

DUFFIELD SQUASH AND TENNIS CLUB CONSTITUTION

Revision number 3.0

Approved on.....5th Feb 2025.....

Signed on behalf of the club.....AKing.....

VERSION CONTROL

VERSION NUMBER	DATE ADOPTED	CHANGE MADE	DATE CHANGE ADOPTED	SIGNED AS ADOPTED BY
1.	February 15 2024	New Constitution to merge DSRC and DLTC	April 1 2024	Vic Malysz Grenville Holt
2.	November 6 2024	Moving date for AGM	November 6 2024	Mark Benson
3.	February 5 2025	Addition of definitions. Alterations re governance and financial controls inc. term of service of Chair and council members; processes re confirmation of co-opted council members, removal of a member or members, and conflicts of interest; amendments for notice periods and resolutions for general meetings; removal of single section voting option; publication of annual budget and controls on capital expenditure	February 5 2025	Anthony King

1. Definitions

AGM Annual General Meeting of the members as defined in the constitution.

Auditors the auditors of the club as appointed at the AGM.

Bylaws are the laws and rules of the club as determined by the council and as stated or referenced in the constitution.

CASC Community Amateur Sports Club as stated by the Finance Act 2002 where over 50% of the membership are playing members.

Chair is the chair of the council as elected by the membership.

Committee an entity formed of council members and / or coopted members to provide strategic leadership and direction to the wider council for tennis, squash, the gym and social activities.

Co-opted member is a member who is a short-term appointment to fill an unplanned vacancy on the council until an election either at an EGM or an AGM as set out in this constitution.

Delegated responsibility is the authority conferred to the council as stated in the constitution.

EGM Extraordinary General Meeting of the members as defined in the constitution.

Financial year is the financial year of the club, starting on the 1st April and ending on the 31st March of the following year.

Full Member is a member paying subscription fees allowing access to the facilities of the club and with accorded voting rights as in the constitution.

General Data Protection Regulation (GDPR) as defined in the Data Protection Act of 2018.

Gross misconduct as defined in the club's code of conduct and disciplinary procedures.

Playing rules of the club are the rules set down by the national organisations for the sporting activities at the club which the club have adopted.

Temporary member is a guest member introduced to the club by a full member who is bound by the constitution and bylaws and other regulations of the club and his or her actions and conduct in the club are the responsibility of the member(s) who introduced them.

Voting members are those members eligible to vote at an AGM or EGM as defined by the constitution.

2. NAME

The club is called Duffield Squash and Tennis Club (DSTC or the club)

3. GENERAL

- 3.1 The club is a CASC and is an unincorporated, non-profit making organisation. All profit and surpluses of the club will be used to provide facilities for and promote participation in the sports of Squash, Tennis, Racketball and Pickleball. All surplus income or profits are to be reinvested in the club. No surpluses or assets will be distributed to members or any third parties. The club shall be managed by the club council that is elected, from time to time, by the members of the club at an AGM or EGM.
- 3.2 The club will affiliate to appropriate national and regional bodies such as England Squash and Racketball (ES) and the Lawn Tennis Association (LTA) as the club council may determine to be in the best interests of the club.

4. OBJECTIVES

- 4.1 The objectives of the club are principally to promote participation in and provide facilities for:
 - 4.1.1 the support and playing of tennis and pickleball
 - 4.1.2 the support and playing of squash and racketball
 - 4.1.3 the development and improvement of fitness and wellbeing in general and to support participation in racket sports, including a gym, and associated fitness training and classes
 - 4.1.4 social and community activities
- 4.2 The club council may provide any other amenities considered beneficial for the club or the local community.
- 4.3 The club will offer the ordinary benefits of a CASC as provided for in the Finance Act 2002, including the provision of suitably qualified coaches, coaching courses, insurance and post-match refreshments. It will sell or supply food and drink as a social adjunct to the sporting outlets of the club.

5. MANAGEMENT

- 5.1 The club shall be managed by a council ("the club council") of not more than 10 members which will comprise the following: Chair, Secretary, Finance Lead, Facilities lead, Welfare Officer, Communications and marketing lead, Squash and racketball lead, Tennis and pickleball lead, Fitness / Gym lead, social lead ("the council members"). If the chair is unable to attend a meeting, a vice chair will be elected by council members at that meeting.
- 5.2 Committees shall be set up to support the running of tennis and pickleball, squash and racketball, the gym and fitness, and social activities respectively. Other committees may be established by the club council as required:

- 5.2.1 The squash and racketball, tennis and pickleball, gym and fitness, and social committees shall each consist of a lead, who is on the council representing that committee and not fewer than 3 (three) additional members.
 - 5.2.1.1 All members of these committees will be co-opted by the respective committee lead.
 - 5.2.2 If a council member leaves the club council, for any reason, before the end of their elected term, the club council has the power to co-opt a club member to fill the role that becomes vacant.
 - 5.2.3 However, the membership must formalise the appointment of a co-opted member in the position or choose, via the normal election process, another candidate, within 3 (three) months of the co-opted member being appointed by the club council either at an EGM or an AGM, whichever comes first, in accordance with the process stated in the constitution for the election of council members.
- 5.3 Election of the chair:
- 5.3.1 the chair will usually be elected at an EGM or AGM having been nominated by the appropriate procedures as stated in this constitution
 - 5.3.2 the chair is elected for a 3 (three) year term after which he or she must stand for re-election
 - 5.3.3 the chair may only serve two 3 (three) year terms (whether separately or consecutively)
 - 5.3.4 should a chair need to be coopted onto the club council, for any reason during a year, and he or she wishes to stand for election at the next AGM then:
 - 5.3.4.1 if the co-opted period is less than 6 months to the scheduled next AGM it does not count towards their 3 year term if duly elected. No EGM is required specifically for this period.
 - 5.3.4.2 if the co-opted period will be greater than 6 months to the next AGM then an EGM must be convened within 3 months to formalise their position or consider other candidates. If they are elected and their term of office is greater than 6 months, then it will count towards their 3 year term if elected at the next AGM. i.e. their elected period of office will be for the next two (2) years when they will then be required to seek re-election, should they wish to serve a second term.
 - 5.3.5 The removal of the chair before the end of any three year term may only be achieved at an EGM requested by members, where a written motion of no confidence signed by at least 5% of the eligible voting membership is carried.
- 5.4 Election of council members:
- 5.4.1 members of the club council will usually be elected at an AGM, or at an EGM if a vacancy arises or to comply with 5.2.3 above, having been nominated by the appropriate procedures as stated in this constitution

- 5.4.2 candidacy for any position on the club council is open to any club member, except junior members or past chairs who do not meet the criteria as stated in section 5.4.8
- 5.4.3 voting is by method as stated by the constitution and detailed at the time of a request for an EGM or AGM. It will be by:
 - 5.4.3.1 email to the secretary of the council, unless they are conflicted whereby the recipient will be another non-conflicted council member, or
 - 5.4.3.2 by proxy to the council member stated in 5.4.3.1 or
 - 5.4.3.3 in person and by secret ballot at the time of the EGM or AGM under guidance of the Secretary
- 5.4.4 council members are elected for a term of 3 (three) years
- 5.4.5 council members are not limited as to the number of terms they serve but must seek re-election at the end of serving a term of 3 (three) consecutive years.
- 5.4.6 no council member can hold more than 1 (one) position on the council, unless on a short-term co-opted needs basis and only then with full disclosure to the membership and agreement of the council.
- 5.4.7 if a current council member wishes to stand for another position on the club council at the time of an election, either at an EGM or AGM, they must resign their current position on the club council prior to the EGM or AGM and if elected take up their new position.
- 5.4.8 any past chair, who has completed two terms in that office, can stand for election, for any other position to the club council, as long as a minimum period of 3 years has elapsed since he or she occupied the position of chair.
- 5.4.9 should there be an equal number of all votes counted for any position, the candidates will be asked to speak at the EGM and AGM and a second secret ballot vote will be taken by those members present. Ballots must continue until a count has a majority of 1 (one) or more.
- 5.4.10 The removal of a council member before the end of their 3 year term can only be achieved in one of two ways:
 - 5.4.10.1 after a vote of no confidence by council members at a council meeting for a specified reason or reasons, after first having appropriately discussed such reason or reasons with that council member, and a compromise not being agreed, or
 - 5.4.10.2 at an EGM requested by members where a written motion of no confidence in that council member signed by at least 5% of the eligible voting membership is carried.
- 5.5 The club council will ensure the appropriate running of the club for the benefit of the membership as a whole. As far as is practical, the club council will seek to ensure an

overall balanced representation is maintained on the club council from the membership, representing the various activities.

- 5.6 Before any council member is appointed the membership must be provided with adequate information so as to reasonably determine and consider both the skills and experience of the prospective council member and whether they would satisfy the HMRC's 'fit and proper person' test'. Prior to being elected a candidate will be made aware of their responsibilities and they shall sign a letter of appointment which sets out the role and the responsibilities the council member is expected to fulfil.
- 5.7 At various meetings of the club council the number of voting members specified in each case below shall be considered a quorum:
 - 5.7.1 full council meeting 5 (five) and must include the chair or an agreed vice chair
 - 5.7.2 committee meeting 3 (three).
 - 5.7.3 an AGM 21 (twenty one) and must include the chair or an agreed vice chair
 - 5.7.4 an EGM 21 (twenty one) and must include the chair or an agreed vice chair
 - 5.7.5 if a quorum is not present at the start of the meeting that meeting cannot take place and must be postponed to the next available convenient date.
 - 5.7.6 in the absence of an elected chair at any committee or general meeting, and where a quorum is reached, that meeting will elect a vice chair.
- 5.8 If, for any reason, an AGM or EGM is postponed, a new date must be set no more than 21 days after the postponed date.
- 5.9 An AGM must be convened each September of the same year following the club's financial year end in March.

6. MEMBERSHIP

- 6.1 DSTC is a fully inclusive club. Membership of the club shall be open to anyone on application, regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion, political or other beliefs:
 - 6.1.1 The maximum number of members in each section may be decided by the club council by reference to the limitation of available facilities
 - 6.1.2 Should the number of people wanting to join the club in any one section supersede the facilities then the club will operate a fair and reasonable waiting list for that section, making prospective members aware when a place becomes available.
- 6.2 The club has different classes of membership and subscriptions on a non-discriminatory and fair basis and will be determined by the club council. As an unincorporated club, all member groups will be eligible to vote at an AGM or, if called from time to time, an EGM, with the exception of junior members under the age of 18.
- 6.3 The classes of membership and all subscriptions and fees are proposed by the club council, having regard to CASC regulations. The club may charge for different methods of subscription payments. If these classes of membership, subscription and fees are to

be changed, they can only be done so with the agreement of the membership either at an EGM or an AGM.

- 6.4. The club council may refuse membership, or remove membership, but only for good cause as defined in the code of conduct and disciplinary procedures and any disciplinary issues raised need to conform with the current code of conduct and disciplinary procedures adopted by the council on behalf of the members. Appeal against refusal or removal may be made to the members.
- 6.5. Members may introduce guest (s) who will become temporary members and be subject to the club constitution, bylaws and playing rules of the club. The member(s) concerned who introduce(s) any guest(s) into the club (including visiting teams for the purposes of team matches) is / are directly responsible for the conduct and behaviour of such guest(s) whilst on the club premises.
- 6.6. The club council may elect, as an "Honorary member" of the club, without any subscription being payable, past or present members who have rendered outstanding service to the club. Notice of such election shall be given at the next EGM or AGM of the club following such election.
- 6.7. All members shall be deemed to have accepted and to be bound by the club's constitution, bylaws and playing rules and other policies and regulations in force at the time of their joining the club. A copy of the constitution and bylaws will be provided to all members at the time of them being updated as well as to a new member at the time of joining the club. All policies approved and adopted by the club council will be available to access on the club's website.
- 6.8. The club's constitution, if amended at an EGM or AGM, must be signed, dated with an appropriate revision number and distributed to club members.
- 6.9. In electing council members, the membership shall authorise levels of delegated responsibility to the council members as set out in this constitution.
- 6.10. As long as the club council abides by the constitution, bylaws, policies and regulations affecting the club, the club shall indemnify the club council and any officer or other member of the club, whether acting on the authority of the club council or under powers delegated by it, against any loss or liability whatsoever or howsoever caused (but only to the extent of its assets) except where the loss or liability arises from their wilful misconduct or from activities not reasonably in the interests of the club, or to the furtherance of its objectives.

7. FINANCE

- 7.1. The management and control of the funds and affairs of the club will be vested in the club council, who shall be empowered to make, repeal and amend any bylaws they consider beneficial for the running of the club. The club council may determine any matter not provided for in the constitution. Club procedures shall be set out in the bylaws.
- 7.2. The financial year shall end on the 31st March each year.
- 7.3. The club council will keep adequate records of financial transactions of the club and prepare statements for its accountants, and where necessary its auditors.

- 7.4 The club council will agree and set a budget for each financial year based on reasonable expectations of club membership, general income and costs.
- 7.5 This budget, having been agreed by the club council, will be communicated to the membership prior to the start of the new financial year, or as soon as practically possible thereafter. The club council will provide quarterly updates to the membership of financial performance for the previous quarter and year to date against the agreed budget.
- 7.6 The club council will provide outline plans as to capital spends expected in the following financial year as part of its budget communications. It is then empowered to commit funds for capital projects for investment in the club up to the value of, but not more than, £75,000 (seventy five thousand) pounds without formal resolution to the wider membership via an EGM.
- 7.7 Any capital spend above this figure will require formal approval at an EGM (or AGM) with prior notification to members outlining the reasons for the spend, timeframe of the work that follows and details of who will be providing this work.
- 7.8 This delegated financial responsibility is a total cumulative threshold level, in any one financial year, and should the club council deem there is a need for funds to be committed above this level then they can only do so after it has been approved by the membership at an EGM or AGM, whichever is practically sooner.
- 7.9 Any council member must declare any interests in any proceedings of the club council if they believe there is a conflict of interest in these proceedings.
 - 7.9.1. At the start of any council meeting, it is the responsibility of the chair to request from council members present a declaration of any conflict of interest and to formally record the declaration in the minutes.
 - 7.9.2 The club council can agree for a council member who has declared a conflict to still take part in the discussions, but the club council must record its reasons as to why their participation has been allowed and if such council member is or is not to be allowed to vote on a proposal.
 - 7.9.3 Failure of a council member to declare a conflict, for any reason, when it is later established that a conflict existed, will be considered to be an act of bad faith and to constitute an act of gross misconduct and the appropriate action will be taken by the chair immediately.
- 7.10 The club council may, in connection with the sports activities of the club, employ members (though not for playing) and remunerate them for providing goods and services, on fair, reasonable and competitive terms set by the club council.
- 7.11 The club council must ensure that audited accounts are provided for consideration by the membership 21 days prior to the planned AGM in the September following the end of the financial year in the March of that year. If an AGM cannot be convened in September it must be convened at the earliest possible time thereafter, but it must be concluded by no later than the second week of December after the financial year end of that year to give adequate time for filing accounts that must be completed no later than the end of December that year. An AGM cannot proceed without approved

accounts being ready and submitted to the membership 21 days before the AGM is convened.

8. GENERAL MEETINGS

- 8.1 General meetings include both the Annual General Meeting of the Club ("AGM") and Extraordinary General Meetings ("EGM"). Adult members (aged 18 and above) of all sections, including social members, have voting rights at general meetings of the club. Non-voting club members may attend general meetings and speak.
- 8.2 A minimum of 21 days' notice must be given for an AGM. The following business shall be transacted at the AGM :
 - 8.2.1 to present and adopt a statement of the club's previous year's annual accounts and present a projection for the forthcoming twelve-month period
 - 8.2.2 to consider and, if approved, sanction any alterations to the club constitution
 - 8.2.3 to appoint auditors to audit the club's annual accounts
 - 8.2.4 to receive reports covering the past year's activities from the relevant council members
 - 8.2.5 to deal with any motions, details of which shall have been given in the notice convening the meeting.
 - 8.2.6 where required appoint a new chair of the club
 - 8.2.7 where required appoint council members
 - 8.2.8 to receive suggestions from members for consideration by the club council and the committees
- 8.3 Notice for the nomination of council members shall be given to the club secretary no less than 14 days prior to the date of the AGM. Candidates for a position on the club council must have been a member of the club for at least 1 (one) year, be over 18 and be proposed and seconded by other members, who both have also been members for 1 (one) year at the club and who are over 18 years of age.
- 8.4 Notice of any motion to be raised at the AGM shall be given to the club secretary in writing, accompanied and referenced by two adult members of the club (proposer and seconder), not later than 14 days before the advertised date of the AGM or EGM. The chair of the AGM shall have absolute discretion to accept or reject motions or nominations of which proper notice has not been given.
- 8.5 An EGM may be convened at any time by the club council, or on receipt of a requisition, accompanied and referenced by not less than 5% of the eligible voting members of the club specifying the object of the meeting, for any of the following purposes:
 - 8.5.1 to consider and, if approved, sanction any duly made alteration to the club constitution
 - 8.5.2 to deal with any special matter which the club council wishes to place before members

- 8.5.3 to receive the resignation of the club council or to remove any member or members thereof from office and to fill any vacancy or vacancies caused thereby
- 8.5.4 to deal with any special matter which the members requesting the meeting wish to place before the club
- 8.6 A minimum of 14 days' notice and a maximum of 28 days' notice must be given for an EGM. No matters shall be considered at an EGM other than those specified in the notice convening the meeting.
- 8.7 The specific items on the agenda shall be decided by a simple majority of votes of the eligible members present, who shall each have one vote.

9. CLUB COUNCIL AND COMMITTEE PROCEDURE

- 9.1 Meetings of the club council shall be, where reasonably possible, diarised at the beginning of the financial year and be chaired by the chair. They shall be called not less frequently than every quarter. In addition, any two club council members may, in writing, require the chair to call a meeting to be held within 14 days of such request.
- 9.2 Meetings of the committees shall be called not less frequently than every quarter.
- 9.3 Copies of approved council minutes shall be published on club websites within 10 days of being ratified at the subsequent council meeting. Reports from committees shall be submitted for each club council meeting.
- 9.4 At a club council meeting, committee meeting or general meeting the chair shall have a normal vote. In the event of an equality of votes the chair has the option of a casting vote, but the choice to exercise that vote is theirs alone. Should the chairman not choose to exercise this option, then the item under consideration must be revisited until consensus can be voted on and agreed without the further need of a casting vote to be considered.

10. POLICIES

- 10.1 The club council will issue and maintain relevant policies for the effective governance of the club. These will be based on best practice and, where available, the guidelines issued by the sports' governing bodies.

11. ALTERATIONS

- 11.1 The constitution may be altered only by a simple majority of the Members entitled to vote at a General Meeting (EGM or AGM) of the club of which notice has been duly given specifying the proposed alteration.

12. DISSOLUTION

- 12.1 A resolution to dissolve the club can be proposed only at an EGM or AGM and shall be passed only if carried by a majority of at least three-quarters (75%) of the eligible members present and voting. The dissolution shall take effect from the date of the

resolution and the members of the club council shall be responsible for the winding-up of the assets and liabilities of the club.

- 12.2 On winding up or dissolution of the club, any remaining assets will be distributed to another registered CASC, a registered charity or the tennis and pickleball or squash and racketball governing bodies for use by them in related community sports.

13. PRIORITY

Where there is any conflict between any of the above rules ("key Rules") and any other rule or rules the key rule(s) will take priority. Interpretation and implementation of all the rules must be consistent with the statutory requirements for CASCs.

Reference to any statute, enactment, order, regulation or similar instrument shall be construed to include a reference to the same as amended from time to time, or as contained in any subsequent enactment thereof.

14. DATA PROTECTION

Data provided by members will be held and processed in accordance with the current GDPR regulations and with the requirements of any relevant governing bodies.

15. SAFEGUARDING

- 15.1 The club is committed to creating and maintaining the safest possible environment for all members. The club:

- 15.1.1 recognises that all members have the right to freedom from abuse
- 15.1.2 ensures that all coaches, volunteers and helpers are carefully selected and accept responsibility for helping to prevent the abuse of member
- 15.1.3 responds swiftly and appropriately to all suspicions or allegations of safeguarding incidents
- 15.1.4 ensures access to confidential information is restricted to authorised persons only or the appropriate external authorities

- 15.2 The welfare officer will ensure the necessary safeguarding policies are in place and adhered to and act as the main point of contact for safeguarding issues. The club council shall review its safeguarding policies and activities as required.

16. PURCHASE AND SUPPLY OF LIQUOR AND PERMITTED HOURS

- 16.1 Purchase for the club and supply by the club of intoxicating liquor must be the absolute discretion of the club council.
- 16.2 No one may at any time receive at the expense of the club or any member any commission, percentage or similar payment with reference to purchases of intoxicating liquor by the club.
- 16.3 No one may directly or indirectly derive any financial benefit from the supply of intoxicating liquor to the club.

- 16.3.1 Should the supply of any intoxicating liquor be from a member of the club or an organisation they own or represent, then it must be referred to and agreed by the council to ensure that the supplier meets the criteria of being “reasonable and fair value for money” for the eventual sale in the club to the members.
- 16.4 The permitted hours for the supply of intoxicating liquor and provisions of regulated entertainment shall be as permitted by the club’s premises certificate.
- 17. CLUB STAFF**
- 17.1 Club employees and contractors shall be under the orders of the club council or relevant committee only, and no member shall reprimand such a person.
- 17.2 All club staff will be provided with a contract, or a letter of engagement, stating terms of their engagement that will be signed by the relevant function lead having been approved by the council. The obligations of both sides and objectives will be in the contract, and it is the responsibility of the council lead for that area to review these objectives quarterly with relevant stakeholders and to report back to council accordingly.
- 17.3 If a member has any cause for complaint, that complaint shall be brought before the club council in writing and processed by the club council at its discretion.