

**Dunfermline Reign Basketball Club**

**Club Constitution**

[Approved at AGM 06-12-18]

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# General

Name

The name of the organisation shall be ‘Dunfermline Reign Basketball Club’, hereinafter referred to as the ‘Club’.

Structure

The organisation will, upon registration, be a Scottish Charitable Incorporated Organisation (SCIO). The SCIO will be in the form of a two-tier structure.

Objectives

The club is established to pursue the following objectives:

1. The advancement of public participation in sport and in particular the sport of basketball.
2. The advancement of health
3. The advancement of education.

Powers

1. The organisation has power to do anything which is calculated to further its purposes or is conducive or incidental to doing so.
2. No part of the income or property of the organisation may be paid or transferred (directly or indirectly) to the members - either in the course of the organisation’s existence or on dissolution - except where this is done in direct furtherance of the organisation’s charitable purposes.

Affiliation

The Club shall be affiliated to the **basketball**scotland.

Liability of members

1. The members of the organisation have no liability to pay any sums to help to meet the debts (or other liabilities) of the organisation if it is wound up; accordingly, if the organisation is unable to meet its debts, the members will not be held responsible.
2. The members and charity trustees have certain legal duties under the Charities and Trustee Investment (Scotland) Act 2005; and clause 7 does not exclude (or limit) any personal liabilities they might incur if they are in breach of those duties or in breach of other legal obligations or duties that apply to them personally.

General structure

The structure of the organisation consists of:-

1. The Members - who have the right to attend members' meetings (including any annual general meeting) and have important powers under the constitution; in particular, the members appoint people to serve on the board and take decisions on changes to the constitution itself;
2. The Management Committee - who hold regular meetings, and generally control the activities of the organisation; for example, the board is responsible for monitoring and controlling the financial position of the organisation.

The people serving on the Management Committee are referred to in this constitution as Charity Trustees.

# Membership

All members are subject to the Constitution of the Club and the regulations of the National Governing Body.

1. Membership is open to all and no application for membership will be refused on other than reasonable grounds.
2. There will be no discrimination on grounds of age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex; sexual orientation, political or other opinion.
3. All applications for membership shall be accompanied by the appropriate annual membership fee, which shall thereafter be payable on demand, either in weekly, monthly or annual payments.
4. Membership Categories:
5. Playing member
6. Non-playing member
7. All club members, parents (one vote per junior member (U18)) and non-playing members shall be entitled to vote at General or Annual General Meetings
8. All members will receive a copy / be given an electronic version / website link of the relevant Code of Conduct, a copy of the Club’s Child Protection Policy and a copy of the Constitution.
9. Any person who wants to withdraw from membership must give a written notice of withdrawal to the organisation, signed by him/her; he/she will cease to be a member as from the time when the notice is received by the organisation.

Register of Members

1. The Charity Trustees must keep a register of members, setting out for each current member:

	* his/her full name and address; and
	* the date on which he/she was registered as a member of the organisation; or each former member - for at least six years from the date on he/she ceased to be a member:
	* his/her name; and
	* the date on which he/she ceased to be a member.
2. The Charity Trustees must ensure that the register of members is updated within 28 days of any change:
	* which arises from a resolution of the board or a resolution passed by the members of the organisation; or
	* which is notified to the organisation.

Suspension, Refusal or Termination of Membership

1. The management committee shall be entitled to:
2. Refuse any application for membership on the grounds that such membership would be prejudicial to the objectives of the club as set out in Rule 2 of this constitution.
3. For good and sufficient reason to refuse renewal of any existing membership or terminate or suspend any membership provided that the member concerned shall have the right to be heard by the full management committee before a final decision is made.
4. Any reason for refusal or termination must be communicated in writing to the individual and can be appealed to a body other than the committee/ individuals making the original decision e.g disciplinary committee or AGM
5. Any member who fails to pay their fees by the date required shall forfeit their right to representation on the management committee and at general meetings and shall be suspended from taking part in any event under the control of the club until such fees are paid.
6. Any member under suspension shall be barred from taking part in any match or event under the control of the club.
7. Notification of the termination of a membership will be forwarded to Basketball Scotland.

Transfer of membership

Membership of the organisation may not be transferred by a member.

# Decision Making by the Leadership

Annual General Meeting (AGM)

1. The AGM shall be held each year at such time and place as determined by the management committee, at approximately twelve-monthly intervals, but no more than fourteen months after the date of the previous AGM. At each AGM the following business shall be conducted:
* Receive and confirm the minutes of the previous AGM.
* Presentation of the club’s financial accounts for the year.
* Presentation of clubs projected financial situation for the forthcoming year, and the setting of all fees.
* Presentation of Chairpersons report.
* Approve the coaching team for the ensuing year and confirm key holders that have access to the club training and playing venue.
* Any other business brought before the meeting, which has been submitted, in writing to the secretary not less than seven days prior to the AGM, and any other business deemed relevant by the chairperson.
1. Notice for an AGM shall be a minimum of 21 days.
2. A quorum for an AGM shall be 10% of voting membership

Extraordinary General Meeting (EGM)

1. An EGM may be called upon the written demand of:
2. 10% of the membership.
3. The chairperson.
4. 2/3 majority of the management committee.
5. Notice for an EGM shall be of a minimum of fourteen days’ notice, and stating

the business to be discussed.

Rules for General Meetings

1. A minimum of twenty-one days’ notice in writing shall be given to all members, except in the event of an EGM where the notice shall be a minimum of fourteen days.
2. The Chairperson, or in his/her absence a member selected by the meeting, will take the chair.
3. All members shall register with the Secretary prior to the start of the meeting.
4. Each member shall have one vote.
5. All votes shall be determined by a simple majority. In the event of a tied vote, the Chair may exercise a casting vote.
6. The quorum shall be 50% of those eligible to vote.
7. The Secretary shall keep the minutes of the meetings and record all proceedings and resolutions.

Procedure at Members’ Meetings

1. No valid decisions can be taken at any members' meeting unless a quorum is present.
2. The quorum for a members' meeting is 5 members, present in person.
3. If a quorum is not present within 15 minutes after the time at which a members' meeting was due to start - or if a quorum ceases to be present during a members' meeting - the meeting cannot proceed; and fresh notices of meeting will require to be sent out, to deal with the business (or remaining business) which was intended to be conducted.
4. The chair of the organisation should act as chairperson of each members' meeting.
5. If the chair of the organisation is not present within 15 minutes after the time at which the meeting was due to start (or is not willing to act as chairperson), the charity trustees present at the meeting must elect (from among themselves) the person who will act as chairperson of that meeting.

Minutes

1. The board must ensure that proper minutes are kept in relation to all members' meetings.
2. Minutes of members' meetings must include the names of those present; and (so far as possible) should be signed by the chairperson of the meeting.

# The Management Committee

Election of Trustees to the Management Committee

1. The members of the Management Committee shall be drawn from the membership.
2. Candidates shall be elected by paper ballot at the AGM and shall be members of the Charity Trustees from the conclusion of that AGM until the conclusion of the following AGM.
3. All nominations of candidates for election shall: have the consent of the nominee; be in writing; be seconded; be received by the secretary not less than fourteen days before the AGM.
4. Uncontested posts may be filled by nomination(s) and election at the AGM.
5. The Secretary shall send all members a list of all nominations not less than 21 days prior to the AGM.

Number of Charity Trustees

1. The maximum number of charity trustees is 10.
2. The minimum number of charity trustees is 3
3. At least 3 of the positions should be filled as The Chair, Treasurer and Secretary

Eligibility

1. Excepting the position of Charity Trustee who will not be a member of the organisation, a person will not be eligible for election or appointment to the board of management unless he or she is a member of the organisation.
2. A person will not be eligible for election or appointment to the board of management if he or she is:
* disqualified from being a charity trustee under the Charities and Trustee Investment (Scotland) Act 2005; or
* an employee of the organisation.

Initial Charity Trustees

The individuals who signed the charity trustee declaration forms which accompanied the application for incorporation of the organisation shall be deemed to have been appointed by the members as charity trustees with effect from the date of incorporation of the organisation.

Election, retiral, re-election

1. At each AGM, the members may elect any member (unless he or she is debarred from membership under the terms of clauses 577 or 58) to be a charity trustee.
2. The Charity Trustees may at any time appoint any member (unless he or she is debarred from membership under the terms of clauses 577 or 58) to be a charity trustee.
3. A charity trustee retiring at an AGM will be deemed to have been re-elected unless: He or she advises the board prior to the conclusion of the AGM that he or she does not wish to be re-appointed as a charity trustee; or
4. an election process was held at the AGM and he/she was not among those elected or re-elected through that process; or
5. a resolution for the re-election of that charity trustee was put to the AGM and was not carried.
6. all elected members of the management committee shall be entitled to one vote each at General Meetings, except the Chair of the meeting who may have the deciding vote in the event of a tie.
7. The Charity Trustees may co-opt any member to any unfilled post until the conclusion of the following AGM, providing that the number of co-optees shall not exceed one third of the total number of persons serving on the committee at that time.
8. The Charity Trustees may appoint any sub-committees it may deem necessary to deal with the matters of the club, until the conclusion of the following AGM.

Rules for The Charity Trustees

1. The Chairperson shall chair the meeting, or in his/her absence one of either the Secretary, Treasurer or a nominee from the committee in the event of all those mentioned being absent.
2. Fourteen days’ notice of any meeting of the management committee shall be given by the Secretary, except when:
3. The date of the meeting had been agreed at the previous management meeting, in which case seven days’ notice shall be given.
4. In an emergency the Chairperson may call a meeting at four days’ notice.
5. The quorum shall be three of those Officers entitled to vote
6. All members of the Charity Trustee Group shall be entitled to vote.
7. All votes shall be determined by a simple majority. In the event of a tied vote, the Chair may exercise a casting vote.
8. Meetings shall be open to all members of the club.

 Termination of office

A charity trustee will automatically cease to hold office if: -

* 1. he/she becomes disqualified from being a charity trustee under the Charities and Trustee Investment (Scotland) Act 2005;
	2. he/she becomes incapable for medical reasons of carrying out his/her duties as a charity trustee - but only if that has continued (or is expected to continue) for a period of more than six months;
	3. he/she becomes an employee of the organisation;
	4. he/she gives the organisation a notice of resignation, signed by him/her;
	5. he/she is absent (without good reason, in the opinion of the board) from more than three consecutive meetings of the management committee - but only if the management committee resolves to remove him/her from office;
	6. he/she is removed from office by resolution of the board on the grounds that he/she is considered to have committed a material breach of the code of conduct for charity trustees
	7. he/she is removed from office by resolution of the board on the grounds that he/she is considered to have been in serious or persistent breach of his/her duties under section 66(1) or (2) of the Charities and Trustee Investment (Scotland) Act 2005; or
	8. he/she is removed from office by a resolution of the members passed at a members’ meeting.

A resolution under paragraph f, g or h shall be valid only if: -

* 1. he charity trustee who is the subject of the resolution is given reasonable prior written notice of the grounds upon which the resolution for his/her removal is to be proposed;
	2. the charity trustee concerned is given the opportunity to address the meeting at which the resolution is proposed, prior to the resolution being put to the vote; and
	3. in the case of a resolution under paragraph g or h at least two thirds (to the nearest round number) of the charity trustees then in office vote in favour of the resolution.

Remuneration of Trustees

1. No charity trustee may serve as an employee (full time or part time) of the organisation; and no charity trustee may be given any remuneration by the organisation for carrying out his or her duties as a charity trustee
2. The charity trustees may be paid all travelling and other expenses reasonably incurred by them regarding carrying out their duties; this may include expenses relating to their attendance at meetings.

Register of Charity Trustees

The board must keep a register of charity trustees, setting out

1. for each current charity trustee:
2. his/her full name and address;
3. the date on which he/she was appointed as a charity trustee; and
4. any office held by him/her in the organisation;
5. for each former charity trustee - for at least 6 years from the date on which he/she ceased to be a charity trustee:
6. the name of the charity trustee;
7. any office held by him/her in the organisation; and
8. the date on which he/she ceased to be a charity trustee.
9. The board must ensure that the register of charity trustees is updated within 28 days of any change:
10. which arises from a resolution of the board or a resolution passed by the members of the organisation; or
11. which is notified to the organisation.
12. If any person requests a copy of the register of charity trustees, the board must ensure that a copy is supplied to him/her within 28 days, providing the request is reasonable; if the request is made by a person who is not a charity trustee of the organisation, the board may provide a copy which has the addresses blanked out - if the SCIO is satisfied that including that information is likely to jeopardise the safety or security of any person or premises.

Office-bearers

The charity trustees must elect (from among themselves) a chair, a treasurer and a secretary.

1. In addition to the office-bearers, the charity trustees may elect (from among themselves) further office-bearers if they consider that appropriate.
2. All of the office-bearers will cease to hold office at the conclusion of each AGM but may then be re-elected.
3. A person elected to any office will automatically cease to hold that office:
4. if he/she ceases to be a charity trustee; *or*
5. if he/she gives to the organisation a notice of resignation from that office, signed by him/her.

Conflict of Interest

In circumstances giving rise to the possibility of a conflict of interest between the organisation and any other party:

* + 1. put the interests of the organisation before that of the other party;
		2. here any other duty prevents him/her from doing so, disclose the conflicting interest to the organisation and refrain from participating in any deliberation or decision of the other charity trustees with regard to the matter in question
		3. ensure that the organisation complies with any direction, requirement, notice or duty imposed under or by virtue of the Charities and Trustee Investment (Scotland) Act 2005.

# Administration

Delegation to Sub-Committees

* 1. The Charity Trustees may delegate any of their powers to sub-committees; a sub-committee must include at least one charity trustee, but other members of a sub-committee need not be charity trustees
	2. The Charity Trustees may also delegate to the chair of the organisation (or the holder of any other post) such of their powers as they may consider appropriate.
	3. When delegating powers under clause a or b, the Charity Trustees must set out appropriate conditions (which must include an obligation to report regularly to the board).
	4. Any delegation of powers under clause a or b may be revoked or altered by the board at any time.
	5. The rules of procedure for each sub-committee, and the provisions relating to membership of each sub-committee, shall be set by the Charity Trustees.

Finance

1. The income and property of the club, however derived, shall be applied solely towards the objectives of the club
2. The club shall have the power to raise money by means of yearly affiliation fees and match fees as determined by the Charity Trustees at the Annual General Meeting.
3. No portion of the income and property shall be paid or transferred directly or indirectly by way of dividend, distribution, bonus, honoraria or otherwise howsoever by way of profit to the members.
4. All monies shall be lodged in a bank account in the name of the club.
5. The Chairperson, Treasurer and Secretary shall be authorised signatories to sign cheques on behalf of the club, of which two signatories shall be needed.
6. The financial year will run from 1 June to 31 May each year. The Treasurer shall be responsible for the preparation of the Annual Accounts of the club

Amendments to the Constitution

This Constitution may only be amended by a proposal passed by a majority of members present and entitled to vote at an Annual or Extraordinary General Meeting.

The Dissolution of The Club

1. Any resolution to dissolve the club may be passed at any General Meeting provided that:
2. The terms of the proposed resolution are received by the Secretary at least forty-two days before the meeting at which the resolution is to be brought forward.
3. The secretary shall inform the members of the proposed resolution at least twenty-eight days prior to the meeting.
4. Such a resolution shall receive the assent of two thirds of those present and entitled to vote.
5. If, upon, the winding up or dissolution of the club there remains after the satisfaction of all the club’s debts and liabilities any property whatsoever, the same shall be given or transferred to some other organisation or organisations having objects (that is, aims and activities) similar to the objects of the club by resolution passed at a general meeting at or before the time of dissolution

Accounting Records and Annual Accounts

* 1. The Management Committee must ensure that proper accounting records are kept, in accordance with all applicable statutory requirements.
	2. The Management Committee must prepare annual accounts, complying with all relevant statutory requirements; if an audit is required under any statutory provisions (or if the board of management consider that an audit would be appropriate for some other reason), The Management Committee should ensure that an audit of the accounts is carried out by a qualified auditor.

# Declaration

**Declaration**

It is hereby certified that this document represents a true and most up to date version of the Constitution of Dunfermline Reign Basketball Club

SIGNATURES

**Print Name:
Position:
Date:**

**Print Name:
Position:
Date:**