



## **HERTS BASEBALL CLUB**

### **CONSTITUTION**

#### **1. Name**

- 1.1 The Organisation shall be called Herts Baseball Club (hereinafter called "the Club").
- 1.2 The Club shall comprise of the adult programme (Herts Falcons, Herts Hawks and future Herts adult teams), the youth programme (Herts Little League and Play Ball!) as well as any other university programmes, holiday and schools programmes that may exist now or in the future.

#### **2. Affiliation**

- 2.1 The Club shall be affiliated to the British Baseball Federation (BBF) and/or any other relevant governing body.

#### **3. Aims and Objectives**

- 3.1 The object of the Club is to provide facilities for and promote participation of the whole community in the sport of baseball.
- 3.2 The aims and objectives of the Club should be consistent with the furthering of equal opportunities for all groups in baseball.
- 3.3 The Club will manage the Grovehill Ballpark in Hemel Hempstead and/or any other baseball facilities which may be used by the club from time to time

#### **4. Membership**

- 4.1 The Club shall consist of the officers and members.
- 4.2 Membership of the Club shall be open to all persons irrespective of ethnicity, nationality, sexual orientation, religion or beliefs; or of age, sex or disability except as a necessary consequence of the requirements of baseball as a particular sport. The Executive Board may refuse membership or expel from membership only for good and sufficient cause, such as conduct or character likely to bring the Club or sport into disrepute. Appeal against such a decision may be made to the Club's members, none of whom will have been involved in making the initial decision, and decided by a majority vote.
- 4.3 A person shall be deemed to be a member of the Club after he/she has remitted full or partial payment of his/her annual membership fee to the Club.
- 4.4 Once full membership has been recognised, the membership period will be the year ending on 31 December.
- 4.5 In accepting membership a person agrees to abide by the constitution of the Club and the rulings of the Club's Executive Board.
- 4.6 Members who will be under the age of 14 on 31st December in the year shall be considered Junior members. Members who will be over the age of 13 but under the age of 17 on 31st December shall be considered Associate Members.
- 4.7 Junior members shall not have the right to vote at meetings.

## **5. Membership Fees**

- 5.1 Membership fees shall be stipulated by the Club's Executive Board distinguishing between each group of players that it deems fit.
- 5.2 Annual membership fees fall due each year at a time determined by the Executive Board and are payable to the Club.
- 5.3 The Executive Board may decide upon other charges or subscription at its discretion.

## **6. Non-Board Officers**

- 6.1 The Non-Board officers of the Club may include Fundraising Manager, Grounds Manager, Media Officer, Recruitment Officer, Sponsorship Manager, Statistics Officer, Volunteer Co-Ordinator, Webmaster, Welfare Officer and other officers which the Executive Board may from time to time determine at its ultimate discretion.
- 6.2 These officers shall be appointed to and if/when appropriate removed from non-board positions at the Executive Board's discretion.
- 6.3 The Executive Board may fill any casual vacancy occurring.

## **7. Executive Board**

- 7.1 The management of the Club shall be vested in the Executive Board hereinafter called "the Executive Board" or "the Board".
- 7.2 The Executive Board shall act for the members. Liabilities incurred shall fall upon the membership provided they act in accordance with the constitution, in honesty and good faith.
- 7.3 The Executive Board shall comprise of a President, Secretary, Treasurer and/or any other positions the Executive Board deems necessary.
- 7.4 A person may be appointed as an Executive Board Member, to fill a vacancy or as an additional member:
  - a) by the Executive Board, for a term approved by the Board, or
  - b) by members in a General Meeting, for a term specified in the resolution.

In either case, the term shall expire no later than 31st December in the third year following the appointment date. Board members shall automatically resign at the AGM held in the year of expiry of their term, and will be eligible to seek re-election at such AGM.

- 7.5 The Secretary shall convene meetings of the Executive Board and the Board shall meet around six times a year. Meetings may be held electronically via telephone or over the internet or other electronic media.
- 7.6 The quorum for the transaction of business at Executive Board meetings may be fixed by the members of the Executive Board and unless so fixed at any other number shall be 3 (three). Note this quorum will differ for general meetings.
- 7.7 Every question at a meeting of the Executive Board shall be determined by a majority of the vote of the members present and every voting member having one vote. In the event of an equality of votes, the President shall have a casting vote.
- 7.8 The interpretation of the constitution of the Club shall be vested in the Executive Board, who shall decide all questions relating to the Club, save those specified in or involving an amendment to the constitution (see paragraph 14).
- 7.9 The Executive Board shall be responsible for considering any application for membership and shall decide if this application should be accepted. This decision shall be in accordance with the non-discriminatory policy specified in 4.2.
- 7.10 On the request of ten percent (10%) of the members (who are not Junior members), submitted by email to the Secretary or the President, any Board Member who has served a term of at least six months will be required to resign at the following AGM, and will be eligible to seek re-election.

7.11 A Board Member shall be dismissed, with immediate effect, on a vote at Extraordinary General Meeting, or by a vote of the Executive Board supported by a majority of all Board Members.

## **8. Finance**

8.1 The Income and Property of the Club shall be applied solely towards promoting the Club's objects as set forth in this Constitution.

8.2 Any surplus income or gains are to be reinvested in the club. Surpluses or assets shall not be distributed to members or third parties.

8.3 The Treasurer is responsible for the finances of the Club.

8.4 The financial year of the Club ends on 31 October.

8.5 Proper accounts shall be kept of all sums of money received and paid out by the Club.

8.6 A statement of accounts up to and including this date shall be presented at the Annual General Meeting of the Club.

8.7 The funds of the Club shall be lodged at a bank or building society in an account in the name of the Club, and all cheques, drafts, etc drawn on these accounts shall be signed by two signatories, one of them being the Treasurer and the other being a person from a list of signatories determined by the Executive Board.

## **9. Annual General Meeting and Other Meetings**

9.1 The Annual General Meeting (AGM) of the Club shall be held in every year during the month of January, or at another suitable time, when the annual report for the previous season of the Executive Board and the statement of accounts up to the end of the financial year shall be presented.

9.2 Not less than 14 (fourteen) days notice of the AGM shall be given to all members by the Secretary. The internet shall be a suitable medium for such notice.

9.3 The AGM shall elect such officers of the Club as it may from time to time determine.

9.4 The Secretary may receive nominations for officers at any time, including during the AGM. Nominations shall require two votes (nominated and seconded). Nominations can only be accepted from persons eligible to vote at the AGM.

9.5 The Executive Board shall determine the dates of the general meetings and of the Executive Board meetings. In addition, the President may call a meeting when s/he considers it necessary or desirable, or upon the written request of two members of the Executive Board.

9.6 All members shall be entitled to vote at general meetings of the Club and shall have equal voting rights.

9.7 A general meeting shall be quorate if the number of members (including Associate Members) present and eligible to vote is at least 10% (ten percent), rounded down, of the number of members who are eligible to vote and who are not Associate Members.

9.8 An Extraordinary General Meeting (EGM) shall be called by an application in writing to the Secretary signed by not less than 20% (twenty percent) of the voting membership. The Executive Board shall have the power to call an EGM by decision of a simple majority of its members.

9.9 An ordinary general meeting shall be called after each season, if it is deemed necessary.

## **10. Voting Procedures**

10.1 Each member shall be entitled to one vote.

10.2 A motion shall be carried by a simple majority of those present and voting, except when the motion is a constitutional amendment which shall require a two-thirds majority (see paragraph 11).

10.3 The President shall have a casting vote.

- 10.4 With the exception of voting on constitutional amendments or matters related to the election of Executive Board Members, the internet shall be a suitable medium for organising voting at the Annual General Meeting or other general meetings of the Club and such online voting and/or elections can take place before, during or after such general meeting, provided that all members are given the appropriate 14-day notice to cast their vote. Such online voting system must ensure that voting results are accurate, verifiable and that voters' confidentiality is maintained.
- 10.5 Members who have an overdue balance payable to the Club, and who have made no arrangement for meeting this debt shall not be eligible to vote at an AGM, EGM or other meeting of the members of the Club.

## **11. Property and Staff**

- 11.1 Responsibility for all property owned or leased by the Club and for the employment of paid staff and volunteers rests with the Executive Board.
- 11.2 Members of the Executive Board may receive stipends from funds, thus making them staff, should the Executive Board deem it necessary. Such staff may continue to hold voting positions on the Executive Board, but shall not be eligible to vote on matters relating to their own employment.
- 11.3 Members of staff who do not sit on the Executive Board shall report to the Executive Board.
- 11.4 The Executive Board shall have the authority to dismiss and discipline staff as it deems fit, within the bounds of the contract with such employee.

## **12. Discipline and Appeals**

- 12.1 The Executive Board, or a disciplinary committee consisting of no fewer than three (3) Executive Board members, shall have the power to take appropriate disciplinary action against any member and shall have authority to terminate the membership of any member guilty of conduct deemed to be to the detriment of the Club.
- 12.2 There shall be the right of appeal to an appeals committee. An appeal should be made within fourteen (14) days of the written notification of the disciplinary action.
- 12.3 The appeals committee shall be convened, and it shall affirm, vary or rescind any action decided by the disciplinary committee, within sixty (60) days of the written notification of such an appeal. Such appeals committee shall consist of no fewer than three (3) members which shall be drawn from Executive Board members who have not served on the disciplinary committee concerned with the subject of the appeal. In the absence of a sufficient number of eligible Executive Board members, appeals committee members shall be drawn from non-Executive Board members.

## **13. Dissolution Procedures**

- 13.1 In the event of the Club ceasing to exist, and following the discharge of all debts and liabilities, any assets at the time of the dissolution shall be distributed in accordance with 13.3. No member shall obtain any asset from the Club.
- 13.2 The Club may be wound up on a resolution of the members, passed by a two-thirds majority at a special meeting convened for that purpose upon the request of 20% (twenty percent) of its active members. At least 28 (twenty-eight) days notice of the meeting shall have been sent to all members of the Club. Should there not be quorum at such a meeting, it shall be in the power of those present to wind up the Club, requiring a two-thirds majority.
- 13.3 In the event of the passing of the resolution to wind up the Club, the members shall appoint a representative committee which shall be empowered to distribute assets, including cash and investment in hand, for any of the following approved sporting or charitable purposes:
- 13.3.8 the purposes of our sport's governing body for use in related community sport,

13.3.9 the purposes of another club registered with the Community Amateur Sports Clubs (CASC) Scheme,

13.3.10 the purposes of a registered charity.

#### **14. Review of the Constitution**

14.1 This constitution shall be open to review at any time.

14.2 Amendments to the constitution shall only be agreed at an Annual General Meeting or at an Extraordinary General Meeting of the membership.

14.3 Additions to, or alterations of the constitution shall be submitted to the Secretary not less than 10 (ten) days before the date of the meeting. No resolution involving an amendment to the constitution may be proposed or amended from the floor of a meeting.

14.4 In the event of a proposal for amending the constitution being received in writing prior to the general meeting, the Secretary shall inform the membership of the proposed motions not less than 3 (three) days before the meeting.

14.5 Any amendments to the proposed motion duly proposed and seconded in like manner shall be submitted in writing to the Secretary at any time before the general meeting.

14.6 Any alteration to the constitution shall require a two-thirds majority of members present and voting.

14.7 In the event of any question or matter arising, which is not provided for in the constitution, the Executive Board whose decision shall be final shall deal with such question or matter.

#### **15. Declaration**

This constitution shall replace the previous constitution which was adopted on 23 November 2014.

This constitution was adopted by the Club at an Annual General Meeting held on 13 January 2018 and comes into effect on that date.

Signed: \_\_\_\_\_

Name: XXXX

Position: XXXXXXXXXXXX

Signed: \_\_\_\_\_

Name: A. Dimitrov

Position: President

Hemel Hempstead, Hertfordshire

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