

Constitution

Adopted on 11th of October 2010.

1) Name

The name of the Organisation is: Pennine Mountain Bike Action

2) Administration

Subject to matters set out below the Organisation and its property shall be administered and managed in accordance with this Constitution by the members of a Management Committee constituted by clause 6 "Management Committee"

3) Objects

The Organisation's objects ("the objects") are:

1. 'to promote, support, advocate and provide facilities and events for the amateur sport of Mountain Biking in the North Pennines, Lancashire and related areas and community participation in the same.'
2. To develop further initiatives associated with and resulting from 1

4) Powers

In furtherance of the above objects the Management Committee may exercise the following powers:

- a) To buy, take on lease or exchange any property necessary for the achievement of the objects and to maintain and equip it for use.
- b) To have the power subject to any consents by law to sell lease or dispose of any part of the property of the Organisation.
- c) To employ such staff including volunteers and paid workers as are necessary for the efficient pursuits of the objectives.
- d) To raise funds by any means which may appear to be expedient and consistent with the objectives of the Organisation
- e) Subject to any consents required by law to borrow money and to charge all or any part of the property of The Organisation with repayment of the money so borrowed;
- f) To do all such other lawful things as are necessary for the achievement of the objects.

5) Membership

- a) Membership of the Organisation shall be open to anyone interested in the sport on application regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs. However, limitation of membership according to available facilities is allowable on a non discriminatory basis.
- b) The Organisation may have different classes of membership and subscription on a non discriminatory and fair basis. The Club will keep subscriptions at levels that will not pose a significant obstacle to people participating.
- c) The Management Committee may refuse membership, or remove it, only for good cause such as conduct or character likely to bring the Club or sport into disrepute. Appeal against refusal or removal may be made to the members.
- d) Members will have access to the Organisations benefits. Members are entitled to vote on the business of the AGM (Clause 9).

6) Management Committee

- a) The Organisation will be administered and managed by a Management Committee referred to in Clause 2 above.
- b) The Management Committee will be drawn only from members as defined in clause 5 above. It will have a minimum of 4 members consisting of a Chairman, Secretary, Treasurer and other members as decided by the membership at an annual general meeting.
- c) At least one third of the Management Committee must be present for it to be quorate, or three committee members which-ever is the greatest.
- d) The Management Committee will give approval of new members.
- e) The Management Committee will meet at least 4 times a year or when ever deemed necessary.

7) Officers and Committee

- a) The Management Committee will be elected annually and hold office until the conclusion of the next following the Annual General Meeting (A.G.M.). The Management Committee may fill any casual vacancy in the offices of Officers. Any person appointed to fill any casual vacancy shall hold office until the conclusion of the next A.G.M.
- b) The Management Committee may appoint one or more Committee action Organisations as may be deemed necessary and may determine their terms of reference, powers, duration and membership.

- c) The Management Committee may appoint staff as shall be necessary and shall determine remuneration, duties and conditions of service.

8) Duties of Officers

- a) The Chair, in conjunction with the Secretary will be responsible for arranging all meetings on behalf of the Organisation. The Chair will preside at all meetings of the Organisation and also chair meetings of the Management Committee.
- b) In the absence of the Chair the meeting will elect another member of the Management Committee to chair the meeting.
- c) The Secretary will also be responsible for receiving and sending all correspondence on behalf of the Organisation and for producing minutes, agendas and resolutions for all meetings.
- d) The Treasurer will be responsible for keeping the accounts on behalf of the Organisation, receive and deposit all money raised on its behalf. He or she will be one of the four signatories to the bank account. Any two of the nominated Officials can sign and give instructions to the Bank on behalf of the Organisation. The Treasurer will also prepare the accounts to be independently examined and presented to the A.G.M.

9) Meetings

The Annual General Meeting will be held in April of each year. The Agenda for the meeting will include:

- a) Presentation of the accounts.
- b) Presentation of the Annual Report.
- c) Accept the resignation of the outgoing Management Committee and elect a new one - this will include Officers.
- d) Debate and decide on any resolutions for the meeting.
- e) The Secretary will give 21 days notice of the A.G.M. to all members. The notice will include the date, time, venue, agenda and estimated length of the meeting. It should also include any written resolution that has been received that requires a decision by the membership.
- f) Written nominations for the Management Committee must be in the hands of the Secretary of the Management Committee at least 14 days before the A.G.M. If nominations exceed vacancies a secret ballot will be held.
- g) All eligible members will be entitled to attend and vote at the A.G.M.
- h) An Extraordinary General Meeting (E.G.M.) of the Organisation shall be called at 21 days notice in writing upon the written demand of one third of the members of the

Organisation or by the Chair of the Organisation or The Management Committee.
Such a demand must specify the business to be included on the Agenda, which must be circulated with the notice of the meeting.

10) Quorum

The quorum for Annual, Extraordinary and members meetings shall be a minimum of three or one third of the members whichever is the greater.

11) Rules of procedure at all meetings

- a) Subject to the Clause on Winding Up, a question at any meeting shall be by a simple majority of those present and voting
- b) Each member of the Organisation shall have one vote if eligible
- c) In the case of equality of votes the Chair shall have a second or casting vote
- d) Any Management Committee member who has a direct or indirect interest that affects matter before the Management Committee must declare the nature of the interest

12) Property and Funds

- a) The funds of the Organisation shall be applied only in furtherance of the objects and cannot be used for the direct or indirect private benefit of members other than as reasonably allowed by the Rules and all surplus income or profits are reinvested in the Organisation.
- b) The funds of the Organisation including all donations, contributions and bequest shall be paid into an account operated by the Management Committee in the name of the Organisation at such banks as the Management Committee shall from time to time decide.
- c) The Organisation may provide sporting and related social facilities, sporting equipment, coaching, courses, insurance cover, medical treatment, away-match expenses, post match refreshments and other ordinary benefits of Community Amateur Sports Clubs as provided for in the Finance Act 2002.

The Organisation may also in connection with its sports purposes:

- (i) sell and supply food, drink and related sports clothing and equipment;
- (ii) employ members (though not for playing) and remunerate them for providing goods and services, on fair terms set by the Committee without the person concerned being present;
- (iii) pay for reasonable hospitality for visiting participants and guests;
- (iii) indemnify the Committee and members acting properly in the course of the running of the Club against any liability incurred in the proper running of the Club (but only to the extent of its assets).

- d) There will be at least two un-related signatories for the bank account, in accordance with clause 8(d).
- e) The Treasurer shall keep proper accounts of the finance of the Organisation. At each meeting of the Management Committee, the Treasurer shall present a statement of the financial position.
- f) At the end of financial year, the Treasurer shall prepare final accounts showing the income and expenditure of the Organisation for the year.
- g) The financial year shall end on 31st March.

13) Annual Reports

At the end of the financial year, the Management Committee will prepare an annual report for presentation at the Annual General Meeting.

14) Alterations to the Constitution

Subject to the following provisions of this clause the Constitution may be altered by a resolution passed by no less than two thirds majority of members present and voting at a General Meeting providing a notice of the resolution has been sent to all members of the Organisation.

15) Winding Up

- (a) The members may vote to wind up the Organisation if not less than three quarters of those present and voting support that proposal at a properly convened general meeting.
- (b) The Committee will then be responsible for the orderly winding up of the Organisation's affairs.
- (c) After settling all liabilities of the Organisation, the Committee shall dispose of the net assets remaining to one or more of the following:
 - i. to another Club with similar sports purposes which is a registered charity and/or
 - ii. to another Club with similar sports purposes which is a registered CASC and/or
 - iii. to the Organisation's governing body for use by them for related community sports.

16) 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 of all the Rules must be consistent with the statutory requirements for CASCs (which means Community Amateur Sports Clubs as first provided for by the Finance Act 2002.)

Chair

Secretary