.
- 15.2 Any member who wishes to publicly speak on behalf of the Club must be authorised by the Committee.

16. Personal Data

- 16.1 Members who collect, process, or store any personal data in carrying out Club functions must do so in accordance with data protection legislation and the Data Protection and Data Retention Policy.
- 16.2 Members agree when joining the Club that their personal information may be shared on the Club website, social media pages and in emails sent by the Club for purposes reasonably necessary to fulfil the Club's functions. Further information is provided in the Data Protection and Data Retention Policy.

17. Ethos and Equality

- 17.1 The Club respects the rights, dignity and worth of every person and shall not discriminate on grounds of age, disability, gender, gender reassignment, race (including ethnicity and nationality), religious belief, sex, sexual orientation, marital status, pregnancy, maternity, paternity or social/ economic status.
- 17.2 All members have a responsibility to oppose discriminatory and/ or bullying behaviour.

- 17.3 The Committee will deal with any incidence of discriminatory or bullying behaviour seriously according to the Club's disciplinary procedures.
- 17.4 The Club is committed to everyone having the right to enjoy cycling free from threat of intimidation, harassment, violence, bullying or abuse.

18. Risk and Insurance

- 18.1 Member and guests shall take personal responsibility for their own actions and shall adhere to the Club's Code of Conduct, Group Riding Guidance and Ride Leader Guidance.
- 18.2 The Club shall maintain public liability insurance through British Cycling or equivalent to cover Club officials against claims by third parties if an incident happens during a Club ride or Club event.
- 18.3 The Club shall ensure that Club rides and Club events are covered by an appropriate risk assessment for the safety of its members and for Club and event insurance purposes.
- 18.4 Subject to the Club's public liability insurance and as required in law, the liability of the Club and its officers to any member is limited to the net assets of the Club.
- 18.5 Every Committee member and member acting under the instruction of the Committee shall be indemnified out of the assets of the Club against any liability incurred by him or her in the proper discharge of his or her duties to the fullest extent permitted by law.

19. Alteration of the Constitution

- 19.1 This constitution shall not be amended or replaced except by resolution at a General Meeting and shall be carried by the majority vote of at least two thirds of members present.

20. Dissolution

- 20.1 A resolution to dissolve the Club may only be proposed at a General Meeting and shall be carried by the majority vote of at least two thirds of all the members present.
- 20.2 The dissolution shall take effect from the date of the resolution unless otherwise stated and the Committee shall be responsible for the winding up of the assets and liabilities of the Club.
- 20.3 Any surplus assets remaining after the discharge of the debts and liability of the Club shall be applied or transferred to another club or to British Cycling for use by them for the purpose of promoting amateur cycling, save that the current year's membership fee shall be returned to each member.

21. Declaration

- 21.1 The Club by resolution duly adopted this Constitution as its governing document at the AGM on 22nd October 2023.
- 21.2 The Club by resolution duly agreed the amendments listed in the Schedule of Constitution amendments at the EGM on 3rd December 2023.

Annex - List of Club Policies

Name	Version/ Date	Where found
Code of Conduct		https://www.skipton.cc/membership/code-of-conduct/
Youth Code of Conduct		https://www.skipton.cc/membership/youth-code-of-conduct/
Parent and Carer Code of Conduct		https://www.skipton.cc/membership/parent-and-carer-code-of-conduct/
Group Riding Guidance		https://www.skipton.cc/our-rides/group-riding-guidance/
Ride Leader Guidance		https://www.skipton.cc/our-rides/ride-leader-guidance/
Partner Guidance		https://www.skipton.cc/partners/
Data Protection and Data Retention Policy		To be drafted/ agreed
Complaints and Disciplinary Policy		To be drafted/ agreed
Welfare and Safeguarding Policy		To be drafted/ agreed
Description of Committee roles		To be drafted/ agreed
Guidance on the election and co-opting of committee roles		To be drafted/ agreed
Committee ways of operating		To be drafted/ agreed
Membership fee schedule		To be drafted/ agreed
e-bike policy		To be drafted/ agreed
Statement of Insurance		To be drafted/ agreed
Finance Policy		To be drafted/ agreed
General Meeting Guidance		To be drafted/ agreed
Risk Assessments		To be drafted/ agreed
Club Property		To be drafted/ agreed
Principles on consulting and balloting members		To be drafted/ agreed

Schedule of Constitution amendments

Date	General Meeting	Clause	Amendment
03/12/23	EGM	5.1	to include the Secretary as an optional third account signatory
03/12/23	EGM	5.2	add that the Secretary can authorise payments as a substitute to either the Chair or the Treasurer.