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**Rules<sup>1</sup>**  
**of**  
**Medway Fit**

1. **Interpretation**

1.1 Unless the context requires otherwise, the following terms in these Rules shall have the following meaning respectively:

<b>Core Team</b>	means the management Core Team of the Club
<b>Chair</b>	means the person appointed as chair of the Club in accordance with these Rules;
<b>Club</b>	means the club intended to be regulated by these Rules;
<b>England Athletics</b>	means England Athletics Limited (company number: 05583713) (or its successor body);
<b>Member</b>	means a member of the Club (and a member shall be legally bound by these Rules in accordance with rule 10);
<b>Objects</b>	has the meaning given in rule 3;
<b>Officers</b>	means the members of the Core Team;
<b>Secretary</b>	means the person appointed as secretary of the Club in accordance with these Rules;
<b>Treasurer</b>	means the person appointed as treasurer of the Club in accordance with these Rules;
<b>UKA</b>	means UK Athletics Limited (company number 03686940) (or its successor body);
<b>Writing and written</b>	includes email

2. **Name and Office**

2.1 The Club shall be called **Medway Fit**

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<sup>1</sup> These rules are for an unincorporated association members' club only and are not company law compliant; therefore if you decide to incorporate the Club, you will need to adopt a new form of governing document, known as 'articles of association'. Please refer to EA's Club Structures guide for more details.

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2.2 The principal office of the Club shall be situated in England.

3. **Objects<sup>2</sup>**

The objects of the Club (Objects) are for the public generally;

3.1 To promote community participation in healthy recreation by providing facilities for running and such other sports capable of improving fitness and health and coaching, competition and other services to support these activities.

4. **Ethos**

4.1 The Club is committed to ensuring that equity is incorporated across all aspects of its operations, activities and development. In doing so, the Club acknowledges and adopts the following Sport England definition of sports equity:

*'Sports equity is about fairness in sport, equality of access, recognising inequalities and taking steps to address them. It is about changing the culture and structure of sport to ensure it becomes equally accessible to everyone in society.'*

4.2 The Club respects the rights, dignity and worth of every person and shall treat everyone equally within the context of their sport, regardless of age, disability, gender, gender reassignment, race (including ethnicity and nationality), religious belief, sex, sexual orientation, pregnancy, maternity or social/economic status.

4.3 The Club is committed to everyone having the right to enjoy their sport in an environment free from threat of intimidation, harassment and abuse.

4.4 All Members have a responsibility to oppose discriminatory behaviour and promote equality of opportunity.

4.5 The Club will deal with any incidence of discriminatory behaviour seriously according to the Club's disciplinary procedures set out in the code of conduct.

5. **Exercise of Powers<sup>3</sup>**

In furtherance of the Objects but not otherwise the Club may exercise the following powers:

5.1 to carry on a sports club;

5.2 to provide sports coaching, training and equipment;

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- 5.3 to participate in and organise leagues, competitions, tournaments and matches and related activities;
- 5.4 to provide information, advice and guidance in running and/or athletics, competitions, coach development and other related activities;
- 5.5 to publish or distribute information including by means of reports, books, leaflets, films, videos, websites and any other media;
- 5.6 to draw, make, accept, endorse, discount, execute and issue promissory notes, bills, cheques and other instruments and to open and operate bank accounts in the name of the Club;
- 5.7 to accept or disclaim gifts of money or any other property;
- 5.8 to raise funds and to invite and receive contributions;
- 5.9 to purchase, take on, hire, lease, acquire, alter, improve, construct and maintain property and equip it for use;
- 5.10 to reconstitute as a body corporate and transfer some or all of the undertaking, assets and liabilities of the Club to its corporate successor;
- 5.11 to insure the property of the Club against any foreseeable risk and to take out other insurance policies to protect the Club and the Officers when required including the provision of indemnity insurance to cover the liability of the Officers and other staff and volunteers;
- 5.12 to set aside income for special purposes or as a reserve against future expenditure but only in accordance with a policy in Writing on reserves determined by the Core Team; and
- 5.13 to do all such other lawful things as may further or are conducive to the Objects or any of them.

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## 6. **Club Finances and Property<sup>4</sup>**

- 6.1 A bank account shall be opened and maintained in the name of the Club (**Club Account**). Designated account signatories shall be the Chair, the Secretary and the Treasurer. No sum shall be expended from the Club Account by electronic transfer approved by at least one of the designated signatories subject to a maximum amount fixed by the Core Team. All monies payable to the Club shall be received by the Treasurer and deposited in the Club Account as soon as is reasonably practicable. The Club Account shall be managed in accordance with any finance policy drawn up by the Core Team and/or in accordance with the reasonable instructions of the Core Team (acting collectively) from time to time.
- 6.2 The Club's financial year shall end on 31 March each year or such other date as the Core Team may determine from time to time provided that no financial year shall be shortened to less than nine months or extended to more than fifteen months.

## 7. **Affiliation**

Subject to these Rules and the general law, the Club shall have the potential to become a member of or affiliate to England Athletics and any constituent body designated to it by England Athletics and the Club shall comply with and uphold the rules and regulations of England Athletics and of any such constituent body for the time being in force.

## 8. **Club Membership**

- 8.1 The Members from time to time shall be those persons listed in the Club's register of members which shall be maintained electronically by the Secretary.
- 8.2 The Core Team may make bye laws under rule 21 below establishing classes of membership with different rights and obligations and shall record such rights and obligations in the Club's register of members.

## 9. **Admission to Membership**

- 9.1 Any person who wishes to be a Member must apply in such form as is determined by the Core Team from time to time and deliver it to the Chair or the Secretary.
- 9.2 Membership of the Club is open to all without discrimination and may only be refused where admission to membership would be contrary to the best interests of sport or the good conduct and interests of the Club. No person shall be denied membership of the Club on the grounds of race (including ethnicity and nationality), age, disability, gender, gender reassignment, sex,

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occupation, sexual orientation, religious beliefs, political or other beliefs, pregnancy or maternity. A person may appeal against any denial of membership in accordance with rule 22 below.

9.3 The Core Team or the Members may from time to time fix the levels of admission fees and annual subscriptions to be paid by different categories of Members provided that the Core Team or the Members (as the case may be) shall use its best endeavours to ensure that any such fees or subscriptions do not preclude open membership of the Club.

9.4 Membership is not transferable to anyone else.

## 10. **Conditions of Membership**

10.1 These Rules, including any bye laws made under rule 21 below, shall form a binding agreement between each Member and Members shall comply with these Rules and bye laws.

10.2 The Members shall pay any admission fees and annual subscriptions set by the Core Team under rule 9.3 above.

10.3 Subject to these Rules and the general law, the Members shall so exercise their rights, powers and duties and shall where appropriate use their best endeavours to ensure that others conduct themselves so that the business and affairs of the Club are carried out in furtherance of the Objects and in accordance with the rules and regulations of England Athletics and UKA for the time being in force.

## 11. **Cessation of Membership**

11.1 Membership of the Club shall terminate if:

11.1.1 the Member dies;

11.1.2 the Member, being an individual, is convicted of a criminal offence which involves dishonesty or any other offence, relating to safeguarding, drugs and any crime involving violence (including any convictions relating to children) at the Core Teams discretion

11.1.3 the Member resigns by notice in writing to the Club by giving at least seven days' notice in writing to the Club provided that upon such resignation the number of Members is not less than one.

11.1.4 the Member is in arrears to the Club and his or her subscriptions or any other payments are at least three months overdue;

11.1.5 the Member is removed from membership by a resolution of the Core Team as a result of application of the Club's (or England Athletics) disciplinary policy.

11.1.6 More than 2 years has expired since the member last engaged with club activities.

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11.2 The Core Team may exclude the Member from the Club's activities until the meeting has considered this matter (save that he or she shall be entitled to attend the meeting in question for the purpose of making representations to the meeting). A person may appeal against a decision to remove him or her from membership in accordance with rule 22 below.

11.3 Any person ceasing to be a Member forfeits all rights in relation to and claims upon the Club, its property and its funds and has no right to the return of any part of his subscription fee. Without prejudice to the foregoing, the Core Team may refund an appropriate part of a resigning Member's subscription fee if it considers it appropriate in all the circumstances.

11.4 In the event of a Member's resignation or expulsion, his or her name shall be removed from the Club's register of members.

## 12. **Powers of the Core Team**

12.1 The Core Team shall be responsible for the management of all the affairs of the Club and may exercise all the powers of the Club.

12.2 No alteration of these Rules and no such direction by the Members shall invalidate any prior act of the Core Team which would have been valid if that alteration had not been made or that direction had not been given.

12.3 The Core Team shall have the power to decide all questions and disputes arising in respect of any issue concerning the Rules.

12.4 The Core Team may, while retaining responsibility pursuant to rule 12.1, delegate to any person, company or sub-Core Team any of its powers or functions, the implementation of any of its decisions or the day-to-day management of the affairs of the Club by such means, to such an extent, in relation to such matters or areas and on such terms as they may determine in accordance with these Rules.

12.5 Subject to these Rules and the general law, the Core Team shall so exercise its rights, powers and duties and shall where appropriate use its best endeavours to ensure that others conduct themselves so that the business and affairs of the Club are carried out in furtherance of the Objects and in accordance with the rules and regulations of England Athletics and UKA for the time being in force.

## 13. **The Core Team**

13.1 The Core Team shall consist of a minimum of 3 Officers<sup>5</sup>, including the following:

13.1.1 Club Chair;

13.1.2 Club Treasurer;

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13.1.3 Club Secretary;

13.1.4 any other Officers selected by the Core Team.

13.2 Each Officer shall hold office from the until they retire by writing to the Chair

13.3 Any vacancy on the Core Team which arises may be filled by a Member proposed by one Officer, seconded by another Officer and approved by the Core Team.

13.4 An Officer may not appoint an alternate or substitute to act on his or her behalf at any Core Team meeting.

13.5 At least three members of the clubs Core Team should be unrelated or not co habiting.

14. **Calling a Core Team Meeting**

14.1 The Core Team shall hold not less than four meetings each year<sup>6</sup>.

14.2 A meeting of the Core Team shall be called on not less than five days' notice to all Officers unless the Chair determines that urgent circumstances necessitate shorter notice.

14.3 Notice of a Core Team meeting shall be given to each Officer save that it shall not be necessary to give notice of a meeting to an Officer who is absent from the United Kingdom.

15. **Proceedings of a Core Team Meeting**

15.1 Subject to the provisions of these Rules, the Core Team may regulate its proceedings as it thinks fit.

15.2 Meetings of the Core Team shall be chaired by the Chair or in their absence the Treasurer. The chair of the meeting shall (subject to rule 16 below) have a casting vote in the event of a tie.

15.3 The quorum for the transaction of business of the Core Team shall be the greater of three Officers.

15.4 Decisions of the Core Team shall be made by a simple majority of those Officers attending the Core Team meeting.

15.5 A resolution in Writing signed by all the Officers (or members of a sub-Core Team) entitled to vote on the matter shall be as valid and effective as if it had been passed at a meeting of Officers or (as the case may be) a sub-Core Team duly convened and held. Such a resolution may consist of several documents in the same form each signed by one or more of the Officers (or members of the sub-Core Team).

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16. **Conflicts of Interest**

- 16.1 Each Officer shall declare the nature and extent of any direct or indirect interest in a transaction or arrangement with the Club or a third party which conflicts or may possibly conflict with his or her duties to the Club.
- 16.2 If the non-conflicted Officers deem there to be a material conflict, the conflicted Officer should withdraw from that part of the meeting and shall not vote.
- 16.3 If there is deemed not to be a material conflict by the non-conflicted Officers, the Officer that declared the conflict shall be allowed to re-join the meeting, take part and vote as applicable.

17. **Disqualification from Office**

- 17.1 A person shall cease to hold office as an Officer if:
  - 17.1.1 he or she is disqualified from holding office as a company director;
  - 17.1.2 he or she is subject to a decision of England Athletics or UKA that such person be suspended or disqualified from holding office or from taking part in any activity relating to the administration or management of a club;
  - 17.1.3 the Core Team reasonably believes that he or she has become incapable by reason of illness or injury of managing and administering his or her own affairs and it decides to remove him or her from office;
  - 17.1.4 he or she resigns from his or her office by notice to the Club
  - 17.1.5 he or she is absent without the permission of the Core Team from all its meetings held within a period of six months without good reason and the Core Team decide that his or her office be vacated;
  - 17.1.6 a bankruptcy order or an order is made against him or her in individual insolvency proceedings in a jurisdiction other than England and Wales which has an effect similar to that of bankruptcy;
  - 17.1.7 he or she makes a composition with his or her creditors generally in satisfaction of his or her debts;
  - 17.1.8 he or she is removed from office by the Core Team on the grounds that he is in material or persistent breach of the Club's code of conduct as amended from time to time. A decision to remove an Officer from office under this rule 17.1.8.2 may only be passed if:
    - 17.1.8.1 the Officer has been given at least twenty one clear days' notice in Writing of the Core Team meeting at which the decision will be made and the reasons why it is to be proposed; and

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17.1.8.2 the Officer or, at the option of the Officer, the Officer's representative (who need not be an Officer) has been allowed to make representations to the meeting; or

17.1.9 he or she ceases to be a Member for any reason whatsoever.

17.2 The provisions of rule 17.1 above shall also apply to sub-Core Teams and any member of a sub-Core Team who is not an Officer.

## 18. **Communications by the Club**

Subject to these Rules, any document or information (including any notice, report or accounts) sent or supplied by the Club under these Rules may be sent or supplied:

18.1 in hard copy form;

18.2 in electronic form; or

18.3 by making it available on a website or internet forum.

## [25. **Guests**]<sup>7</sup>

### 19. **Personal Risk**

19.1 Members [and guests]<sup>8</sup> acknowledge and accept that playing or participating in sport of any kind can be dangerous and may result in injury and damage to property. Members and guests shall take personal responsibility for their own actions and play or participate in the Club's sporting activities at their own risk.

19.2 Subject to rule 19.3 below, the liability of the Club and its Officers to any Member is limited to the net assets of the Club.

19.3 Nothing in these Rules shall limit or exclude liability:

19.3.1 for death or personal injury caused by negligence;

19.3.2 for any loss or damage caused by criminal or fraudulent conduct; or

19.3.3 for any other liability which cannot lawfully be limited or excluded;

### 20. **Indemnity**

Without prejudice to any other indemnity to which an Officer may otherwise be entitled, every Officer of the Club 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.

### 21. **Bye Laws**

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<sup>7</sup> Please see the accompanying optional sections document, if you intend on having a section that deals with guests. If you insert this section. Please ensure the numbering is updated throughout the rest of the document.

<sup>8</sup> Remove the wording in square brackets if you do not allow guests.

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21.1 The Core Team may from time to time make such bye laws as they may deem necessary or expedient or convenient for the proper conduct and management of the Club and for the purposes of prescribing classes of and conditions of membership and in particular the Core Team may by such bye laws regulate:

- 21.1.1 the establishment of different categories of membership of the Club;
- 21.1.2 the admission and classification of Members and the rights and privileges of such Members and the conditions of membership and the terms on which Members may resign or have their membership terminated and the entrance fees, subscriptions and other fees or payments to be made by Members;
- 21.1.3 the creation of regulations, standing orders and bye laws for the better administration of the Club and to govern the functioning of sub-Core Teams to assist the Core Team in the better administration of the Club;
- 21.1.4 the adoption or alteration of such other regulations or policies as the Core Team thinks fit;
- 21.1.5 the conduct of Members in relation to one another and to the Club's Officers, staff, volunteers or beneficiaries including disciplinary procedures;
- 21.1.6 the terms on which Members and guests may be permitted to take part in the Club's sporting activities;
- 21.1.7 the setting aside of the whole or any part of parts of the Club's premises at any particular time or times or for any particular purpose or purposes;
- 21.1.8 any licensable or other regulated activities of the Club.
- 21.1.9 the procedure at General Meetings and meetings of the Core Team and sub-Core Teams insofar as such procedures are not regulated by these Rules;
- 21.1.10 the appointment of proxies, the form and content of proxy notices, the delivery of proxy notices to the Club and the revocation of such appointments;
- 21.1.11 any procedures to assist the resolution of disputes within the Club;
- 21.1.12 generally, all such matters as are commonly the subject matter of club rules;

provided that nothing in such bye laws shall prejudice the Club's potential affiliation to England Athletics.

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21.2 The Club in General Meeting shall have power to alter, add to or repeal the bye laws and the Core Team shall adopt such means as they think sufficient to bring to the notice of the Members all such bye laws.

## 22. **Complaints and Disputes**

22.1 All concerns, allegations or reports of malpractice or abuse relating to the welfare of children or vulnerable adults will be recorded and responded to swiftly and appropriately in accordance with the Club's and UKA's/EA's safeguarding policy and procedures. The Welfare Officer shall be the lead Officer for all Members in the event of any safeguarding concerns.

22.2 Any complaints of misconduct (improper or unprofessional conduct) regarding the behaviour of Members or Officers shall be dealt with by the Club in accordance with its discipline and appeals process (see section 4.5) and must be presented in writing to the Secretary (and where the matter relates to the Secretary, the complaint must be submitted to the Welfare Officer). Unless exceptional circumstances apply, the Secretary will hear complaints within fourteen days of receiving a complaint. If the complaint is sufficiently evidenced, the Secretary will appoint 3 (three) Club Members (who have no direct or indirect interest/involvement in the matter) to sit on a disciplinary panel. Subject to rule **Error! Reference source not found.** below, a decision of the disciplinary panel shall be final and conclusive.

22.3 Any appeals must be received by the Secretary within 7 (seven) days of receiving the written decision and, if appropriate, the appeals process will be followed.

22.4 Any complaints of serious misconduct (including, without limitation, theft, doping violations, fraud, physical violence, safeguarding policy breaches, serious breach of applicable health and safety, gambling and/or ticketing regulations or any act or omission of the Member or Officer which in the opinion of EA, acting reasonably, brings or is likely to bring the sport of athletics into disrepute) regarding the behaviour of Members or Officers shall be reported and dealt with by EA in accordance with its Disciplinary Procedures.

22.5 If a dispute arises between any Members or Officers of the Club about the validity or propriety of anything done by any Member or Officer under these Rules and the dispute cannot be resolved by agreement, the parties to the dispute must first try in good faith to settle the dispute by mediation before resorting to litigation.

## 23. **Alteration of the Rules**

23.1 No alterations or amendments shall be made to or in the provisions of these Rules except by resolution at a Core Team Meeting.

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24. **Dissolution**

24.1 A resolution to dissolve the Club may only be proposed at a Core Team Meeting and shall be carried by all of the Officers present.

24.2 The dissolution shall take effect from the date of the resolution and the Core Team shall be responsible the winding up of the assets and liabilities of the Club.

24.3 Any surplus assets remaining after the discharge of the debts and liabilities of the Club shall be applied or transferred to another club or England Athletics for use by them related to community sports.

25. **Declaration**

The Club duly adopted these Rules as its governing document on 8 July 2022

Signed .....

**Chair**

**Richard Pemberton**

Signed .....

**Secretary**

**Chris Rowlands**

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