

## **RULES and BYLAWS of YORK CITY BATHS CLUB**

### **1. Definitions**

- 1.1 The Club shall be called York City Baths Club (YCBC) and within these Rules and Bylaws, the word "Club" shall mean YCBC.
- 1.2 The Executive Committee shall be defined as in Rule 7, and the word "Committee" or abbreviation "EC" refers to the Executive Committee in these Rules.
- 1.3 Members shall be defined as in Rules 3, 13.1.2 and Bylaw 21.
- 1.4 "Honorary Members" shall be any person or organisation (not a member) operating for, or on behalf of, the Club.
- 1.5 Initials used within the Club Rules and Bylaws are defined as follows:
- FINA: FEDERATION INTERNATIONALE DE NATATION
- ASA: AMATEUR SWIMMING ASSOCIATION
- N.E: ASA NORTH EAST REGION
- IOS: INSTITUTE OF SWIMMING
- A or SGM: ANNUAL or SPECIAL GENERAL MEETING.
- E.C. EXECUTIVE COMMITTEE
- 1.6 Where, in these Rules and Bylaws, masculine or feminine gender is used, either may be substituted for the other.

### **2. Objects**

- 2.1 The objects of the Club shall be the teaching, development and practice of swimming and associated activities as determined by the committee. In the furtherance of these objects:
- 2.1.1 The Club is committed to treat everyone equally with' the context of its activities. This shall be, for example, regardless of sex, ethnic origin, religion, disability or political persuasion, on any grounds.
- 2.1.2 The Club shall implement the A.S.A. Equal Opportunities policy.
- 2.2 The Club shall be affiliated to N E and Yorkshire Swimming, Association and shall adopt and conform to the rules of these associations, and to such other bodies as the Club may determine from time to time.
- 2.3 The business and affairs of the Club shall at all times be conducted in accordance with the Laws and Technical Rules of the ASA ("ASA Laws") and in particular:
- 2.3.1 All competing members shall be eligible competitors as defined under ASA Laws.
- 2.3.2 The Club shall, in accordance with ASA Laws, adopt the ASA Child Safeguarding Procedures and recognises that the welfare of children is everyone's responsibility and that all children and, young people should have fun, be safe and be protected from harm.
- 2.3.3 Members and "Honorary Members" of the Club shall, in accordance with ASA Laws, comply with the ASA Child Safeguarding Procedures.

- 2.4 By virtue of the affiliation of the Club to N.E. and Yorkshire Swimming Association the Club and all members of the Club acknowledge that they are subject to the laws, rules and constitutions of:
- 2.4.1 The N.E. and Yorkshire Swimming Association
  - 2.4.2 The A.S.A. (to include the ASA/IOS Code of Ethics).
  - 2.4.3 British Swimming (to include in particular the British Swimming Doping Control Rules and Protocols and British Swimming Disciplinary Code).
  - 2.4.4 FINA, the world governing body for the sport of swimming in all its disciplines which are together "the Governing Body Rules".
- 2.5 In the event that there shall be any conflict between any Rule or Bylaw of the Club and any of the Governing Body Rules then the relevant Governing Body Rule shall prevail, subject to the EC making a recommendation to the Members of the Club that the Rules be amended and the Members passing a resolution to amend at a AGM or SGM. Once approved by members the amendment should be submitted to 'N.E.' and approved before final implementation by the club.

### **3. Membership**

- 3.1 The total membership of the Club shall not normally be limited. If, however, the Committee considers that there is a good reason to impose any limit from time to time then the Committee, shall put forward appropriate proposals for consideration at a General Meeting of the 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. However, limitation of membership according to available facilities and health and safety considerations is allowable on a non-discriminatory basis (Rule 2.1.1).
- 3.2 All persons who assist on poolside or elsewhere in any way with the club's activities shall become Honorary Members of the club and members of the A.S.A. and the relevant A.S.A. registration fee shall be paid.
- 3.3 Paid instructors, teachers and coaches who are not registered as Members or Honorary Members of the club must be members of a body which accepts that its members are bound by the A.S.A. Code of Ethics, the Laws relating to Child Protection and those parts of the Judicial Laws, Judicial Rules and procedures necessary for their implementation and whilst engaged in activities under the jurisdiction of the A.S.A. shall be subject to all the constraints and privileges of the Judicial Laws and Rules.
- 3.4 Any person who wishes to become a member of the Club for the first time or where their membership has lapsed for some time must submit a signed application to the Secretary (and in the case of a junior swimmer the application must be signed by the swimmer's parent or guardian). Election to membership shall be in the discretion of the Committee but other person(s) authorised by the Committee may make recommendation as to the applicants' acceptability.
- Any person refused membership may seek a review of this decision before a review panel appointed by the committee (Review Panel) comprised of not fewer than three members (who may or may not be members of the committee). The panel shall (where practical) include one independent member nominated by the ASA North East Region. The person refused membership shall be entitled to make representation to the Review Panel. The procedures for review shall be at the discretion of the Review Panel whose decision shall be final and binding.
- 3.5 In the situation where an existing member applies to change their membership status and this is consistent with the definitions of the various membership classes as shown in YCBC

bylaws, the signed application is given to the Secretary (and in the case of a junior swimmer the application must be signed by the swimmer's parent or guardian) for processing. Although election to this new membership class is at the discretion of the EC, under normal circumstances approval would not be unreasonably withheld. However, should the application be refused, the reasons for the refusal must be given by the EC. If the member is

not satisfied with the outcome, then the YCBC appeals process will be followed as laid out in bylaw 22.

- 3.6 The Club shall not refuse an application for membership on discriminatory grounds, as defined in Rule 2.1.1.
- 3.7 The list of all members, including Honorary Members, shall be maintained by the Secretary or nominated membership secretary. The onus is for every member or Honorary Member to ensure that their name is included on the list.

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

- 4.1 The annual membership subscription, teaching, coaching and squad fees (as applicable) shall be determined from time to time by the EC and this Committee shall in so doing make special provision for different classes of membership as it shall determine.
- 4.2 The annual membership subscription will be payable as a joining fee as a condition of membership. The annual membership subscription shall be due thereafter on the 1<sup>st</sup> day of March each year.
- 4.3 Any member whose subscription remains unpaid 30 days after the payment due date, may be suspended by the EC from some or all Club activities from a date to be determined by that Committee and until such payment is made.
- 4.4 The Committee shall have the power to make such increase in the subscriptions as necessary, where the Club pays the individual ASA Membership Fees to the ASA on behalf of members, being consequential upon an increase in individual ASA Membership Fees. Any increase in subscriptions shall be communicated to the members with the reasons for any increase to be reported to the members at the next AGM.
- 4.5 The Executive Officers (or the Committee) shall have the power in special circumstances to remit the whole or part of the fees, including the A.S.A. membership fees, to address issues of social inclusion.

#### **5. Resignation**

- 5.1 A member wishing to resign membership of the Club must give to the Secretary written notice of their resignation. A member's resignation shall only take effect when this (Rule 5.1) has been complied with.
- 5.2 The member who resigns from the Club in accordance with Rule 5.1 above shall not be entitled to have any part of the annual membership fee or any other fees returned.
- 5.3 Notwithstanding the provisions of Rule 5.1 above, a member whose subscription is more than two months in arrears shall be deemed to have resigned. Where the membership of a member is terminated in this way it will be confirmed in writing, by notice handed to them personally or sent by post to their last known address.
- 5.4 The A.S.A. Membership Department shall be informed should a member resign when still owing money or goods to the Club.

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

- 6.1 The Committee shall have power to expel a Member when, in its opinion, it would not be in the interests of the Club for that person 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 to be refunded and must return any Club or external body's trophy or trophies held forthwith. Clubs in exercising this power the Club is required to comply with the provision of Rules 6.3 and 6.4 below.
- 6.3 The Club shall comply with the relevant Judicial Rules for handling Internal Club Disputes ("the Rules") as the same may be revised from time to time. The Rules are set out in the A.S.A. Judicial Laws and appear in the ASA Handbook. (A copy of the current Rules may be obtained from the ASA Department of Legal Affairs).
- 6.4 A member may not be expelled or (subject to Rule 6.5 below) be made the subject of any other penalty unless the panel hearing the complaint shall vote in favour of the expulsion of, or other penalty imposed on, the member, by an at least two thirds majority.
- 6.5 The Officers of the Club (or any person to whom the Committee shall delegate this power) may temporarily suspend or exclude a Member from particular training sessions and/or wider club activities when, in their opinion, such action is in the interests of the Club. Where such action is taken, the complaint will thereafter be dealt with in accordance with the Judicial Rules (section 6.2 above).

## **7. Executive Committee**

- 7.1 The Committee shall consist of the Chairman, Secretary, Treasurer (together "the Executive Officers of the Club") President, Vice Chairman and Welfare Officer, together with such additional roles as required to manage specific activities of the club (as defined in Bylaw 23) and no more than 5 (five) elected members, all of whom must be Members of the Club. All EC members must be 18 years of age or over, though the EC may invite younger members to attend their meetings without the power to vote. The Welfare Officer, also not less than 18 years of age, is required to undertake appropriate training in accordance with the ASA Child Safeguarding courses and if possible to have an appropriate professional background.
- 7.2 All Committee members shall be proposed seconded and elected by ballot at the AGM each year and shall remain in office until their successors are elected at the next AGM. Committee members shall be from the list of Members as kept by the Secretary as defined in Rule 3.7, in categories with a voting entitlement. For the avoidance of doubt, to stand for election a Member must have been fully paid up for at least 3 (three) months prior to the AGM. Any vacancy occurring by resignation or otherwise during the year may be filled by the EC. Retiring members of the Committee shall be eligible for re-election.
- 7.3 Committee meetings shall be held not less than once a month (save where this Committee itself shall by a simple majority resolve it is not necessary to meet), and the quorum of that meeting shall be such number as shall represent not less than a simple majority of the EC members (to include not less than one Executive Officer). The Chairman and the Secretary together shall have discretion to call further meetings of the Committee if they consider it to be in the interests of the Club. The Secretary shall give all the members of the EC not less than 2 (two) days oral (or written) notice of a meeting. Decisions of this Committee shall be made by a simple majority (and in the event of equality of votes, the Chairman or if unavailable, the acting Chairman of that meeting, shall have a casting or additional vote). The Minute Secretary, or in his absence a member of the Committee, shall take minutes.
- 7.4 In the event that a quorum is not present within 30 (thirty) minutes of the published start time, a meeting shall stand adjourned to the time and date falling 7 (seven) days after the

date of the meeting, or such other date and time as may be determined by the Chairman. If a quorum is not present at the adjourned meeting then those EC members attending may act for the purpose of calling an SGM of the members, as laid down in Rule 10.1, with notice of resolution as shown in Rule 11.1.

- 7.5 In addition to the members so elected the EC may, at its discretion, co-opt up to 2 (two) further Club Members who shall serve until the next AGM. Co-opted Members shall be entitled to vote at Committee meetings and shall not be counted in establishing whether a quorum is present.
- 7.6 The EC may from time to time, appoint from among its number such sub-committees as they, may consider necessary and to remove (In whole or in part) or vary the terms of reference of such sub-committees and delegate to them such of the duties of the EC as it may determine. All sub-committees shall periodically report their proceedings to the EC and shall conduct its business in accordance with the directions of the EC,
- 7.7 The EC shall be responsible for the management of the Club and shall have the sole right to appoint and determine the contract terms and conditions of any service providers or facilities providers to the Club (see also Rule 14.3). All contracts entered into are done so on behalf of all the members of the Club. The EC 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 in General Meeting. The EC shall also have power to make regulations and to settle disputed points not otherwise provided for in these Rules and Bylaws.
- 7.8 All EC members shall be entitled to an indemnity out of the assets of the Club for all expenses and other liabilities properly incurred by them in the management of the affairs of the Club.
- 7.9 The EC shall ensure that the financial records and minutes of meetings are retained for a period of at least 6 (six) years.
- 7.10 The EC shall maintain an Accident Book in which all accidents to club members at swimming related activities shall be recorded. Details of such accidents shall be reported to the A.S.A. Office. The Club shall make an annual return to the ASA in the prescribed form.
- 7.11 The EC, on behalf of all Club Members, and for the avoidance of doubt, shall not consider the employment of any individual, nor enter into any form of employment contract where the Club becomes responsible for income tax, employer's National Insurance contributions or any other employment related tax liabilities. Specifically, the EC will not and does not wish to, enter into any form of contract that would result in the other party to the contract being conferred with employment protection rights. This Rule should be read in conjunction with Rules 7.7 and 14.3.

## **8. Officers, Vice Presidents, Honorary and Life Members**

- 8.1 Election of Executive Officers to the EC is defined in Rule 7.2.
- 8.2 The Club AGM, if it thinks fit, may elect one or more Vice-Presidents. A Vice-President need not be a Club Member prior to election but subsequently is placed on the overall list of Members and must be included in the Club's Annual Return of Members to the ASA. A Vice President shall not be entitled to vote at GM's or serve as a Committee member unless any such person shall have retained in addition their ordinary Club Membership and be elected to the EC by this route.
- 8.3 The EC may elect any person as an Honorary Member of the Club for such period as it thinks fit and they shall be entitled to all the privileges of membership except that they shall not be entitled to vote at meetings or serve as Committee members unless any such person

shall have retained in addition their ordinary Club Membership. Such Honorary Members must be included in the Club's Annual Return of Members to the ASA.

- 8.4 The Club AGM, if it thinks fit, may elect one or more Life Members, for exceptional service to the Club, as a Member. They shall be entitled to all the privileges of membership for life (subject to Rules 5 and 6), including being entitled to vote at General Meetings and serve as Committee members. Life Members must be included in the Club's Annual Return of Members to the ASA.

## **9. Annual General Meeting**

- 9.1 The Club AGM shall be held each year on a date in February or March, the date for which shall be fixed by the Committee.
- 9.2 The purpose of the AGM is to transact the following business:
- 9.2.1 To receive the Chairman's report of the activities of the Club during the previous year, along with the Secretary's and individual section secretaries' reports.
- 9.2.2 To receive and consider the Club's accounts for the previous year; the report on the accounts of the independent examiner and the Treasurer's report as to the Club's financial position.
- 9.2.3 To remove and elect the independent examiner (who must not be a Committee member or a member of the family of a Committee member) or confirm that they remain in office.
- 9.2.4 To elect the Executive Officers and other Committee members.
- 9.2.5 To decide on any resolution that may be duly submitted in accordance with Rule 9.3
- 9.2.6 To agree the Membership subscriptions (swimming & social) for the coming year, due on March 1<sup>st</sup>.
- 9.3 Nominations for election of Members to any Committee position shall be made by the proposal and seconding of the Member, in writing and duly signed, delivered to the Secretary not later than 21 (twenty one) days before the date of the AGM. The nominee shall be required to indicate in writing on the nomination form their willingness to stand for election. Notice of any resolution proposed to be moved at the AGM shall be given in writing to the Secretary not later than 21 (twenty one) days before the date of the AGM.

## **10. Special General Meeting**

- 10.1 A Special General Meeting may be called at any time by the EC. An SGM shall be called by the Secretary within 35 (thirty five) days of receipt by him of a written requisition signed by not less than 20 (twenty) club members entitled to attend and vote at a General Meeting, stating the purpose(s) for which the meeting is required and the resolution(s) proposed.

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

- 11.1 The Secretary shall personally be responsible for notifying the date, time and place of the General Meeting together with the agenda and any resolutions to be proposed thereat at least 14 days before the meeting and in the case of the AGM, provide the list of nominees for the EC posts. The Notice of Meeting containing the aforementioned information will be displayed on all regular Club notice boards. The Secretary will additionally notify members by e-mail or similar form of communication, including the club's website. If requested of the Secretary, a hard copy of the agenda and notice will be made available.

- 11.2 The quorum for the Annual and Special General Meetings shall be 10 (ten) members entitled to attend and vote at the Meeting.
- 11.3 The President, or if not available, a Member selected by the EC, shall act as GM Chairman. Each Member present shall have one vote and normal business resolutions of the GM shall be passed by a simple majority. In the event of an equality of votes the Meeting Chairman shall have a casting or additional vote. Voting majorities for Rule alterations are defined in 12.1 and 16.3. Only paid up Members (see Bylaw 2 1) who have reached their 18<sup>th</sup> birthday shall be entitled to be heard and to vote on all matters (Members who have not reached their 18<sup>th</sup> birthday shall be entitled to be heard and vote only on those matters determined by the Meeting Chairman as matters concerning juniors, such as the election of club captains).
- 11.4 The Secretary, or in his absence a member of the Committee, shall take minutes at the A and SGMs.
- 11.5 The Meeting Chairman shall, at all General Meetings, have unlimited authority upon every question of order and shall be, for the purpose of such meeting, the final interpreter of the Rules of the Club and in this regard should take due note of any advice from the Meeting Secretary.

## **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 at least two thirds of members present and entitled to vote at the GM (Note: Rule 16.3 is deliberately different). No amendments to the Rules shall become effective until such amendments shall have been submitted to and validated by, such person as is authorised to do so by the NE.
- 12.2 Any member shall be entitled to put any proposal for consideration at any General Meeting provided the proposal in writing shall have been handed to, or posted to the Secretary of the Club so as to be received by him not later than 21 days in the case of the Annual General Meeting or, in the case of a Special General Meeting, 14 days before the date of the meeting and thereafter the Secretary shall supply a copy of the proposal or resolution to the members in the manner provided in Rule 11.1.

## **13. Bylaws**

- 13.1 The Executive Committee shall have power to make, repeal and amend such bylaws as they may from time to time consider necessary for the well benign of the Club. These bylaws, repeals and amendments shall have effect until set aside by the EC or at a General Meeting.

## **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. No sum above £100 (one hundred) sterling shall be drawn from that account except by cheque signed by two of the three signatories who shall be the Chairman, Secretary and Treasurer. Any monies not required for immediate use may be invested as the EC in its discretion thinks fit.
- 14.2 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 or bonus, dividend or profit to any members of the Club.

- 14.3 The Committee shall have power to authorise the payment of expenses, fees or agreed costs to any officer, Member or Honorary Member of the Club and to any other person(s) or organisations for services rendered or facilities provided to the Club.
- 14.4 The financial transactions of the Club shall be recorded by the Treasurer in such manner as the EC thinks fit and is consistent with any recommendations from the Independent Examiner.
- 14.5 The financial year of the Club shall be the period commencing on 1<sup>st</sup> January and ending on 31<sup>st</sup> December. Any change to the financial year shall require the Members' approval in a General Meeting.

## **15. Borrowing**

- 15.1 The Committee 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 a General Meeting for the general upkeep of the Club or with the prior approval of a General Meeting for any other expenditure, additions or improvements.
- 15.2 When so borrowing, the Committee shall have power to raise in any way any sum or sums of money and to raise and secure the repayment of any sums or sums of money in such manner or on such terms and conditions as it thinks fit, and in particular by mortgage of or charge upon or by the issues of debentures charged upon all or any part of the property of the Club.
- 15.3 The Committee 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, other than cash at the bank, shall be vested in not more than four Custodians. They shall deal with the property as directed by resolution of the EC and entry in the, minute book shall be conclusive evidence of such a resolution.
- 16.2 One of the Custodians shall always be the current Club Treasurer. As the incumbent changes due to election, resignation or other reason, the new Treasurer will become a Custodian for their period of office. For the avoidance of doubt, the previous Treasurer will relinquish their position as a Custodian at the same time as ceasing to be Treasurer. The remaining Custodians shall be elected at a General Meeting of the Club and shall hold office until death or resignation unless removed by a resolution passed at a General Meeting.
- 16.3 The Custodians are specifically responsible for the operation of "The Protected Fund" as defined in Bylaw 19. Any proposed change to the investment criteria (Bylaw 19.3.4) or the use of the whole or part of the capital of "The Protected Fund" (Bylaw 19.4), by the Custodians and/or the EC is subject to a resolution to a GM and will only be implemented if approved by the votes of at least three quarters of all members entitled to attend and vote at such meeting. This Rule prevails over Bylaw 19 and the constraints applied here cannot be adjusted without reference to a GM as described herein.
- 16.4 The Custodians shall be entitled to an indemnity out of the property of the Club for all expenses and other liabilities properly incurred by them in the discharge of their duties.

## **17. Dissolution**

- 17.1 A resolution to dissolve the 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 all members of the EC 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 one or more of the following, as nominated by the last EC:
- 17.3.1 Another Club with similar sports purposes which is a registered charity.
- 17.3.2 Another Club with similar sports purposes which is a registered CASC (Community Amateur Sports Club).
- 17.3.3 The CASC's governing body for use by them for related community sports.

## **18. ACKNOWLEDGEMENT**

- 18.1 The Members acknowledge that, these Rules and Bylaws constitute a legally binding contract to regulate the relationship of the members with each other and the Club.
- 18.2 The following statement shall appear on Club membership forms and is to be signed by the member and must also be countersigned by the parent, or a person having parental responsibility for the member, if under 18 years of age as a condition of membership:

***"I acknowledge receipt of the Rules and Bylaws of York City Baths Club and confirm my understanding and acceptance that such Rules and Bylaws (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."***