

Company number: 00215991

The Companies Act 2006  
Company Limited by Guarantee and not  
having a Share Capital

Rules of Club Membership  
of  
Blackheath & Bromley Harriers AC

1. Basis of Rules

These rules (Rules) are made pursuant to Article 42 of the Articles of the Club and may be altered, added to or revoked by the Club in general meeting.

2. Definitions and Interpretation

2.1 In these Rules, the following words have the following meaning:

Articles	the articles of association of the Club from time to time;
Board	the board of Trustees of the Club;
Club	Blackheath & Bromley Harriers AC, (company number 00215991) a registered charity under charity number (insert);
Club Members	has the meaning given in article 1.1 of the Articles, being those members of the Club who are granted a designated level of club membership under these Rules;
Headquarters	the Club's property at 56 Bourne Way, Hayes, Bromley, Kent BR2 7EY;
Home Countries	England, Scotland, Wales and [Northern] Ireland;
Legal Members	the legal members of the Club for the purposes of the Companies Act 2006, in each case being a legal person who has their name entered in the Club's register of members;
Management Committee	the management committee of the Club from time to time as further detailed in the Terms of Reference;

Membership	membership of the Club by Club Members;
Terms of Reference	the rules governing the Management Committee;
House and Social Committee	the committee elected to manage the purchase and supply of intoxicating liquor by the Club; and
Trustees	the trustee directors of the Club from time to time.

2.2 In these Rules, unless the context requires otherwise, the definitions and rules of interpretation set out in the Articles shall apply.

2.3 Except where expressly permitted in the Articles, no rule or bye law shall be inconsistent with or shall affect or repeal anything contained in the Articles. Where there is otherwise any inconsistency between these Rules and the Articles, the provisions of the Articles shall prevail.

2.4 Unless the context otherwise requires, a reference to one gender shall include a reference to the other genders.

2.5 Subject to the Articles and these Rules, in the event of any ambiguity the Trustees shall have the power to rule on the interpretation of these Rules.

### 3. Aims and objectives

The aims and objectives of the Club will be:

3.1 to promote community participation in healthy recreation by providing facilities for sports and physical activities which improve fitness and health, including running and athletics (facilities in this rule 3.1 means land, buildings, equipment and organising sporting activities);

3.2 to offer coaching and competition opportunities in track & field, cross country, road running and race walking

3.3 to ensure a duty of care to all Club Members and Legal Members of the Club

3.4 to provide all its services in a way that is fair to everyone

3.5 to ensure that all present and future Club Members and Legal Members receive fair and equal treatment

3.6 to be non-profit making, but any surpluses made are to be re-invested for public benefit, including the benefit of Club Members and Legal Members.

### 4. Membership

4.1 Under Articles 9 to 10 the Club may have:

- 4.1.1 Legal Members (in respect of which, the applicable provisions relating to the admission of, rights exercisable by and attaching to Legal Membership are set out in the Articles); and
  - 4.1.2 Club Members (who are not legal members but who pay a subscription (or whose subscription is waived) to the Club in return for certain rights and privileges in relation to, amongst other things, participation in the Club's activities and/or access to its facilities).
- 4.2 The following shall be entitled to apply for voting Club Membership under Article 10 in respect of the categories for which they are eligible as listed at Article 1.1:
- 4.2.1 adults (persons aged 20 (twenty) years or over) who play or participate in any sport organised by the Club;
  - 4.2.2 parents of any person aged under 18 (eighteen) years who plays or participates in any sport organised by the Club;
  - 4.2.3 former players or participants who for reasons of age or ill health are no longer able to play or participate;
  - 4.2.4 volunteers and helpers who assist with the running of the Club;
  - 4.2.5 supporters who help the Club to raise funds and provide a pool from which volunteers may be drawn;
  - 4.2.6 persons recognised as having made an outstanding contribution or given long service to the Club.
- 4.3 The following shall be entitled to apply for non-voting Club Membership under Article 10:
- 4.3.1 any person aged under 20 (twenty) years who plays or participates in any sport organised by the Club;
  - 4.3.2 associate members; and
  - 4.3.3 honorary members.
- 4.4 All Club Members and Legal Members will be subject to the articles of association of the Club and these rules and by joining the Club will be deemed to accept the Rules.
- 4.5 Each Trustee of the Club:
- 4.5.1 shall be a Legal Member; and
  - 4.5.2 may apply to become a Club Member under rule 5 below.

- 4.6 All Legal Members may be liable under article 7 to contribute an amount not exceeding £1 (one pound) to the Club in the event of a winding up.
- 4.7 Club Members will be enrolled in one of the following categories:
- 4.7.1 Full Member (aged 20 (twenty) years or over): entitled to all benefits and activities, athletic, social and administrative, offered by the Club;
  - 4.7.2 Junior Member (aged under 20 (twenty) years or full time student): entitled to all benefits and activities (athletic, social and administrative) offered by the Club but shall not be entitled to vote;
  - 4.7.3 Family Member (one or both parents/guardians + children 10 to 18 years): those members aged 20 (twenty) years or over shall be entitled to all benefits and activities (athletic, social and administrative), offered by the Club (including the right to vote). Those members aged under 20 (twenty) years or full time students entitled to all benefits and activities (athletic, social and administrative), offered by the Club but shall not be entitled to vote;
  - 4.7.4 Associate Member: for coaches, officials, and parents etc. to be associated with the Club. They may not compete, or have competed, for the Club, serve on the Management Committee or vote at a meeting of the Club Members. In exceptional circumstances, one of the Management Committee members may recommend Associate Membership for an existing Full Member, whether or not that Member has previously competed for the Club, where other criteria may result in that Member otherwise leaving the Club;
  - 4.7.5 Life Member: existing Full Members may be, in particular cases, (e.g. Olympic selection, personal circumstances etc.) recommended to the Management Committee by one of the Management Committee members, and they have the power to award Life Membership without obligation to further payment of subscription; and
  - 4.7.6 Honorary Member: the Management Committee have the power to invite, at the instigation of one of the Management Committee members, persons who are deserving of recognition, to become Honorary Members for life, which would carry the conditions of Associate Members.

## 5. Admission to Membership

- 5.1 Legal Members may only be appointed and removed in accordance with the provisions of the Articles.
- 5.2 Every candidate for admission to Membership of the Club must complete and sign an official Club application form; in the case of a candidate under the age of 16 (sixteen), the form must be countersigned by a parent or guardian. Every application must be proposed and seconded by 2 (two) existing Club Members, at least one of whom must have been an Club Member for at least 3 (three) years. Every application must be accompanied by the appropriate subscription and any joining fee; in the event of rejection the monies will be returned. The name and address of any candidate must be displayed in the Clubroom for at least 2 (two) days prior to election. The election of any candidate will be considered by the Management Committee at the first possible meeting after that, and the decision will be by simple majority of those present. In particular circumstances, elections may take place:
- 5.2.1 at ad hoc meetings, providing a quorum of not less than 5 (five) Management Committee members are present; or
- 5.2.2 at ad hoc meetings held by teleconference or by such other means so that not less than 5 (five) Management Committee members can communicate with each other; or
- 5.2.3 by email confirmation from not less than 5 (five) Management Committee members; and a written record of candidates and those present or those who voted is kept for subsequent confirmation at the next Management Committee meeting.
6. Subscription rate
- 6.1 The subscription rate shall be reviewed annually by the Management Committee to determine any change, taking advice from the Honorary Treasurer. The subscription year shall run from 1st January in each calendar year. If at any time an increase in excess of 5% (five per cent) is deemed necessary, notice of the proposal will be posted at least 21 (twenty-one) days before the next meeting of the Club Members who are entitled to attend and vote. The notice may be communicated by e-mail as an alternative to posting. A pro rata subscription fee will be due on election to 31st December for Club Members who are elected during the calendar year and then on the 1st January in subsequent years.
- 6.2 All Full Members of at least fifteen years membership, having reached the age of sixty, may pay the reduced Membership subscription rate equal to 50% (fifty per cent) of the Full

Member subscription rate. Any Full Member who is long-term unemployed may also pay a reduced rate equal to 50% (fifty per cent) of the full subscription rate on production of satisfactory evidence to the Management Committee of unemployment for a period of at least 6 (six) months at the date the applicable subscription falls due. Such Full Member(s) will return to and be obliged to pay the Full Member subscription rate the year following any re-employment.

6.3 A special rate for recruitment or promotional purposes, payable at the time of election of applicants under 15 (fifteen) years only, may be introduced at the discretion of the Management Committee.

6.4 Additionally, any Club Member whilst in full time further and higher education, may be eligible to have their annual subscription waived by the Treasurer on recommendation by the Chair of Active athletics. Any Full or Junior Member who is individually selected to represent the United Kingdom, or any of the (4) four Home Countries for an international competition to represent the United Kingdom or England, will be excused further payment of subscriptions until one year after such international representation ceases.

6.5 The Membership Secretary shall place before the Management Committee the name of any Club Member whose subscription has remained unpaid for 6 (six) months and the Management Committee will have the power to expel any Club Member whose subscription falls 6 (six) months in arrears, provided one months' notice in writing has been sent to such Club Member, either addressed to the Club Member's last known address, or, where a Club Member has provided an email address by electronic mail to the Club Member's last known email address, informing such Club Member of the proposed action of the Management Committee.

## 7. Management Committee

The Management Committee shall be governed by and exercise its powers in accordance with the Terms of Reference.

## 8. Headquarters

8.1 The Headquarters will be open to Club Members during such periods and all such times as may be decided by the Management Committee. The hours and conditions of serving intoxicating liquor will be approved by the Management Committee and be in accordance with

those prescribed by the Local Authority. These hours and conditions will be posted adjacent to the bar.

8.2 The House and Social Committee will be elected at an AGM and will comprise a Secretary, a Treasurer and a minimum of 6 (six) other Club Members. They will be responsible for the purchase for the Club and supply by the Club of intoxicating liquor, other drinks and food and will ensure no intoxicating liquor is supplied to Club Members on the premises of the Club other than by or on behalf of the Club. The House and Social Committee shall make such arrangements as may be required for the provision of storage and service in connection with the supply of intoxicating liquors, other drinks and food. Friends of Club Members introduced to the Club as guests and members of visiting teams will, if their visit overlaps a period when intoxicating liquor is on sale, sign the "Club Register" maintained at the bar by the House and Social Committee. The Member introducing a guest will also sign the register and be responsible for the conduct of the guest.

8.3 The Trustees may, in their absolute discretion from time to time delegate any and / or all property related matters to The House and Social Committee.

## 9. Rights and Privileges of Club Members

9.1 Voting Club Members are entitled under the Articles:

9.1.1 to receive notice of, attend and speak at general meetings of the Club (either in person or through his or her proxy);

9.1.2 to propose and second candidates for election as Trustees;

9.1.3 to vote (unless otherwise stated in these Rules) at general meetings (either in person or through his or her proxy) on:

9.1.3.1 the proposed appointment or removal of members of the Management Committee; and

9.1.3.2 any proposed disposal of the Club's assets to which Article 21.3 applies;

9.1.3.3 any proposed changes to these Rules:

9.1.4 to receive all Club publications (which, for the avoidance of doubt, may be hard copy and/or electronic); and

9.1.5 to such other Club Membership rights as the Club in general meeting shall from time to time determine.

- 9.2 Non-voting Club Members are entitled under the Articles to:
- 9.2.1 to receive all Club publications (which, for the avoidance of doubt, may be hard copy and/or electronic); and
  - 9.2.2 to such other Club Membership rights as the Club in general meeting shall from time to time determine.
- 9.3 For the avoidance of doubt, unless authorised expressly by the Board, no Club Member (voting or non-voting) may hold himself out as being authorised to bind the Club on any matter nor may he hold himself out as being authorised to deal in any matter with the Club's assets. Non-observance of this rule 9.3 may be investigated as a disciplinary matter under rule 10 below.
10. Discipline and Appeals
- 10.1 All complaints regarding the behaviour of Club Members should be submitted in writing to the Honorary Secretary for consideration by the Management Committee. The subject matter of a complaint may include infringement of these Rules or any other offence or misconduct, either within athletic activities or outside, and including inappropriate use of social media facilities, which might reasonably be considered as bringing, or having the potential to bring, the Club into disrepute or causing, or having the potential to cause, harm to one or more other Club Members.
- 10.2 Upon receipt of, or on otherwise being made aware of circumstances which might reasonably lead to, such a complaint, the Honorary Secretary shall, having taken, and subject to, such advice as he or she considers it prudent to take in the circumstances, write to the Club Member(s) concerned to inform them of the complaint or circumstances and to invite them to comment in writing within fourteen days upon the relevant allegations. If the Honorary Secretary considers the complaint to be sufficiently serious, the Management Committee shall be notified promptly and, otherwise, shall be notified promptly following receipt of such written comments or, if none are received, the conclusion of the 14 (fourteen) day period, together with such information as is then available to the Honorary Secretary.
- 10.3 The Management Committee will consider the matter at their next meeting, or earlier if the matter is deemed sufficiently serious, and shall, if it considers that it is reasonably possible that such a disciplinary committee may recommend action falling within sub-paragraphs



- 10.5.3 to 10.5.5 below, set up a Disciplinary Committee of 3 (three) to 5 (five) Full Members, none of whom have any direct interest in the matter. The Management Committee will have the power to suspend temporarily from membership any Member accused of an offence or misconduct, pending further investigations or enquiries. This suspension shall be to facilitate the investigation and be without prejudice to the outcome of the investigation.
- 10.4 The Disciplinary Committee will make such further enquiries as it thinks fit and will offer a reasonable opportunity to any Club Member concerned, who may be accompanied by a friend, if so desired, to meet with it and answer the allegations and the Disciplinary Committee will hear such witnesses as are reasonably produced. The Disciplinary Committee will make such procedural provisions as it deems necessary for the just and efficient disposal of the case.
- 10.5 If the Disciplinary Committee is satisfied that an offence or misconduct has been committed by an Club Member, then it may recommend one or more of the following actions to the Management Committee:
- 10.5.1 note the offence or misconduct but take no further action;
  - 10.5.2 warn the Club Member concerned as to future conduct but no further action;
  - 10.5.3 suspend or disqualify the Club Member from athletic competition, coaching and/or administration and/or use of the Club's premises for some definite or indefinite period;
  - 10.5.4 recommend to the relevant governing body that the Club Member be disqualified from any involvement in athletics for some definite or indefinite period;
  - 10.5.5 terminate the Membership or such other penalty as the Disciplinary Committee considers appropriate.
- 10.6 The Disciplinary Committee will submit a written recommendation to the Management Committee within 7 (seven) days of the final meeting with the Club Member(s), and the Management Committee will determine its decision, which may take account of all or part of the Disciplinary Committee's recommendation, as soon as is practical thereafter, provided that the membership of any Club Member found guilty of taking performance-enhancing drugs will be terminated with immediate effect.
- 10.7 The Club Member concerned will be given written notification of the outcome by hand or by recorded delivery within seven days of the decision. The Club Member(s) concerned may

appeal against any decision as allowed by the national Governing Body for athletics.

10.8 If additional material facts come to light following the conclusion of any investigation, whether by the Management Committee or a Disciplinary Committee, the Management Committee may determine to reconsider the matter in accordance with the above procedures and any decision previously made may, accordingly, be revised.

10.9 Notwithstanding the provisions of these Rules, when dealing with a complaint the Honorary Secretary and the Management Committee shall be entitled to take, or omit to take, such action as is recommended pursuant to legal advice received from a legal practitioner whom the Honorary Secretary reasonably believes is competent to provide such advice.

## 11. Events

Club events will be held only as approved by the Management Committee. Open events, promoted by the Club, will be controlled by a committee appointed by the Management Committee.

## 12. Club badge and colours

12.1 The logo of the Club is two entwined squares in light blue (BS sky blue and 162 BCC) and white surrounding a maroon maltese cross (Logo). The Logo, badge and Club name cannot be used without prior written approval of the Management Committee.

12.2 The Club colours are black vests with two light blue hoops over and under a maroon hoop and black shorts except in distance races, where the governing body allows, Club Members may wear white. In either case a Club badge shall be worn on the left breast. Club Members shall wear these colours in County, Area and National Championships, open events and when representing the Club in athletic events unless more senior representative colours are appropriate.

## 13. Amendments to the Rules

Any proposed amendments to these Rules can only be made in accordance with the Articles of Association.

## Terms of Reference governing the Management Committee of Blackheath & Bromley Harriers AC (Club)

### INTRODUCTION

1. Establishment of the Management Committee
  - 1.1 The Management Committee (Committee) is established by the Club subject to, and in accordance with:
    - 1.1.1 the articles of association of the Club; and
    - 1.1.2 the rules of Club membership.
  - 1.2 Subject to paragraph 1.1 above, the Committee shall be governed by these terms of reference (Terms). Nothing in these Terms shall be inconsistent with, or shall affect or repeal, the provisions listed in paragraph 1.1. In such circumstances the relevant provision of these Terms shall be void.
2. interpretation
  - 2.1 in these Terms, unless the context requires otherwise:
    - 2.1.1 Articles means the articles of association of the Club in force from time to time.
    - 2.1.2 Club Members means the members of the Club who are granted a level of club membership under the Rules.
    - 2.1.3 Rules means the rules of Club membership from time to time in force.
    - 2.1.4 Sub-Committees means the 6 (six) sub-committees of the Committee from time to time which, at the date of adoption of these terms of references, shall consist of Active Athletics, Finance, House & Social, Communications, Development and Sponsorship / Fund-Raising.
    - 2.1.5 Trustees means the trustees of the Club.
  - 2.2 In the event of any ambiguity the Trustees shall have the power to rule on the interpretation of these Terms.
  - 2.3 In these Terms, unless the context requires otherwise, the definitions set out in the Articles shall apply.
3. Purposes of the Committee
  - 3.1 In furtherance of the Club's purposes, e.g. "the Club's charitable purposes", the purposes of the Committee are:
    - 3.1.1 to be responsible for the general management of the Club;
    - 3.1.2 to adopt new policies, codes of conduct and rules that affect the running of the Club; and
    - 3.1.3 to make representations to the Trustees on other Club related matters.
  - 3.2 The Committee shall not further any purposes which do not fall within the purposes of the Club.
4. Powers and responsibilities of the Committee

- 4.1 Subject to paragraph 1 above and to any decision or resolution of the Club, the Committee may exercise all the delegated powers of the Trustees in so far as they relate to the objects of the Committee and are in accordance with these Terms. No alteration of these Terms and no such decision or resolution shall invalidate any prior act of the Committee which would have been valid if that alteration had not been made or that decision or resolution had not been made or passed.
- 4.2 At all times, the Committee shall ensure that its actions are conducted in accordance with the objects of the Club and the provisions outlined at paragraph 1.1 of these Terms.
- 4.3 Except as provided for in these Terms, in addition to all powers hereby expressly conferred upon the Committee and without detracting from the generality of the powers delegated, the Committee shall have the following powers, namely:
  - 4.3.1 be responsible for disciplinary hearings of members or Club Members who infringe the Rules;
  - 4.3.2 appoint sub-committees as necessary;
  - 4.3.3 appoint a Child Officer and assistants as necessary to implement the Club's child protection policy and to operate appropriate procedures;
  - 4.3.4 appoint advisers to the Committee as necessary to fulfil their business; and
  - 4.3.5 all other reasonable powers necessary to carry out the day to day running of the Club.
- 4.4 The Committee shall not have any powers which the Club is itself unable to lawfully delegate to it.

#### COMPOSITION OF THE COMMITTEE

5. Membership of the Committee
  - 5.1 The Committee shall consist of:
    - 5.1.1 Chair;
    - 5.1.2 Honorary Secretary;
    - 5.1.3 Honorary Treasurer;
    - 5.1.4 Club Membership Secretary;
    - 5.1.5 up to 3 (three) other Club Members;
    - 5.1.6 the chairs of the Sub-Committees;
    - 5.1.7 the head of track and field;
    - 5.1.8 the head of cross-country and road running
    - 5.1.9 The President
    - 5.1.10 The Immediate Past President
  - 5.2 No person may be appointed as a member if he or she has not yet attained the age of 20 (twenty) years or would be disqualified from being a member under paragraph 7 below.

- 5.3 Membership of the Committee is personal, and is not transferable to any other person.
- 5.4 The Trustees shall maintain a register of Committee members.
- 5.5 The Management Committee may co-opt at any time to fill a vacancy during the Year. Any person so appointed shall hold office until the next Annual General Meeting.
- 6. Term of office
  - 6.1 The term of office of a Committee member shall be 1 (one) year.
  - 6.2 Nothing in these Terms prevents a Committee member from being reappointed at the expiry of his or her term of office.
- 7. Disqualification from office

A Committee member shall be disqualified from holding, or continuing to hold, office as a Committee member and shall cease to hold such office if he or she:

- 7.1 Becomes disqualified by law from holding office as a company director or a charity trustee;
- 7.2 becomes incapable by reason of illness or injury of managing and administering his or her own affairs;
- 7.3 resigns from his or her office by written notice to the Club;
- 7.4 is absent without good reason from all the meetings of the Committee held within a period of 6 (six) months and the Committee resolves that his or her office be vacated;
- 7.5 is the subject of 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; or
- 7.6 makes a composition with his or her creditors generally in satisfaction of his or her debts.
- 7.7 is removed as a Committee member by a decision or resolution of the Trustees or the Club Members; or
- 7.8 ceases to be a Club Member.

#### PROCEEDINGS OF THE COMMITTEE

- 8. Calling meetings
  - 8.1 The Committee will meet at least once every two months. The Committee may meet at other times during the year as agreed between the Committee members or as required.
  - 8.2 The Honorary Secretary must convene meetings of the Committee and, when exercising this function, he or she must comply with any request for a meeting, or any direction given by:
    - 8.2.1 the Committee;
    - 8.2.2 the chair of the Committee, so far as such direction is not inconsistent with any direction given under paragraph 8.2.1 above; or
    - 8.2.3 the Trustees.

8.3 Subject to any direction given in accordance with paragraph 8.2 above, at least 7 (seven) clear days in advance the Secretary must give to each Committee member and to the Trustees (whether or not they are Committee members):

8.3.1 notice of the meeting;

8.3.2 a copy of the agenda for the meeting; and

8.3.3 any reports or other papers to be considered at the meeting;

provided that, where the chair of the Committee so determines on the ground that there are matters demanding urgent consideration, it will be sufficient if the written notice of the meeting states that fact and the notice, agenda and reports or other papers to be considered at the meeting are given within such shorter period as he or she directs.

## 9. Attendance

Subject to paragraph 12 below, the following persons are entitled to attend any meeting of a Committee:

9.1 any Trustee;

9.2 any Committee member; and

9.3 such other persons as the Committee may determine from time to time.

## 10. Quorum

10.1 The quorum for the transaction of the business of the Committee shall be 8 (eight).

10.2 If it is not possible to form a quorum or take a vote on a particular matter, the matter may be referred to the Trustees for a decision.

## 11. Voting

11.1 Every question to be decided at a meeting of a Committee must be determined by a majority of the votes of the Committee members present and voting on the question.

11.2 Where there is an equal division of votes, the person who is acting as chair for the purposes of the meeting has a second or casting vote.

11.3 Subject to paragraph 10 above, the proceedings of the Committee are not invalidated by:

11.3.1 any vacancy among its number; or

11.3.2 any defect in the appointment of any Committee member.

## CONFLICTS OF INTEREST

### 12. Restrictions on participation

12.1 Where:

12.1.1 in relation to any matter there may be a conflict between the duties or interests of a Committee member and the interests of the Club;

12.1.2 a fair hearing is required and there is any reasonable doubt about a Committee member's ability to act impartially in relation to any matter; or

12.1.3 a Committee member (or a person connected with him or her) has a pecuniary interest in any matter,

that person, if present at a meeting of the Committee at which the matter is the subject of consideration, must disclose the nature and extent of his or her duty or interest, withdraw from the meeting and (if he or she has a vote) not vote on the matter in question.

12.2 Nothing in this paragraph 12 shall be construed as precluding:

12.2.1 the Committee from:

12.2.1.1 allowing a person who appears to them to be able to give evidence to attend any hearing conducted by them into any matter and to present his or her evidence; or

12.2.1.2 hearing representations from a Committee member acting in a capacity other than that of a Committee member;

12.2.1.3 considering and voting upon proposals for the Club to take out insurance protecting the Trustees or other officers of the Club, the staff of the Club or the Committee members against liabilities incurred by them arising out of their office and nor is the Club prevented from obtaining such insurance and paying the premiums.

12.2.2 a Committee member from entering into a contract with the Club from which he or she (or a person connected with him or her) is entitled to profit;

12.3 Where there is any dispute as to whether a Committee member is required by this paragraph 12 to withdraw from a meeting of the Committee and not vote, that question must be determined by the other Committee members present at the meeting acting reasonably and in good faith.

13. Sub-Committees

The Sub-Committees shall meet at least 1 (one) time per year. The chairs of each Sub-committee meeting shall report to the meetings of the Committee.

## MISCELLANEOUS PROVISIONS

14. Chair

The chairman of a Committee meeting (Chairman) shall preside at every meeting of the Committee at which he or she is present but, if there is no member holding that office or if the Chairman is unwilling or unable to preside or is not present within ten minutes after the time appointed for the meeting, the members present may appoint one of their number to be chair of the meeting.

15. Secretary to the Committee

15.1 The Honorary Secretary shall act as secretary for the Committee.

15.2 The Committee may, if the Honorary Secretary fails to attend one of its meetings, appoint any one of its Committee members to act as the Secretary for the purposes of that meeting only.

15.3 The Honorary Secretary shall:

15.3.1 convene meetings of the Committee;

15.3.2 attend meetings of the Committee and ensure that minutes of the proceedings are drawn up; and

15.3.3 perform any other functions determined by the Committee.

16. Minutes

16.1 Minutes of the proceedings of a meeting of the Committee must be drawn up by the Honorary Secretary (or by the person acting as the secretary for the purposes of the meeting) and must be signed (subject to the approval of the Committee) by the Chairman of the next meeting of the Committee.

16.2 The Committee must as soon as reasonably practicable:

16.2.1 make available for inspection at the request of any interested person, and

16.2.2 give to the Trustees;

a copy of the agenda and signed minutes or the draft minutes (if they have been approved by the Chair) for every meeting and any report or other paper considered at the meeting, save where such minutes include personal or confidential matters.

17. Communication

17.1 Where there is reference in these terms of reference to communications, documents or notices, any such communication, document or notice may, at the discretion of the Committee, be sent by electronic means or by hard copy.

18. Review

18.1 The Trustees shall annually or more regularly review and determine these Terms, including the constitution, terms of reference and membership of the Committee.



## Blackheath & Bromley Harriers AC (Club)

### Delegation of powers ~ financial policy

#### 1. Delegation of Powers

- 1.1 The Board of Trustees of the Club is permitted to delegate certain powers in relation to the day to day management of the Club to the Management Committee subject to, and in accordance with its articles of association (Articles).
- 1.2 Subject to paragraph 1.1 above, the financial powers delegated by the Management Committee shall be governed by these terms (Terms). Nothing in these Terms shall be inconsistent with, or shall affect or repeal, the provisions listed in paragraph 1.1. In such circumstances the relevant provision of these Terms shall be void.

#### 2. Interpretation

- 2.1 In these Terms, unless the context requires otherwise, words or expressions used shall have the same meaning as set out in the Articles.
- 2.2 In the event of any ambiguity the Trustees shall have the power to rule on the interpretation of these Terms.
- 2.3 In the event of any conflict between these Terms and the Articles, then the Articles shall prevail.

#### 3. Purposes of the Delegation

- 3.1 In furtherance of the Club's objects, (set out in the Articles) the Management Committee shall exercise such powers as are delegated under Article 31.1 and these Terms to carry out financial transactions and to manage the Club financially on a day to day basis.
- 3.2 The Management Committee shall not further any purposes which do not fall within the objects of the Club.

#### 4. Scope of delegated powers and responsibilities

- 4.1 Subject to paragraph 1 above and to any decision or resolution of the Club, the Management Committee may exercise all the delegated powers of the Trustees in so far as they relate to the purposes set out in paragraph 3.1 above and are in accordance with these Terms. No alteration of these Terms and no such decision or resolution shall invalidate any prior act of the Management Committee that would have been valid if that alteration had not been made or that decision or resolution had not been made or passed.
- 4.2 At all times, the Management Committee shall ensure that their actions are conducted in accordance with the objects of the Club and the provisions outlined at paragraph 1.1 of these Terms.
- 4.3 Except as provided for in these Terms, in addition to all powers conferred expressly upon the Management Committee under these Terms and without detracting from the generality of the powers delegated, the Management Committee shall have the power to authorise expenditure in furtherance of the Club's objects up to a maximum of £15,000 (Permitted Limit) in any single transaction provided that the prior approval of the Board shall be required in respect of more than one transaction with the same party (or an associated company of that party) or a series of related transactions if the Permitted Limit would be exceeded by the completion of such transactions.
- 4.4 The Management Committee shall not have the power to commit the funds of the Club above £15,000 without the express approval of the Board.

5. Disposal of assets

The Management Committee may not dispose of any assets of the Club with a market value in excess of £10,000 without the prior approval of the Members.

6. Loans

The Management Committee may not make any loan(s) pursuant to Article 4.26.1 of the Articles in excess of £1,000 without the prior approval of the Members.

7. Investment

The Management Committee acknowledges that the Trustees require timely reports of all transactions where it is considering the investment of monies of the Club pursuant to Article 22.2 of the Articles.

8. Bank account

Any bank account in which any money of the Club (in so far as it relates to the objects of the Club) is deposited shall be operated by the Management Committee in the name of the Club subject to paragraph 4.3 of these Terms.

9. Review

The Trustees shall annually or more regularly review and determine these Terms, including the scope of powers conferred on the Management Committee and the limits of any monetary authorities granted.