**1. Name**

1.1 The name of the club shall be Basingstoke Bluefins.

**2. Objects**

2.1 The objects of the Club shall be the coaching, development and practice of swimming and water polo for its members and shall, where appropriate, be to compete in the furtherance of these objectives:

2.1.1 The club is a registered Charity with the Charities Commission and its Charity number is 1114225

2.1.2 The Club is committed to treating everyone equally within the context of its activity and with due respect to the difference 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.

2.1.3 The Club shall implement the Swim England Equality Policy (as may be amended from time to time).

* 1. The Club shall be affiliated to Swim England South East, and shall adopt and conform to the rules of the Swim England South East Region, and such other bodies as the Club may determine from time to time.

2.3 As a registered charity, the business and affairs of the Club shall at all times be conducted in accordance with Charity Commission rules and guidelines. As a swimming club the Articles, Regulations and Technical Rules of Swim England (“Swim England Regulations”) and in particular:

* + 1. all competing members shall be eligible competitors as defined in Swim England Regulations; and

2.3.2 the Club shall in accordance with Swim England Regulations adopt the current Swim England’s Chief Safeguarding Policy and Procedures (“Wavepower”), 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 Club shall in accordance with Swim England Regulations comply with Wavepower.

2.4 By virtue of the affiliation of the Club to Swim England South East Region the Club and all members of the Club acknowledge that they are subject to the regulations and rules and constitutions of:

* + - 1. Swim England Hampshire County swimming Association; and
    1. Swim England South East Region; and
    2. Swim England (to include the Code of Ethics); and
    3. British Swimming (in particular its Anti-Doping Control Rules and Judicial Code); and

2.4.5 LEN, the European governing body for aquatic sports; and

2.4.6 FINA, the world governing body for the aquatic sports

(hereinafter defined as “Rules of a Governing Body”).

* 1. In the event that there shall be any conflict between any rule or by-law of the Club and the Rules of the Governing Body then the relevant Rule of the Governing Body shall prevail.

2.6 In the event of any conflict between the Charity Commission rules and the relevant Governing body, the Charities Commission rules will prevail.

**3.** **Membership**

3.1 The total membership of the Club shall not normally be limited. If however the Trustees considers that there is good reason to impose any limit from time to time then the Trustees shall put forward appropriate proposals for consideration at a General Meeting of the Club. 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 Club.

3.2 Club membership consists of four parts all or some of which may have annual fees. The four parts with applicable fees to be paid by the due date are Club, County, Region and Swim England membership.

3.3 All persons who assist in any way with the Club’s activities shall become members of the Club and hence Swim England and the relevant Swim England membership fee shall be paid.

* + 1. Paid individuals who are not members of the Club must be members of a body which accepts that its members are bound by the Swim England’s Code of Ethics, Swim England Regulations relating to Wavepower, those parts of the 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 d Regulations.

1. Any person who wishes to become a member of the Club must submit an application by the Club’s stated process to the Club Admin (and in the case of a child under 18 years of age the application must be submitted by the applicant’s parent or guardian). The Club application process should be able to view either online or via a paper format.
   1. Admission to membership shall be determined by the Club’s agreed process. In its consideration of applications for membership, the Club shall not act in a discriminatory manner and in particular, shall adhere to the Equality Act 2010 (as may be amended). Accordingly, (unless the Club chooses to restrict its membership to only people who share the same Protected Characteristic) the Club shall not refuse membership on the basis of a Protected Characteristic within the Equality Act 2010. Neither may refusal be made on the grounds of political persuasion.

3.7 The Club may refuse membership only for good and sufficient cause, such as conduct or character likely to bring the Club or the sport into disrepute, or, in the case of a swimmer, being unable to achieve the entry standards as laid down and provided by the Club to the applicant for membership. The Clubshall be required to give reasons for the refusal of any application for membership. Any person refused membership may seek a review of this decision before a Review Panel.

3.8 Membership is not transferable. This includes the transfer of membership rights from a child under 16 years of age to a parent or guardian.

**4. Membership and Other Fees**

4.1 The annual membership fee and all other fees payable to the Club shall be determined from time to time by the Trustees and the Trustees shall in so doing make special provision for different classes of membership as it shall determine.

4.2 The annual swim England, Region and County fees (if any) shall be due on joining the Club and thereafter on the 1st January each year.

4.3 The Club shall inform all members of the fees payment structure and whether annual fees are paid in full or via an appointed scheme. Any member whose fees are unpaid by the date falling 30 days after the due date for payment may be suspended by the Trustees from some or all Club activities from a date to be determined by the Trustees and until such payment is made.

4.4 The Trustees shall, from time to time, have the power to determine the Club annual membership and other fees. This shall include the power to make such a change in the fees as shall, where the Club pays the relevant affiliation fees to Swim England on behalf of members, be consequential upon a change of such 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 General Meeting.

4.5 The Trustees shall have the power in special circumstances to remit the whole or part of the fees, including the Swim England membership fees, to address issues of social inclusion. The Club may also make suitable arrangements for the required payment of Swim England, Regional and County fees (where applicable).

**5. Resignation**

5.1 A member wishing to resign membership of the Club must give to the Club Admin written notice of their resignation via post or electronic means.

5.2 A member whose fees are more than two months in arrears shall be deemed to have resigned from the Club and their membership terminated. Where membership has been terminated in this way the member shall be informed in writing either via post to the last known address or by electronic means.

5.3 A member who resigns from the Club or whose membership is terminated shall not be entitled to have any part of the annual Club, Swim England, Region or County membership fee refunded and must immediately return any Club or external body’s property.

5.4 The Swim England Membership Department and the relevant Swim England Region shall be informed by the Club should a member resign or have their membership terminated when still owing money or property to the Club.

**6. Expulsion and Other Disciplinary Action**

6.1 The Trustees shall have power to expel a member when, in its opinion, it would not be in the interests of the Club for them to remain a member. The Club 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 immediately return any Club or external body’s property held.

6.3 The Club shall comply with the relevant Judicial Regulations (Regulations 150-155 inc) for handling Internal Club Disputes as the same may be revised from time to time.

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 Club (consisting of the Chair, Vice-Chair, Secretary, Treasurer) (or any person to whom they shall delegate this power) may temporarily suspend or exclude a member from particular training sessions and/or wider club activities, when in their opinion or following, such action is in the interests of the Club. Where such action is taken the incident or matter will thereafter be dealt with in accordance with the Judicial Regulations.

6.6 Swim England shall have power to temporarily suspend members or suspend members for a specified term in accordance with Judicial Regulations and Child Safeguarding Regulations as the same may be revised from time to time.

1. **Governance**

7.1 The club is a registered charity and will have a minimum number of trustees as recommended by the Charities Commission to a maximum number of six trustees. In accordance with Charities Commission guidelines these Trustees will have overall responsibility for ensuring that the club:

* is carrying out its purposes for the public benefit complies with the charity’s governing document and the law
* acts in the charity’s best interests
* manages the charity’s resources responsibly
* acts with reasonable care and skill
* ensures the charity is accountable.

7.1.1 Trustee meetings shall be held not less than quarterly (save where the Trustee’s themselves 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 Trustees.

7.1.2 The Trustees shall be responsible for the strategic management of the Club and shall have the sole right of appointing and determining the terms and conditions of service and rates of pay of employees of the Club.

7.1.3 Anybody can become a Trustee providing that they personally meet the requirements laid down by the Charities Commission. All Trustees must be not less than 18 years of age.

7.1.4 The Officers of the Club will be called to give account of the clubs activities to the Trustee’s quarterly or more frequently as the Trustees see fit.

7.1.5 Trustees will be elected at the Annual General Meeting of the club and will be expected to serve for a 3 year term, after which they may offer themselves for re-election.

7.1.6 The Trustees will set an annual financial budget for the club which is executed by the Committee.

7.1.7 The Trustees shall be responsible for ensuring that the Accounts of the Club for each financial year be examined by an independent examiner to be appointed by the members at the Annual General Meeting.

7.2 The Officers of the Club shall consist of the Chair, Vice-Chair, Secretary, Treasurer all of whom must be members of the Club, who will make recommendations to the Trustees on subscriptions/fees and other matters of a financial and strategic nature that are deemed appropriate. The Officers of the Club may not be employees of the Club. All Officers of the Club must be not less than 18 years of age though the Trustees may allow younger member(s) to attend their meetings without power to vote.

* 1. In accordance with Wavepower, the Trustees shall appoint a member of the Club 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 Wavepower. The Welfare Officer shall not be related to or in a relationship with any one of the “Officers of the Club” or the Club’s Coaches.
  2. The Welfare Officer will have a right to attend Trustee meetings without a power to vote. Attendance at meetings will be for the purpose of sharing or addressing matters relating to Welfare.
  3. Where it is deemed that a Welfare Officer may have a conflict of interest regarding a matter for investigation then the second Welfare Officer, or the Chair if appropriate, will take the lead in any investigation, actions and presentation of conclusions.
  4. The Officers of the Club and Trustees shall be proposed, seconded and elected at the Annual General Meeting each year and shall remain in office until their successors are elected at the next Annual General Meeting and take office when the Chair has closed the meeting. Any vacancy occurring by resignation or otherwise may be filled by another a Trustee. Retiring Officers of the Club shall be eligible for re-election.

1. The Trustees shall be ratified at the Annual General Meeting each year and elected every three years. They shall remain in office until their successors are elected at the next Annual General Meeting and will take office when the Chair has closed the meeting.

All Trustees must be members of the Club.

Any vacancy occurring by resignation or otherwise in any position previously filled at the Annual General Meeting or other General Meeting may be filled by a Trustee. Retiring Trustees shall be eligible for re-election.

1. The Trustee meetings shall be held not less than quarterly (save where the Trustees themselves 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 those eligible to vote.

The Chair/Vice Chair and the Secretary shall have discretion to call further Trustee meetings and meeting of the Officers of the Club if they consider it to be in the interests of the Club.

The Secretary shall give all the members of the Trustee meeting not less than five days’ oral or written notice of a meeting.

Decisions of the Trustee meetings shall be made by a simple majority and in the event of equality of votes the Chair (or the acting Chair of that meeting) shall have a casting or additional vote.

The Secretary, or in their absence an Officers of the Club, another Trustee shall take minutes.

Trustees who are not officers of the Club can attend meetings of the Officers of the Club work-party meetings.

7.9 In the event that a quorum is not present within 30 minutes of the stated 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 Chair. If a quorum is not present at the adjourned meeting then those Trustees 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 11.2 shall not apply.

7.10 The Officers of the Club may from time to time appoint such work=parties and roles as they may consider necessary (and to remove (in whole or in part) or vary the terms of reference of such work-party) and may delegate to them such of the powers and duties of the Officers of the Club as the Trustees may determine. All working-parties shall periodically report their proceedings to the Officers of the Club and shall conduct their business in accordance with the directions of the Officers of the Club.

* 1. The Officers of the Club shall have power to enter into commercial contracts for the purposes of the Club on behalf of all the members of the Club if the contract term is for no greater than three years or the value of such contract is no more than £2000 annually. Contracts with a longer term and of higher commercial value must be referred to the Trustees for ratification.

7.14 The Trustees and, including the Officers of the Club, shall be indemnified by the members of the Club against all liabilities properly incurred by them in the management of the affairs of the Club.

7.15 The Officers of the Club shall maintain a log of Accidents/Incidents at Club related activities. Details of such shall be reported to the insurers in accordance with the Accident/Incident Notification guidelines. The Club shall make an annual return to the Swim England Membership Department indicating whether or not an entry has been made in the prescribed online form. A copy of entries should be kept for a period of six years or in respect of an injury to a child they should be kept for six years after they attain 18 years of age.

7.16 The Trustees 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.

7.17 The Trustee shall retain all financial records relating to the Club and copies of minutes of all meetings a minimum period of at six years.

# Ceremonial Positions and Honorary Members/Life Members

8.1 The Annual General Meeting of the Club, if it thinks fit, may elect a President and Vice-Presidents. A President or Vice-President need not be a member of the Club on election but shall, *ex officio,* be an honorary member of the Club and must be included in the Club’s Annual Return of Members to Swim England.

8.2 The Committee may nominate any person as an honorary member of the Club for a specified period of time, 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 also be a fee paying member of the Club in accordance with Rule 3. Such honorary members and life members must be elected at the Annual General Meeting, confirmed annually and be included in the Club’s annual return as to membership.

**9. Annual General Meeting**

9.1 The Annual General Meeting of the Club shall be held each year on a date falling within the period 1 February (“the Opening Date”) and 31 March (“the Closing Date”). The date, time and venue / online option for the Annual General Meeting shall be fixed by the Trustees.

9.2 For the purpose of participation in voting at an Annual General Meeting of the Club, all persons shall have been a member as at the membership deadline day which is the date of closure of nominations and submission of proposals.

9.3 The purpose of the Annual General Meeting is to transact the following business:

9.3.1 to receive the Chair’s report of the activities of the Club during the previous year;

9.3.2 to receive and consider the accounts of the Club for the previous year and the report on the accounts of the independent examiner and the Treasurer's report as to the financial position of the Club;

9.3.3 to remove and elect the independent examiner (who must not be a Trustee or a member of the family of a member of a Trustee) or confirm that he / she remain in office;

9.3.4 to elect the Trustees and the Officers of the Club;

9.3.5 to decide on the dissolution of existing honorary and/or Life membership categories;

9.3.6 to decide on any resolution, which may be duly submitted in accordance with Rule 9.6.

9.4 For the Annual General Meeting, the Secretary shall be responsible for sending to each member at his/her last known postal or electronic address a written agenda giving notice of the date, time and venue of the General Meeting no later than **28** days prior to the published date. The Notice of Meeting shall in addition wherever possible be displayed on the Club Notice Board where one exists.

9.5 Nominations for election of members to a Trustee or an Officer of the Club shall be made in writing by the proposer and seconder to the Secretary not later than 21 days prior to the published meeting date of the meeting. Both proposer and seconder must be a fully paid member of the Club and Swim England at the time of nomination. The nominee shall be required to indicate in writing on the nomination form their willingness to stand for election. Should the number of nominations received be lower than the numbers of vacancies available the Chair may, at their discretion, accept nominations at the meeting.

9.6 Such number of members as represent one-tenth in number of the members entitled to vote at a General Meetingshall be entitled to put any proposal for consideration at an Annual General Meeting provided the proposal in writing is received by Secretary not later than **21** daysprior to the published date of the meeting.

9.7 No less than **14** days before the published meeting date, together with the resolutions to be proposed, a list of the nominees for the Trustee and Officer of the Club posts and a copy of the examined accounts will be circulated to all Club members.

**10. Special General Meeting**

10.1 A Special General Meeting may be called at any time by the Officers of the Club at a Trustee meeting.

10.2 A Special General Meeting shall be called by the Officers of the Club and held within **28** days of receipt by the Secretary of a requisition in writing signed by not less than seven members entitled to vote at a General Meeting or, if greater, such number as represents one-tenth in number of such members, stating the purposes for which the meeting is required and the resolutions proposed.

10.3 For the purpose of participation in voting at a Special General Meeting of the Club, all persons shall have been a member as at the membership deadline day which is the date that the requisition for the meeting was made by the Officers of the Club, Trustees or members.

10.4 In the case of a Special General Meeting the Secretary shall be responsible for sending to each member at his/her last known postal or electronic address a written agenda giving notice of the date, time and venue no later than **21** days prior to the date agreed by the Officers of the Club following the requisition submitted 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 Officers of the Club can decide to hold the Annual or Special General Meeting virtually, using such electronic and video technology as it sees fit.

11.2 Receipt of resolutions, proposals, nominations or reports must be with the Secretary not less than 16 days before the date of said meeting. 14 days before the meeting, the Secretary will distribute by e-mail, a draft copy of the previous minutes, an agenda with resolutions to be proposed and in the case of the Annual General Meeting a list of the nominees for the Officers of the Club and Trustee posts plus a copy of the draft accounts. The Notice of the Meeting shall in addition be displayed on the Club Notice Board.

1. The quorum for the Annual and Special General Meetings shall be seven members entitled to vote at the Meeting or, if greater, such number as represents one-tenth in number of such members.

11.4 Having called a General Meeting, it may only proceed to business if the correct quorum of members is present within 30 minutes after the time fixed for the meeting; otherwise, the meeting if convened at the requisition of the members shall be dissolved; if convened by the direction of the Officers of the Club it shall be adjourned to the same time in the following week save that the adjourned meeting may proceed to business whatever the number of members present. If the meeting commences but is adjourned for want of time (or other good reason); members present at the meeting will be notified there and then of the adjourned date if practicable. If not and the matter is adjourned for more than 14 days all members shall receive 7 days’ notice in writing of the adjourned meeting; otherwise only those who attend the original meeting will be notified of the date. Any adjourned meeting must be re-convened and business completed within 2 months of the adjournment.

11.5 The Chair, or in the Chair’s absence a member appointed by the Officers of the Club shall take the chair. Each member present shall have one vote and resolutions shall be passed by a simple majority. In the event of an equality of votes the Chair shall have a casting or additional vote.

11.6 Only paid up members who have reached their 16th birthday shall be entitled to be heard and to vote on all matters. Members who have not reached their 16th birthday shall be entitled to be heard and vote only on those matters determined by the Chair as matters concerning juniors.

11.7 The Secretary, or in his/her absence an Officer of the Club, shall take minutes at the Annual and Special General Meetings.

11.8 The appointed Chair of the meeting shall 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 Club.

**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 to the rules shall become effective until such amendment(s) shall have been submitted to and validated by such person who is authorised to do so by the Swim England South East Region.

**13. By-Laws**

13.1 The Trustees shall have power to make, repeal and amend regulations and by-laws as they may from time to time consider necessary for the wellbeing of the Club. Such regulations, by-laws, repeals and amendments shall have effect until set aside by the Officers of the Club or at a General Meeting. The Trustees shall have power to settle disputed points not otherwise provided for in this Constitution.

**14. Finance**

14.1 All monies payable to the Club shall be received by the Treasurer and deposited in a bank account in the name of the Club or paid directly into the Clubs bank account.

14.2 No sum shall be drawn from that account except by the method agreed by the Officers of the Club which includes a minimum of two authorisations. Any moneys not required for immediate use may be invested as the Trustees in their discretion think fit.

14.3 The income and property of the Club shall be applied only in furtherance of the objects of the Club and no part thereof shall be paid by way of bonus, dividend or profit to any members of the Club, (save as set out in Rule 17.3.)

14.4 The Trustees shall have power to authorise the payment of remuneration and expenses to any Officer, member or employee of the Club and to any other person or persons for services rendered to the Club.

14.5 The financial transactions of the Club shall be recorded by the Treasurer/Bookkeeper in such manner as the Trustees think fit.

14.6 The financial year of the Club shall be the period commencing on 1 September and ending on 31 August. Any change to the financial year shall require the approval of the members in a General Meeting.

**15. Borrowing**

15.1 The Trustees may borrow money on behalf of the Club for the purposes of the Club 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 Club or with the approval of a General Meeting for any other expenditure, additions or improvements.

15.2 When so borrowing the Trustees shall have power to raise in any way any sum or sums of money and to raise and secure the repayment of any sum 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 Club.

15.3 The Trustees shall have no power to pledge the personal liability of any member of the Club for the repayment of any sums so borrowed.

**16. Property**

16.1 The property of the Club, including cash at the bank, shall be the responsibility of the Trustees at all times.

**17. Dissolution**

17.1 A resolution to dissolve the Club 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 Trustees shall be responsible for the winding-up of the assets and liabilities of the Club.

17.3 Any property remaining after the discharge of the debts and liabilities of the Club shall be given to a charity or charities (or other non-profit making organisation having objects similar to those of the Club for the furtherance of such objects) as specified by the Trustees in accordance with Charity Commission guidelines.

**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 Club.

18.2 This constitution must be readily available to all club members. This may be via posting on the Club website or shared with members annually at time of membership renewal.

18.3 The following statement **must** appear on Club membership renewal forms and is to be signed by the member. It must also be countersigned by the parent, or a person having parental responsibility for the member, if under 18 years of age:

***“I acknowledge receipt of the rules of Club and confirm my understanding and acceptance that such rules (as amended from time to time) shall govern my membership of the Club. I further acknowledge and accept the responsibilities of membership upon members as set out in these rules*.”**