

Black Canon Collective

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Club Constitution

In this document, the term “The Club” refers to the Black Canon Collective, for which this document is the Constitution.

The purpose of this constitution is to define the operating framework of The Club and the overarching membership rules by which all members are bound.

The constitution is supported by the CLUB RULES AND DISCIPLINARY PROCEDURES that define matters relating to the safe and responsible conduct of its members at mountain biking rides and during club activities organised by The Club. Further guidance for members is provided in the CODE OF CONDUCT.

Use of the masculine form (he, his, the chairman) does not imply the gender of the subject. Its use should be taken to denote the both the masculine and feminine.

The term “SHALL” implies that the clause to which it relates must be adhered to in all circumstances. Use of the terms “SHOULD” or “MAY” imply that guidance or clarification is being given, and allows the club officials to exercise their discretion.

1. Name of the Club

The name of The Club shall be the “Black Canon Collective”. The abbreviation “BCC” refers equally to The Club.

The use of “Sofari Sogoodi” may be used for unofficial branding.

2. Objectives

The purposes of the Club are to promote and encourage safe and responsible activities in relation to amateur mountain bike riding and trail building in the Longleat area and community participation in the same.

The focus of the Club shall be the development and conservation of the land that is licenced to the club by the Longleat Estate.

Although set-up for the benefit of riders living near Longleat, UK, this is not a requirement for membership, as such the club will be open to members from anywhere in the UK.

The Club shall provide a framework for its members, of all abilities, to organise and conduct mountain bike events.

Black Canon Collective

The Club is committed to encouraging the highest ethical standards. All individuals involved in the Club shall conduct themselves with integrity, transparency, accountability and in a fair and equitable manner.

The Club shall be protected by third party liability insurance and shall provide professional indemnity insurance for its trustees and officers. The Club may affiliate to any organisation that can provide support, guidance or services to the club, or campaigns on behalf of cyclists.

3. Membership

Membership of the club shall be open to anyone interested in the sport on application regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs. However, limitation of membership according to available facilities is allowable on a non-discriminatory basis. If over subscribed the club shall operate a waiting list where by the next available membership is offered to the person at the top of the waiting list (on a first come, first served basis) and not offered to someone lower down the list for any reason.

The club may have different classes of membership and subscription on a non discriminatory and fair basis. The club will keep subscriptions at levels that will not pose a significant obstacle to people participating.

The club committee may refuse membership, or remove it, only for good cause such as conduct or character likely to bring the club or sport into disrepute. Appeal against refusal or removal may be made to the committee.

All members of the club shall agree to be bound by the *Club Rules and Disciplinary Procedures* and conduct themselves in accordance with the *Code of Conduct*.

3.1 Types of membership

Two levels of membership are defined:

3.1.1 Full membership

Full membership shall be afforded to any person who has paid the subscription. Full members shall have full access to all facilities provided by the club.

3.1.2 Part Membership

The purpose of part membership is to allow less frequent or one off users to take part in club activities at a more reasonable rate. Part members will not be entitled to the same benefits as full members. The detail of these differences is to be decided at the AGM by the committee and explained in the document entitled *Club Membership*.

Black Canon Collective

3.2 Membership Year

The membership renewal date will be 4 weeks after the AGM held in April of each year. A person may join at any point during the year; their membership fee will be proportional to the remaining time before the renewal date.

4. Management

The Club shall be run and administered as detailed below:

4.1 Committee

The purpose of the committee is to uphold and apply the *Constitution* and *Club Rules and Disciplinary Procedures*. The committee shall consist of three officers and up to five other members. The committee year shall run April to April, with committee elections at the AGM.

4.1.1 Club Officers

The three club Officers take on specific responsibilities as described below. If they are unable to attend a meeting, they should nominate another committee member to stand in their place if required.

4.1.1.1 Chairman

The chairman shall chair the meetings of The Club. He shall ensure that the *Constitution* is correctly applied by the committee and oversee the running of the whole club. He shall prepare a report of the club year to be presented at the AGM.

4.1.1.2 Secretary

The secretary shall ensure that minutes are recorded for the club meetings and make them available to all members.

4.1.1.3 Treasurer

The treasurer shall keep a record of financial transactions and maintain accounts for The Club. The treasurer shall before standing down at the AGM propose the subscription level for the following Club financial year to be approved by a vote.

4.1.2 Other Committee members

A maximum of five other committee members shall be elected, although none are required in addition to the officers for the committee to function.

Black Canon Collective

The club officers shall create other specific committee roles as they see fit, for example, Media, Conservation etc.

4.2 Trustees

Three Trustees *ex officiiis* shall be nominated from the elected committee members. Trustees shall hold any property belonging to the Club in their name and shall further be entitled to sue and be sued on behalf of the Club as trustees *ex officiiis*. They shall all be entitled to personal indemnity out of the funds of the Club where they are acting bona fide in their capacity as Officers of the Club.

4.3 Website developers and administrators

4.3.1 Developers

A developer is defined as any member engaged in the development or hosting of web services for The Club. A developer is not required to produce content for the website, that being the responsibility of the committee. A developer need not be a member of the committee, and if he is not, should seek the approval of the committee before changing any content or service.

4.3.2 Administrators

The role of web admin is to ensure that postings to the forum and gallery by club members comply with the *Code of Conduct*. Web admin shall seek resolution to any issues by private discourse with the author and any complainants. If a satisfactory resolution can not be agreed by consent, the administrator shall escalate to the committee for further consideration before any action is taken. Web administrators shall not take any unilateral action, including

- (a) Altering, censoring or deleting material posted on the forum.
- (b) Barring users.

Rights to administer the website and associated forum and gallery shall be granted automatically to elected officers for the duration of their office. Admin permissions shall also be granted by right to the web developer(s). The committee may also grant administration privileges to other committee members and trusted club members which may be withdrawn at any time, and shall be reviewed annually.

4.4 Disciplinary Action

Disciplinary action may be taken against a member for persistent or serious breach of the *Club Rules*, the terms of the *Constitution*, or the *Code of Conduct*, particularly:

- a. Bringing the club or the bodies to which it is affiliated into disrepute.

Black Canon Collective

- b. Dangerous behaviour resulting in injury to another club member or member of the public.
- c. Unauthorised construction of trails, or use of illegally constructed or off-limits trails.
- d. Breach of the club Rules.
- e. Repeated failure to comply with the Code of Conduct.

If the committee need to take disciplinary action, this shall be done in a private and confidential manner. They shall consider all disciplinary cases in a consistent manner, and ensure that the member is made aware of why action is being taken. He shall be given the right to represent himself at a committee meeting.

In the first instance, an amicable resolution shall be sought. If this should fail, a warning shall be issued. The committee reserve the right to expel from The Club any member who repeatedly fails to comply with the *Club Rules* or *Code of Conduct*. Expulsion should be used as a last resort.

5. General Meetings

5.1 Annual General Meeting (AGM)

The annual general meeting shall take place in April of each year and shall be the meeting at which the committee and its officers is approved, and where changes to the constitution, rules, and financial arrangements (including the level of membership subscription) are approved. Minutes shall be produced for the AGM.

Notification of the AGM shall be made six weeks before the date set for the AGM, and nominations for committee received no later than two weeks before the date set for the AGM.

Only full members shall be entitled to attend and vote at an AGM.

5.2 Extraordinary General Meeting (EGM)

An extraordinary general meeting shall be held when it becomes necessary to conduct business that would normally be held at the AGM, at some other time. Minutes shall be produced for an EGM. Notification of an EGM shall be at least one week. Only full members shall be entitled to attend and vote at an EGM. No less than 10 (ten) members are required to call an EGM.

5.3 Ordinary Club Meeting

Ordinary Club Meetings shall be held as required throughout the year for the purposes of keeping members generally informed about matters related to the club. Minutes need not be produced for an Ordinary Club meeting though it is advised that they be recorded.

Black Canon Collective

5.4 Committee Meetings

Committee meetings shall be attended by the club officers and committee members in accordance with an appropriate calendar. The purpose of the committee meeting is to ensure the continued day-to-day running of the club and to discuss any issues raised by a club member or third party contacting the club. Where appropriate, an ordinary full member may be invited to attend a committee meeting to make a representation on his behalf or on behalf of a group of members. Minutes shall be produced for the Committee Meetings and the minutes made available to any full club member who requests them.

5.5 Voting

With the exception of changes to the Constitution, decisions put to a vote shall be resolved by simple majority at General Meetings.

The Chairman of the Club shall hold a deliberative as well as a casting vote at general and committee meetings, in each case at the time the meeting commences its business.

6. Finances and Accounts

The Club shall operate on a not-for profit basis. All surplus income or profits are re-invested in the club. No surpluses or assets will be distributed to members or third parties. Club accounts prepared annually for the AGM by the treasurer. The Club shall set its subscription level annually based on the predicted membership level and predicted costs for the year to come. A surplus may be carried forward into each financial year to allow for routine expenditure required while subscriptions are being collected. The treasurer shall recommend a club subscription fee and set the surplus level at the start of each financial year. The club accounts shall be audited by a third party for prior to the AGM.

6.1 Financial Year

The financial year shall run 1st April to March 31st the following year. Accounts for the year ending 31st March shall be presented at the AGM in April that year for approval by a vote.

7. Club Rules and Code of Conduct

7.1 Club Rules

The *Club Rules* are used to ensure that members of The Club conduct themselves in a safe and responsible manner. The rules should be kept to an absolute minimum so as to give club members the maximum possible freedom.

Individuals wishing to join the club shall indicate that they agree to be bound by the Rules.

Black Canon Collective

Alterations shall only be made to the *Club Rules* at an AGM or EGM and shall be proposed by the committee. During the course of the AGM, the chairman may accept amendments to the proposed alteration from the floor. Alterations to the rules shall be accepted by a majority vote at the meeting. The committee shall perform an annual review of the *Club Rules*.

7.2 Code of Conduct

The aim of the *Code of Conduct* is to ensure that club members behave so as not to cause offence to each other. The Code of Conduct applies to riding activities, social events, meetings and use of the website.

Alterations to the Code of Conduct may be made by the committee at any time and do not require a membership vote.

8. Dissolution

The Club is a non-profit making organisation. All profits and surpluses will be used to maintain or improve or develop the Club's facilities or to carry out the objects of the Association to which it is affiliated. No profit or surplus will be distributed other than to another non-profit making body on a winding-up or dissolution of the Club.

Upon dissolution of the club any remaining assets shall be given or transferred to another registered CASC, a registered charity or the sport's governing body.

In the event of a Club defaulting on any financial transaction the members will be jointly responsible.

9. Related Documents

- Club Rules and Disciplinary Procedures
- Code of Conduct
- Club Membership
- Club Operated Land

Closing Remarks

Any matter not covered by the foregoing shall be decided by the committee.

Andrew Denham
Chairman