

Constitutions

What is a constitution?

When a group of people get together with a view to forming a Club they need a written document that will set out:

- What the Club is planning to do (aims/objectives)
- What powers the Club will have in working towards its aims
- Who can join the Club and how people join
- How the Club will be run (the committee)
- Procedures for selecting the committee and for meetings
- How the Club will manage its money (finances)

Doing the work around preparing a constitution gives those people who have been interested enough to get involved in your Club the chance to talk through all of these issues before you get started.

Why bother with a constitution?

There are several reasons why it is worthwhile spending time working on a constitution. If it is done properly it can:

- Strengthen your Club, by setting out clear aims
- Help you to get funding, by showing that your Club is organised
- Save any disagreements about how the Club is run, by putting your procedures down on paper
- Help to prepare your Club to apply for Community Amateur Sports Club status (CASC) for tax and other financial benefits.

For more information visit:

- ❖ www.gov.uk/government/publications/community-amateur-sports-clubs-detailed-guidance-notes
- ❖ www.cascinfo.co.uk

For new Clubs writing a constitution can be a useful way of getting members to work together and agree on how things will go forward.

Is there a quick way of putting a constitution together?

The short answer to this question is No! As mentioned above, it is worth while taking the time to get your constitution right.

Here are a few tips:

DO have a look at examples of constitutions from other Clubs to see how the document is laid out, and how certain things can be worded.

DON'T be tempted to take this further and try to simply lift another Club's constitution - it will just cause you more problems in the long run. It's important that everyone involved with the setting up of the Club understands what is in the constitution and why it is there.

The Club Constitution

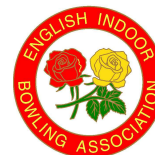
The constitution of the Club is vital in that it has always been recognised that the constitution sets out the complete contract of each member with all the other members. Each member is governed by and entitled to the benefits contained in the constitution when he joins and as modified by any approved alteration whilst he remains a member.

Constitution Headings (also known as Clauses)

Below is basic Constitution Template.

This is only a guide though - only you will know whether it would need to be changed amended for your Club.

Each Club should carefully consider the most appropriate constitution for its particular circumstances.



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INSERT NAME OF CLUB

1. Name

The Club will be called NAME OF CLUB and will be affiliated to the NAME OF NATIONAL GOVERNING BODY.

2. Aims and objectives

The aims and objectives of the Club will be:

- To offer coaching and competitive opportunities in NAME OF SPORT.
- To promote the Club within the local community and NAME OF SPORT.
- To manage the NAME OF FACILITY.
- To ensure a duty of care to all members of the Club.
- To provide all its services in a way that is fair to everyone.

3. Membership

To ensure all present and future members receive fair and equal treatment.

Membership should consist of officers and members of the Club.

All members will be subject to the regulations of the constitution and by joining the Club will be deemed to accept these regulations and codes of practice that the Club has adopted.

Members will be enrolled in one of the following categories:

- Full member.
- Associate member.
- Junior member.
- Life member.

4. Membership fees

Membership fees will be set annually and agreed by the Executive/Management Committee or determined at the Annual General Meeting.

Fees will be paid annually/monthly/by weekly subscription.

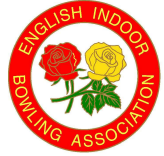
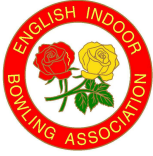
5. Officers of the Club

The officers of the Club will be:

- Chair.
- Vice Chair.
- Honorary Secretary.
- Treasurer.
- Fixtures Secretary.
- Publicity Officer.
- Volunteer Coordinator.
- Any other relevant position.

Officers will be elected annually at the Annual General Meeting.

All officers will retire each year but will be eligible for re-appointment.



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6. Committee

The Club will be managed through the Management Committee consisting of:

- NAMES OF OFFICER POSTS.

Only these posts will have the right to vote at meetings of the Management Committee.

The Management Committee meetings will be convened by the Secretary of the Club and held no less than NUMBER OF MEETINGS times per year.

The quorum required for business to be agreed at Management Committee meetings will be: NUMBER [ACCORDING TO NUMBER OF OFFICERS IN POST].

The Management Committee will be responsible for adopting new policy, codes of practice and rules that affect the organisation of the Club.

The Management Committee will have powers to appoint subcommittees as necessary and appoint advisers to the Management Committee as necessary to fulfil its business.

The Management Committee will be responsible for disciplinary hearings of members who infringe the Club rules/regulations/constitution. The Management Committee will be responsible for taking any action of suspension or discipline following such hearings.

7. Finance

All club monies will be banked in an account held in the name of the Club.

The Club Treasurer will be responsible for the finances of the Club.

The financial year of the Club will end on: DATE.

An audited statement of annual accounts will be presented by the Treasurer at the Annual General Meeting.

Any cheques drawn against Club funds should hold the signatures of the Treasurer plus up to two other officers.

8. Annual General Meetings

Notice of Annual General Meetings (AGM) will be given by the Club Secretary. Not less than 21 clear days notice to be given to all members.

The AGM will receive a report from officers of the Management Committee and a statement of the audited accounts.

Nominations for officers of the Management Committee will be sent to the Secretary prior to the AGM.

Elections of officers are to take place at the AGM.

All members have the right to vote at the AGM.

The quorum for AGMs will be NUMBER [USUALLY 25% OF THE MEMBERSHIP].

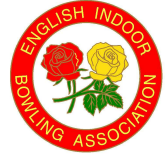
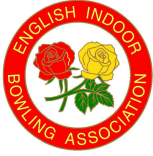
The Management Committee has the right to call Extraordinary General Meetings (EGMs) outside the AGM. Procedures for EGMs will be the same as for the AGM.

9. Discipline and Appeals

See below the recommended wording for this Clause

10. Safeguarding

The Club shall adhere to the Safeguarding Policies as recommended by the NAME OF NATIONAL GOVERNING BODY and will ensure that all the contents are communicated to members and clearly displayed within the Club premises for Members and Visitors.



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11. Dissolution

A resolution to dissolve the Club can only be passed at an AGM or EGM through a majority vote of the membership.

In the event of dissolution, any assets of the Club that remain will become the property of NAME OF GOVERNING BODY OR SOME OTHER CLUB WITH SIMILAR OBJECTIVES TO THOSE OF THE CLUB.

12. Amendments to the constitution

The constitution will only be changed through agreement by majority vote at an AGM or EGM.

13. Declaration

NAME OF CLUB hereby adopts and accepts this constitution as a current operating guide regulating the actions of members.

Signed: Date:

Name:

Position: Club Chair

Signed: Date:

Name:

Position: Club Secretary

Matters for consideration when compiling a Constitution

Name

A straightforward one to begin - just the full name of your Club. It is worth mentioning here though that if your Club would like to apply for charitable status in the future, then you should check the Charities Commissioner to make sure that the name you plan to use has not already been taken by another charity.

Aims and/or Objectives

This clause might also seem fairly straightforward, but it is worth taking a bit of time to talk it through. You might have a definite idea of what your Club wants to do now, but could the aims change with time? Once your constitution has been formerly accepted by the membership of the Club, it will take more work to try to change it. It is better to take time at the beginning to decide on the aims of the Club, both for now and in the future.

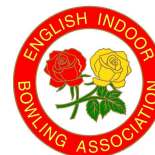
Membership

Here are some of the questions you need to think about for this section:

- Who can join the Club?
- What do they have to do to join?
- When will membership applications be considered?
- Can membership ever be withdrawn?
- Do you allow junior membership?

Aim for a clear statement of who can join your Club, but try not to make it too restrictive. Also, show there is a clear procedure for people to become members, for example through filling in an application form or paying a membership fee. It is good practice to keep an up-to-date list of members, so a form is a good idea.

Consider whether or not you need a clause that says that the Management Committee has the right to refuse membership - there may be specific circumstances where it would be inappropriate for a particular individual to become a member.



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Meetings

There are several different kinds of meetings which you need to think about for this section:

- **Annual General Meeting (AGM)**

All Clubs should have an annual general meeting. Your constitution should outline the business of each AGM, set a quorum for the meeting and indicate the length of notice to be given to members that an AGM is approaching (usually 21 days). Again, you should also indicate how decisions will be reached – it is usual to state that each member will have one vote and in the event of a tie, the Chair will have the casting vote.

- **Special General Meeting (SGM)**

Your Club may want to include provision in the constitution for a Special General Meeting. This comes into play if a sufficient number of members feel a meeting of all members should be called to discuss a particular issue and wish to compel the management Committee to call such a meeting. If this clause is included, it is important to say what proportion of the membership is required to support the call for an SGM - perhaps one third or a half.

- **Management Committee Meeting**

Think about how often the Club will want its Management Committee to meet and how the meetings will be called (usually the Secretary will do this - more about Office Bearers later). A quorum should be set for the Management Committee Meetings - the quorum is the minimum number of committee members that have to be present for decisions to be taken. You should also consider what happens if the committee is divided on an issue and a vote needs to be taken - normally the decision will be taken on a majority of votes, with the Chair having a casting vote in the event of an equal vote.

Electing a management committee is the most practical way to deal with the management of your Club. The constitution should set out who can stand for the management committee (usually only members are eligible) and how each member is selected. It is usual to elect the members of the Management Committee at the AGM. The Constitution should set out a minimum and a maximum number of Management Committee members - think about a realistic figure. Other things to think about include:

- What Office Bearers will you need? A Chairperson, Treasurer and Secretary are usually essential
- Will you need any sub-committees now or in the future?
- Should the Club limit the amount of time someone can serve on the committee?
- Can membership of the management committee be removed? What would the procedure be?

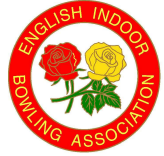
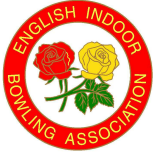
One last thing about the Management Committee - if you are involved in a new Club, it may seem as though thinking about employing a member of staff is a long way off (maybe it is something your Club will never want to do!).

However, it is a good idea to include a clause about membership of the Management Committee in relation to staff – it is generally the case in voluntary Clubs that employees are not eligible for membership. If you think that you might want to apply for charitable status in the future, then this is particularly relevant. There are strict legal guidelines in relation to remuneration for Charity Trustees and your Club would need to be able to present a strong case if you wanted to include an employee on the Management Committee.

Finance

The Finance section is an important part of the constitution. Potential funders or donors will want to see that your Club is organised in terms of its finances. The constitution should show that you are accountable and have clear procedures for dealing with money.

The Constitution should contain a general statement that all monies raised will go towards furthering the aims and objectives of the Club. There should be clauses relating to the role of the Treasurer in keeping up-to-date financial records and making financial reports to the rest of the committee.



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The Finance section also has to cover:

- Annual examination of accounts
- Authorised signatories for the Club's bank account - a minimum of two are required, and they should not be related

Many Clubs write into the constitution a requirement for a full audit of the accounts each year - this is unnecessary. Independent examination is fine for smaller Clubs and will be considerably less expensive. If Clubs become larger and take on Charitable or Company status then audit requirements are set for them by Charitable or Company Law.

Subscriptions

Sample wording:

The subscription for an ordinary/associate member shall be a sum as determined each year by the Management Committee. The Management Committee may, at its discretion, introduce new classes of membership and may permit reduced subscriptions for periods of less than the normal subscription period.

Annual subscriptions shall be payable on election to the Club as a new member as provided in Rule. . . and thereafter by June 30th each year. Any member whose subscription remains unpaid by the due date shall cease to enjoy the privileges of membership.

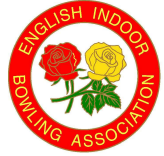
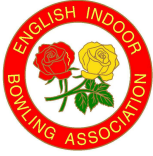
Some Clubs adopt a system whereby the Annual General Meeting of the Club endorses or rejects the subscription recommendations of the Management Committee. This system is more democratic than that included in the suggested rule above. However it runs the risk that the Annual General Meeting rejects the Management Committee's recommendations which are made with the benefit of detailed and intimate knowledge of the Club's financial position.

Discipline and Appeals

We would recommend that the above basic wording in supplemented with the following procedures.

Discipline and Appeals Procedure

- 1 Every Club must have a written disciplinary procedure and expulsion provision as part of their constitution (or if no formal constitution, Club Rules) and when a disciplinary matter arises, this must be strictly adhered to.
- 2 This procedure should state that breach of Club rules may result in disciplinary action being taken against a member and give an indication of the action that the Club may take if an offence is proven. This might take the form of a warning, verbal or written, temporary banishment or even expulsion. The format of the procedure should also be explained.
- 3 The procedure should include at least three stages
 - 3.1 **The Initial Inquiry**
 - 3.1.1 An initial hearing should be held by the Committee to establish whether or not there is a case to answer. It would not be essential for the alleged offender to be present at this stage, although he/she should be made aware that they are being investigated and the reason for the investigation. The minutes of this hearing must be recorded in writing.



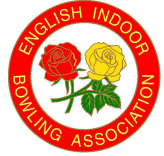
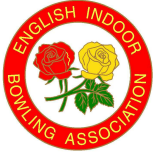
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3.2 The Hearing

- 3.2.1 If the initial hearing determines that there is a case to answer, the alleged offender should be advised of the allegation against him/her in writing by the Club Secretary and invited to attend a hearing by the Committee. The alleged offender must be informed that he/she has the right to be represented at the hearing.
- 3.2.2 At the hearing, the Committee should reiterate the allegations, allow the alleged offender to answer and then ask whatever questions are deemed to be relevant and both the questions and the answers should be recorded. The hearing would also hear evidence from any witnesses. The minutes of this hearing must be recorded in writing. Having heard all the evidence, the Committee would then determine whether the offender is guilty of the offence or not. If it so decides, it should then determine what action, if any is to be taken. It is important that any action is seen to be what a fair and reasonable person would deem appropriate having regard to the offence committed. The Committee's decision on disciplinary action should be communicated to the offender in writing without delay and in any event, within 48 hours of the hearing. The notice of disciplinary action should include a statement setting out the following: -
- 3.2.2.1 Details of the offence, which he/she has been found guilty of.
 - 3.2.2.2 Details of the decision of the Committee and the action to be taken.
 - 3.2.2.3 An explanation of the offender's right of appeal to the Club in general meeting.
 - 3.2.2.4 An explanation of the Appeal procedure.

3.3 The Appeal Procedure

- 3.3.1 This is an essential part of a disciplinary procedure and the offender must be advised of his/her rights regarding this. It is recommended that a copy of the appeals procedure is provided to the offender and this should explain: -
- 3.3.1.1 That a request for an appeal hearing should include the basis of the request. (e.g. new evidence or information, unreasonable disciplinary action for the offence committed etc.)
 - 3.3.1.2 How the request for an appeal hearing should be made. (e.g. in writing)
 - 3.3.1.3 To whom it should be made. (e.g. Club Secretary or other nominated person)
 - 3.3.1.4 That the offender may be represented at the hearing if he/she so wishes.
 - 3.3.1.5 The timescale within which an appeal must be lodged. (e.g. fourteen days following receipt of the decision of the Disciplinary Committee)
 - 3.3.1.6 How long after the receipt of an appeal request, the process will take to complete. (e.g. fourteen days)
 - 3.3.1.7 That the decision of the Club on Appeal is final and binding.
- 3.4 If an appeal is made correctly and is accepted for consideration by the Club Committee, an Extra Ordinary Meeting must be called. At this Extra Ordinary Meeting, the offender would have the right to be represented and he/she should be asked to put a case forward explaining why they believe the decision of the Committee to be unacceptable. The offender should be permitted to introduce witnesses who may have other information about the alleged offence or who may



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simply be character witnesses. When all evidence has been provided, the members would then consider the case and a vote taken. The members have the option of confirming the decision of the Committee or changing it in the light of any additional information that may have been provided at the Extra Ordinary Meeting.

The decision of the meeting should be minuted and communicated in writing to the offender and is binding.

If such a procedure was operated, it is unlikely that the offender could get the decision of the Club overturned on the grounds that a satisfactory procedure was not followed.

Dissolution

It may seem strange to have to think about winding up if your Club has only just come together! However, from the point of view of funders and anyone who might want to support your work financially, it is important to know what would happen to any money or assets held by your Club if it was to wind up. In this situation, any monies or assets are normally passed to another Club with similar aims.

A motion proposing dissolution would normally have to be supported by at least two thirds of the membership at a meeting specifically called for this purpose.

Sample wording:

If the Club shall pass in General Meeting, by a majority comprising two-thirds or more of the members present and entitled to vote, a resolution of intention to dissolve the Club, the Management Committee, or failing them the Trustees, shall take immediate steps to convert all of the assets of the Club into money. The conversion of assets, or some of the assets, into money may however be postponed if the Club in General Meeting shall so authorise.

The proceeds of the conversion shall be used by the Trustees firstly to discharge all the debts and liabilities of the Club. Any balance shall be disposed of by them as- the Club in General Meeting shall resolve and, thereupon, the Club shall be treated as dissolved.

If the Club does not decide, within one year of the date of the resolution of the intention to dissolve, upon the disposition of any such balance, it shall be divided equally between all persons who were ordinary members of the Club at the date of the resolution of the intention to dissolve.

A copy of the notice covering any General Meeting under this rule shall be sent by the Secretary by post to every member not less than twenty one days before the date appointed for the Meeting...

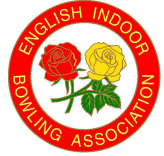
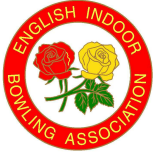
Alterations to the Constitution

A constitution should be a living document, and that means it may need to be changed and updated as your Club progresses. A change to the constitution can be quite significant though, so it is usual to state that at least two thirds of the membership needs to support the change. Normally this would happen at a general meeting specifically called for the purpose of amending the constitution, although it can be dealt with at the AGM.

Sample wording:

These rules may be altered, added to or revoked by a majority comprising two-thirds or more of the members present and entitled to vote at any General Meeting of the Club of which notice has been duly given under Rule..... specifying the intention to propose the alteration, addition or revocation together with details of the proposed change...

It is vitally important that the Club constitution provides a mechanism for the change of rules — it would otherwise be impossible for the Club to be kept up to date. The form of the 'change' rule suggested above contains a stipulation as to the size of majority required for a change (in this example, a two-thirds majority). This is sometimes advisable to ensure some continuity in the Club rules and establish that a change is one desired by most of the members and not by a very small majority. If change is permitted by a simple majority it is very likely that an attempt 'to change the rule back' will be made in the near future by the narrowly defeated minority.



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Additional Clauses for your Constitution:

Powers

This section deals with the specific functions related to the Club such as providing services or activities to further the aims and objectives. The Powers clause can also outline the Club's ability to:

- Raise funds
- Employ staff
- Lease/hire or purchase property
- Take out insurance
- Liaise with other Clubs

Most Clubs have a pretty comprehensive list of powers within their constitution even if they do not think that they will all be needed right at the beginning. It is best to think broadly rather than having to add things in at a later date

Trustees

Sample wording:

There shall be four Trustees of the Club who shall be appointed by the Club in General Meeting as necessary...

A Trustee shall hold office for. . . years.. . or until he shall resign, or until a resolution removing him from office shall be passed...

All property of the Club, including land, shall be held by the Trustees in their own names so far as necessary, for the use and benefit of the Club...

The Trustees shall in all respects act, with regard to any property of the Club held by them, as directed by the Management Committee, and shall have power to...

Why is it necessary to have Trustees in a members' Club? The main reason is that unless a Club is incorporated it cannot itself hold property. It is therefore necessary in a non-incorporated members' Club, if members are to use premises or any other communal asset, for a person or persons recognised by the law to be appointed to hold the tenancy or conveyance of the premises or to assure the legal ownership of the assets. The assets are then held on behalf of the Club as a whole.

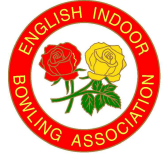
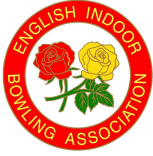
It follows that the constitution of the Club should lay down rules for the appointment, regulation and conduct of trustees. A clause asserting that they should always act in accordance with the wishes of the Management Committee and in the best interests of the Club is essential.

Although the vesting of property in Trustees is the most common method of dealing with the problems caused by a members' Club's lack of legal personality there is another method that is sometimes employed. A number of Clubs have established wholly owned subsidiary companies whose shareholding is all in the hands of the Club members and the company covenants income to the parent Club.

Byelaws

Sample wording:

The Management Committee may make, vary and revoke byelaws, provided that they are not inconsistent with these rules for the administration and control of the day-to-day internal affairs of the Club. These byelaws shall be binding on all members.



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It is convenient to authorise the Management Committee of a Club to make, amend or revoke byelaws for regulating internal Club affairs. If the Management Committee does not possess this power, fairly trivial internal affairs will have to be expressly regulated by the rules of the Club which may therefore require very frequent changes agreed by a majority of the Club in General Meeting. However, the power of the Management Committee regarding byelaws must be expressly conferred in the Club constitution, if they are to be valid and effective.

The issues covered above are, in most cases, the most important issues for a Club to regulate in a constitution. There are other matters such as the following which may be applicable in a particular case:

- Affiliation to other Clubs and Clubs
- The use of the Club premises by members, visitors from other organisations, and members' guests
- The conditions, if any, under which the Management Committee may raise loans or any other financial provisions
- The financial limit for spending on a particular item — for example, a new building — that a management committee can authorise without reference to a general meeting of the Club
- The staff to be employed by the Club.

And Finally

Your constitution needs to be formally adopted. Call a meeting of everyone who has been involved in the Club to date and give everyone a chance to raise any questions they may have.

To adopt the constitution, it needs to be signed and dated by two people currently involved in the Club. Ideally, if a Steering Club has already been formed with Office Bearers then the Office Bearers should sign the constitution.

It is advisable that a solicitor with some experience of 'Club law' be used to approve a draft set of rules. It will be less expensive to prepare a draft yourself, using recommended sources, and have it checked by a solicitor rather than ask him to draw up and submit a Club constitution.

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