

# Surrey County ASA Constitution at 28 June 2018

## **1. Name**

- 1.1 The name of the Association shall be Surrey County Amateur Swimming Association hereinafter referred to as “the County”.

## **2. Objects**

- 2.1 The objects of the County shall be the development of swimming, diving, synchro, open water, and water polo within the geographical boundary of Surrey through the provision of competitions, training, advice and other forms of support to its affiliated member clubs and organisations. In the furtherance of these objects:
  - 2.1.1 The County is committed to treating everyone equally within the context of its activity and with due respect to the differences of individuals. It shall not apply nor endorse unlawful or unjustified discrimination, and shall act in compliance with the protections afforded by the Equality Act 2010.
  - 2.1.2 The County shall implement the Swim England Equality Policy (as may be amended from time to time).
- 2.2 The County is a sub region of Swim England South East Region, and shall be affiliated to Swim England South East Region, shall conform to the rules of this Association, and to those of such other bodies as it may determine from time to time.
- 2.3 The business and affairs of the County shall at all times be conducted in accordance with the Laws, Regulations and Technical Rules of Swim England and in particular:
  - 2.3.1 All competitors in County competitions shall be eligible as defined in Swim England Laws; and
  - 2.3.2 The County shall in accordance with Swim England Laws adopt the Swim England Child Safeguarding Policy, Regulations and Procedures; and shall recognise that the welfare of children is everyone’s responsibility and that all children and young people have a right to have fun, be safe and be protected from harm.
  - 2.3.3 Members of the County shall in accordance with Swim England Laws comply with the Swim England Child Safeguarding Policy, Regulations and Procedures.
- 2.4 By virtue of its affiliation to Swim England South East Region, the County and all member clubs acknowledge that they are subject to the laws, regulations, rules and constitutions of:
  - 2.4.1 Swim England South East Region and Swim England London Region (in the case of any club falling within the County boundary and affiliated by Swim England to Swim England London Region); and
  - 2.4.2 Swim England (including the IOS Code of Ethics); and
  - 2.4.3 British Swimming (in particular its Anti-Doping Rules and Judicial Code); and
  - 2.4.4 FINA, the world governing body for the sport of swimming in all its disciplines (together “the Governing Body Rules”).
- 2.5 In the event that there shall be any conflict between any rule or by-law of the County and any of the Governing Body Rules then the relevant Governing Body Rule shall prevail.

### **3. Membership**

- 3.1 Members of the County are clubs and other organisations affiliated to Swim England operating within the boundary of Surrey. The total membership of the County is not limited. If, however, the Committee considers that there is a good reason to impose any limit from time to time then the Committee shall put forward appropriate proposals for consideration at a General Meeting of the County. The members shall have the right to impose (and remove) from time to time any limits on total membership (or any category of membership) of the County.
- 3.2 All persons who assist in any way with the County's activities shall be members of an affiliated club and hence of Swim England and the relevant club shall pay their Swim England membership fee. Assisting with the County's activities shall include but not be restricted to administrators, associate members, voluntary instructors, teachers and coaches, Committee members, helpers, honorary members, Life members, Officers, patrons, Presidents, technical and non-technical officials, temporary members, Vice-Presidents and verifiers or tutors of Swim England educational certificates. Exceptionally, an individual who is not a member of an affiliated club may assist with a County activity, but before doing so the County must arrange for the individual to become a member of Swim England and pay the relevant membership fee.
- 3.3 Paid instructors, teachers and coaches who are not members of an affiliated Club must be members of a body which accepts that its members are bound by the Swim England Code of Ethics, Laws and Regulations relating to Child Protection and those parts of the Judicial Laws, Judicial Regulations and procedures necessary for their implementation, and whilst engaged in activities under the jurisdiction of Swim England shall be subject to all the constraints and privileges of the Judicial Regulations.
- 3.4 Membership of the County is determined from time to time by Swim England policy as implemented by its South East Region. Certain clubs have their headquarters situated within the boundary of Surrey, but outside the boundary of the South East Region. These clubs are eligible for membership of the County by virtue of Swim England policy as implemented by its London Region.
- 3.5 In its consideration of applications for individual membership, the County shall not act in a discriminatory manner and in particular shall adhere to the Equality Act 2010 (as may be amended). Accordingly, the County shall not refuse membership on the basis of a Protected Characteristic within the Act, such as disability; gender or gender identity; pregnancy; race; religion or belief; or sexual orientation. Nor may refusal be made on the grounds of political persuasion.
- 3.6 The County may refuse individual membership only for good and sufficient cause, such as conduct or character likely to bring the County or the sport into disrepute, or, in the case of a competitor, being unable to achieve the entry standards as laid down and provided by the County to the applicant for membership.

### **4. Subscription and Other Fees**

- 4.1 The annual members' subscription and competition entry fees (as applicable) shall be determined from time to time by the Committee and the Committee shall in so doing make special provision for different classes of membership, as it shall determine.
- 4.2 The annual County subscription fee for its South East Region and London Region affiliated clubs is collected by Swim England and paid subsequently to the County.
- 4.3 Any affiliated club suspended by the South East Region, or London Region, as appropriate, for

non-payment of fees or for any other reason, shall not be a member of the County until such time as the suspension is rescinded.

- 4.4 The Committee shall, from time to time, have the power to determine the annual membership subscription and other fees. This shall include the power to make such increase in the subscription and shall, where the County pays the individual Swim England Membership Fees to Swim England on behalf of members, be consequential upon an increase in individual Swim England membership fees. Any increase in subscriptions shall be advised to the members in writing with the reasons for any increase to be reported to the members at the next Annual Council Meeting.
- 4.5 The Executive Officers (or the Committee) shall have the power in special circumstances to remit whole or part of the fees, including the Swim England membership fees, to address issues of social inclusion.

## **5. Resignation**

- 5.1 A member wishing to resign membership of the County must give the Secretary written notice of his/her resignation. A member's resignation shall only take effect when this (Rule 5.1) has been complied with.
- 5.2 The member who resigns from the County in accordance with Rule 5.1 above shall not be entitled to have any part of the annual membership fee or any other fees returned.
- 5.3 Notwithstanding the provisions of Rule 5.1, above, a member whose subscription is more than two months in arrears shall be deemed to have resigned. Where the membership of a member shall be terminated in this way, he/she shall be informed in writing that he/she is no longer a member by notice handed to him/her or sent by post to his/her last known address.
- 5.4 The Swim England Membership Department shall be informed should a member resign when still owing money or goods to the County.

## **6. Expulsion and Other Disciplinary Action**

- 6.1 The Committee shall have power to expel a member when, in its opinion, it would not be in the interests of the County for the individual to remain a member. The County in exercising this power shall comply with the provisions of Rules 6.3 and 6.4 below.
- 6.2 Upon expulsion the former member shall not be entitled to have any part of the annual membership fee refunded and must return any County or external body's trophy or trophies held forthwith. The County in exercising this power is required to comply with the provision of Rules 6.3 and 6.4 below.
- 6.3 The County shall comply with the relevant Judicial Regulations for handling Internal Club Disputes ("the Rules"), and the same may be revised from time to time. (A copy of the current Rules may be obtained from the Swim England website or from Swim England's Department of Legal Affairs.
- 6.4 A member may not be expelled or (subject to Rule 6.5 below) be made the subject of any other penalty unless the panel hearing the complaint shall by a two-thirds majority vote in favour of the expulsion of (or other penalty imposed upon) the member.
- 6.5 The Officers of the County (or any person to whom the Committee shall delegate this power) may temporarily suspend or exclude a member from particular training sessions and/or wider club activities when, in their opinion, such action is in the interests of the County. Where such action is taken the incident or matter will thereafter be dealt with in accordance with the appropriate

## **7. Committee**

- 7.1 The Committee shall consist of the Chairman, Secretary, Treasurer (together “the Executive Officers of the County”) and six elected members who must be members of a club affiliated to the County. Committee members must be not less than 18 years of age, though the Committee may allow younger members to attend their meetings without power to vote.
- 7.2 The Committee shall appoint a member of the County as Welfare Officer who must be not less than 18 years of age, who should have an appropriate background and who is required to undertake appropriate training in accordance with Swim England’s Child Safeguarding courses. The Welfare Officer will have a right to attend Committee meetings without a power to vote.
- 7.3 The Executive Officers and Committee members shall be proposed, seconded and elected at the Annual Council Meeting each year and shall remain in office until their successors are elected at the next Annual Council Meeting and will take office when the Chairman has closed the meeting. The Committee may fill any vacancy occurring by resignation or otherwise. Retiring Executive Officers and members of the Committee shall be eligible for re-election.
- 7.4 Committee meetings shall be held not less than quarterly (save where the Committee itself shall by a simple majority resolve not to meet), and the quorum of that meeting shall be such number as shall represent not less than a simple majority of the Committee members (to include not less than one Executive Officer). The Chairman and the Secretary shall have discretion to call further meetings of the Committee if they consider it to be in the interests of the County. The Secretary shall give all the members of the Committee not less than two days’ oral notice of a meeting. Decisions of the Committee shall be made by a simple majority, and in the event of equality of votes the Chairman (or the acting Chairman of that meeting) shall have a casting or additional vote. The Secretary, or in his/her absence a member of the Committee, shall take minutes.
- 7.5 In the event that a quorum is not present within 30 minutes of the published start time, a meeting shall stand adjourned to the time and date falling seven days after the date of the meeting, or such other date and time as may be determined by the Chairman. If a quorum is not present at the adjourned meeting then those Committee members attending may act for the purpose of calling a Special General Meeting of the members, to which the provisions as to minimum notice contained in Rule 11.1 shall not apply.
- 7.6 In addition to the members so elected the Committee may co-opt up to three further members who shall serve until the next Annual Council Meeting. Co-opted members shall be entitled to vote at the meetings of the Committee and shall not be counted in establishing whether a quorum is present.
- 7.7 The Committee may from time to time appoint from among their number such sub-committees as they may consider necessary (and to remove (in whole or in part) or vary the terms of reference of such sub-committees) and may delegate to them such powers and duties of the Committee as the Committee may determine. All sub-committees shall periodically report their proceedings to the Committee and shall conduct their business in accordance with the directions of the Committee.
- 7.8 The Committee shall be responsible for the management of the County and shall have the sole right of appointing and determining the terms and conditions of service of employees of the County. The Committee shall have power to enter into contracts for the purposes of the County on behalf of all the members of the County. The Committee shall be responsible for ensuring that the Accounts of the County for each financial year are examined by an independent examiner to be appointed by the members in Council Meeting.

- 7.9 The members of the Committee shall be indemnified by the members of the County against all liabilities properly incurred by them in the management of the affairs of the County.
- 7.10 The Committee shall maintain an Accident Recording System in which all accidents to County members at swimming related activities shall be recorded. Details of such accidents shall be reported to the Swim England Membership Department. The County shall make an annual return to the Swim England Membership Department, indicating whether or not an entry has been made in the prescribed form, which is to be found on the membership renewal form.
- 7.11 The Committee shall have power to make regulations, create by-laws (see Rule 13.1) and to settle disputed points not otherwise provided for in this Constitution.

## **8. Ceremonial Positions and Honorary Members/Life Members**

- 8.1 The Annual Council Meeting of the County, if it thinks fit, may elect a President and Vice-Presidents. A President or Vice-President need not be a member of the County on election but shall, *ex officio*, be an honorary member of the County and must be included in the County's Annual Return of Members to Swim England.
- 8.2 The Committee may elect any person as an honorary member of the County for such period as it thinks fit, or as a Life Member, and they shall be entitled to all the privileges of membership except that they shall not be entitled to vote at meetings and serve as Officers or on the Committee unless any such person shall have retained in addition their ordinary membership of an affiliated Club. Such honorary members and Life Members must be included in the County's annual membership return.
- 8.3 Once created by the Committee, honorary and/or Life membership categories may only be removed (notwithstanding that persons may hold these categories of membership) at an Annual Council Meeting of the County, when it shall be properly proposed in accordance with these Rules.
- 8.4 A minimum of 21 days in advance of the Annual Council Meeting, the Committee shall write to all holders of honorary and/or Life membership effected by the above proposal drawing the proposal to his/her/their attention and inviting him/her/them to attend the Annual Council Meeting.
- 8.5 Where the effected holder or holders of the honorary and/or Life membership do not attend the Annual Council Meeting, the Chairman may allow the matter (in so far as it relates to the absent person(s)) to proceed directly to vote, which shall be by show of hands.

## **9. Annual Council Meeting**

- 9.1 The Annual Council Meeting of the County shall be held each year on a date in May or June. The Committee shall fix the date, time and venue for the Annual Council Meeting.
- 9.2 The purpose of the Annual Council Meeting is to transact the following business:
  - 9.2.1 To receive the Chairman's report of the activities of the County during the previous year;
  - 9.2.2 To receive and consider the accounts of the County for the previous year and the report of the accounts of the independent examiner and the Treasurer's report as to the financial position of the County;
  - 9.2.3 To remove and elect the independent examiner (who must not be a member of the Committee or a member of the family of a member of the Committee) or confirm that

he/she remain in office;

9.2.4 To elect the Executive Officers and other members of the Committee;

9.2.5 To decide on the dissolution of existing honorary and/or Life membership categories;

9.2.6 To decide on any resolution which may be duly submitted in accordance with Rule

9.3.

9.3 Nominations for election of members to any office or for membership of the Committee shall be made in writing on the nomination form by the proposer and seconder to the Secretary. The nominee shall be required to indicate in writing on the nomination form his/her willingness to stand for election. Ideally, nominations should be sent to the Secretary in advance but may be accepted on the day of the Annual Council Meeting. Notice of any resolution proposed to be moved at the Annual Council Meeting shall be given in writing to the Secretary not later than 30 days before the date of the meeting.

## **10. Special General Meeting**

10.1 The Committee may call a Special General Meeting at any time. A Special General Meeting shall be called by the County within 30 days of receipt by the Secretary of a requisition in writing signed by not less than ten affiliated club members entitled to attend and vote at a General Meeting stating the purposes for which the meeting is required and the resolutions proposed.

## **11. Procedure at the Annual and Special General Meetings**

11.1 The Secretary shall personally be responsible for the handing out or sending to each member at his/her last known address a written agenda giving notice of the date, time and place of the General Meeting together with the resolutions to be proposed thereat at least fourteen days before the meeting, and in the case of the Annual Council Meeting a list of the nominees for the Committee posts and a copy of the examined accounts. The Secretary may, alternatively, with the agreement of member(s) concerned distribute these materials by e-mail or similar form of communication. The Notice of Meeting shall in addition wherever possible be displayed on the County website where one exists.

11.2 The quorum for the Annual and Special General Meetings shall be ten members entitled to attend and vote at the Meeting.

11.3 The Chairman, or in the Chairman's absence a member appointed by the Committee, shall take the chair. Each affiliated club with a representative present at the meeting shall have one vote. An affiliated club with more than 100 ASA members shall be entitled to one additional vote, but this additional vote shall be counted only if a second representative of the affiliated club is present at the meeting. Resolutions shall be passed by a simple majority. For the procedures for submitting resolutions to be considered at a General Meeting, members are referred to Rule 9.3. In the event of an equality of votes the Chairman shall have a casting or additional vote.

11.4 The Secretary, or in his/her absence a member of the Committee, shall take minutes at the Annual and Special General Meetings.

11.5 The Chairman shall at all General Meetings have unlimited authority upon every question of order and shall be, for the purpose of such meeting, the sole interpreter of the Rules of the County.

## **12. Alteration of the Rules and Other Resolutions**

- 12.1 The Rules may be altered by resolution at an Annual or Special General Meeting provided that the resolution is carried by a majority of at least two-thirds of members present and entitled to vote at the General Meeting. No amendment(s) to the Rules shall become effective until such amendment(s) shall have been submitted to and validated by such person as is authorised to do so by Swim England South East Region.
- 12.2 Any affiliated club entitled to attend and vote at a General Meeting shall be entitled to put any proposal for consideration at any General Meeting provided the proposal in writing shall have been handed to or posted or emailed to the Secretary of the County so as to be received by him/her not later than 10th April in the case of the Annual Council Meeting or, in the case of a Special General Meeting, 18 days before the date of the meeting and thereafter the Secretary shall supply a copy of the proposal or resolution to the members in the manner provided in Rule 11.1.

### **13. By-Laws**

- 13.1 The Committee shall have power to make, repeal and amend such by-laws as they may from time to time consider necessary for the wellbeing of the County which by-laws, repeals and amendments shall have effect until set aside by the Committee or at a General Meeting.

### **14. Finance**

- 14.1 All moneys payable to the County shall be received by the Treasurer and deposited in a bank account in the name of the County. No sum shall be drawn from that account except by cheque signed by two of the three signatories who shall be the Chairman, Secretary and Treasurer. Any monies not required for immediate use may be invested as the Committee in its discretion thinks fit. The use of electronic payment systems is permitted subject to the approval of the Committee in principle and the putting in place and maintenance of safeguards in accordance with best practice.
- 14.2 The income and property of the County shall be applied only in furtherance of the objects of the County and no part thereof shall be paid by way of bonus, dividend or profit to any Committee members or Officers (save as set out in Rule 17.3).
- 14.3 The Committee shall have power to authorise the payment of remuneration, honoraria and expenses to any Officer, Committee member or employee of the County and to any other person or persons for services rendered to the County.
- 14.4 The financial transactions of the County shall be recorded by the Treasurer in such manner as the Committee thinks fit.
- 14.5 The financial year of the County shall be the period commencing on 1 April and ending on 31 March. Any change to the financial year shall require the approval of the members in a General Meeting.
- 14.6 The Committee shall retain all financial records relating to the County and copies of Minutes of all meetings for a minimum period of six years.

### **15. Borrowing**

- 15.1 The Committee may borrow money on behalf of the County for the purposes of the County from time to time at their own discretion up to such limits on borrowing as may be laid down from time to time by the General Meeting for the general upkeep of the County or with the (prior) approval of a General Meeting for any other expenditure, additions or improvements.

- 15.2 When so borrowing the Committee shall have power to raise in any way any sum or sums of money and to raise and secure the repayment of any sums or sums of money in such manner or on such terms and conditions as it thinks fit, and in particular by mortgage of or charge upon or by the issues of debentures charged upon all or any part of the property of the County.
- 15.3 The Committee shall have no power to pledge the personal liability of any member of the County for the repayment of any sums so borrowed.

## **16. Property**

- 16.1 The property of the County, other than cash at the bank, shall be vested in not less than two but not more than four Custodians. They shall deal with the property as directed by resolution of the Committee and entry in the minute book shall be conclusive evidence of such a resolution.
- 16.2 The Custodians shall be elected at a General Meeting of the County and shall hold office until death or resignation unless removed by a resolution passed at a General Meeting.
- 16.3 The Custodians shall be entitled to an indemnity out of the property of the County for all expenses and other liabilities properly incurred by them in the discharge of their duties.

## **17. Dissolution**

- 17.1 A resolution to dissolve the County shall only be proposed at a General Meeting and shall be carried by a majority of at least three-quarters of the members present and entitled to vote. A specific date for the dissolution shall be included in the resolution.
- 17.2 The dissolution shall take effect from the date specified in the resolution and the members of the Committee shall be responsible for the winding-up of the assets and liabilities of the County.
- 17.3 Any property remaining after the discharge of the debts and liabilities of the County shall be given to a charity or charities (or other non-profit making organisation having objects similar to those of the County for the furtherance of such objects) nominated by the last Committee.

## **18. Acknowledgement**

- 18.1 The Members acknowledge that these Rules constitute a legally binding contract to regulate the relationship of the members with each other and the County.