



# Royal Leamington Spa Archery Society

Affiliated to Archery GB, WMAS and CWAA  
Registered Charity – 1107064  
Club Ref - cc729;

## Constitution

**Constitution** adopted on the 29<sup>th</sup> Day of April 2003 and amended on the 20<sup>th</sup> April 2004, 4<sup>th</sup> November 2004, 26<sup>th</sup> April 2007, 22<sup>nd</sup> April 2010, 12<sup>th</sup> April 2011, 17<sup>th</sup> May 2013, 27<sup>th</sup> June 2014, 13<sup>th</sup> November 2015 and 4<sup>th</sup> December 2019.

### 1. Name

The name of the Association is The Royal Leamington Spa Archery Society ("the Society").

### 2. Administration

Subject to the matters set out below the Society and its property shall be administered and managed in accordance with this constitution by the members of the Executive Committee, constituted by clause 7 of this constitution ("the Executive Committee").

### 3. Objects

The Society's objects ("the objects") are the promotion of community participation in healthy recreation in particular by the provision of facilities and opportunities for the pursuit of archery.

### 4. Furtherance of the Society's Objects

In furtherance of the objects, the Executive Committee will, subject to the Society's resources:

- i. secure and equip indoor and outdoor venues to enable members to practise archery at all times of the year;
- ii. provide a programme of coaching to support members' aspirations to develop and shoot to their full potential;
- iii. provide a programme of courses for beginners, open to all, to enable all who wish to enter the sport of archery to do so;
- iv. provide 'have-a-go' sessions for groups and individuals who wish to try archery on a more limited basis than that provided by a beginners' course;
- v. use all practical means to publicise and promote the sport of archery.
- vi. make any special arrangements it considers appropriate, including the variation of membership rates and the loan of equipment, for financially disadvantaged persons.

In furtherance of the objects but not otherwise the Executive Committee may exercise the following powers:

- i. power to raise funds and to invite and receive contributions from any lawful source, including the National Lottery, provided that in raising funds the Executive Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
- ii. power to buy, take on lease or in exchange any property necessary for the achievements of the objects and to maintain and equip it for use;
- iii. power subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Society;
- iv. power, subject to any consents required by law, to borrow money and to charge all or any part of the property of the Society with repayment of the money so borrowed;

- v. power to cooperate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information and advice with them;
- vi. power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects;
- vii. power to appoint and constitute such advisory committees as the Executive Committee may think fit;
- viii. power to do all such lawful things as are necessary for the achievement of the objects.

## **5 Affiliation to Governing Bodies**

The Society shall be autonomous, except in so far as it is required to conform with the Laws and Rules of the Grand National Archery Society (GNAS) now Archery Great Britain (AGB). The Society will affiliate to that body, and to the West Midlands Archery Society (WMAS) and to the County of Warwickshire Archery Association (CWAA).

## **6. Membership**

- i. Membership of the Society shall be open to any person interested in furthering the objects, who has paid the appropriate annual subscription as laid down from time to time by the Executive Committee, and who has demonstrated to the satisfaction of the Club Instructor or a deputy nominated by the Club Instructor or Club Chairman that he/she is sufficiently proficient at shooting not to represent a hazard to him/herself or to others. Notice of the subscription will be given to all members one month in advance of the due date of 1st October each year.
- ii. There shall be two categories of member, namely:
  - 1. Full Member, defined as (i) a member for whom the Society is the 'first claim club' as referred to in AGB Law 25(e), or (ii) a member who is a 'direct member' of AGB and is not a member of another AGB club.
  - 2. Associate Member, defined as (i) a member whose 'first claim club' is other than the Society, or (ii) a member who is a 'direct member' of AGB and a member of another AGB club.

The terms of Associate Membership shall be determined from time to time by the Executive Committee.

- iii. Every senior full member (a member aged 18 or over) shall have one vote. All other members shall have no voting rights within the Society.
- iv. The Executive Committee may by unanimous vote and for good reason terminate the membership of any individual, provided that the individual concerned shall have the right to be heard by the Executive Committee, accompanied by a friend, before a final decision is made. "Good reason" in this context includes behaviour which the executive committee consider to be:
  - In breach of the safety provisions of the AGB "Rules of Shooting" or is otherwise hazardous or potentially hazardous to others.
  - In breach of the Society's Child Protection Policy.
  - Contrary to the interests of the Society, or which brings archery in general or the Society in particular into disrepute.

## **7. Executive Committee**

- i. At the Annual General Meeting of the Society the senior full members shall elect from amongst themselves the Executive Committee and other officers as follows:
  - Chairman
  - Vice-Chairman
  - Secretary
  - Treasurer
  - Records Officer [\*\*]
  - Club Captain [\*\*]
  - Club Instructor [\*\*]
  - Membership Secretary [\*\*]
  - Juniors Coordinator [\*\*]
  - Social Secretary [\*\*]
  - Safeguarding Officer
  - Up to 2 other committee members

(A member may hold more than one office. [\*\*] The holder of this post may choose not to be a committee member.)
- ii. The Executive Committee may in addition appoint not more than 3 co-opted members, but so that no-one may be appointed as a co-opted member if, as a result, more than one third of the members of the Executive Committee would be co-opted members.
- iii. All the members of the Executive Committee shall retire from office together at the end of the annual general meeting next after the date on which they came into office but they may be re-elected or re-appointed.
- iv. The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
- v. Nobody shall be appointed as a member of the Executive Committee who is aged under 18 or who would if appointed be disqualified under the provisions of the following clause.
- vi. No person shall be entitled to act as a member of the Executive Committee whether on a first or any subsequent entry into office until after signing in the minute book of the Executive Committee a declaration of acceptance and of willingness to act in the trusts of the Society.

**8. Determination of Membership of Executive Committee**

A member of the Executive Committee shall cease to hold office if he/she:

- i. is disqualified from acting as a member of the Executive Committee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);
- ii. becomes incapable by reason of mental disorder, illness or injury of managing and administering his/her own affairs;
- iii. is absent without the permission of the Executive Committee from all their meetings held within a period of six months and the Executive Committee resolve that his/ her office be vacated; or
- iv. notifies to the Executive Committee a wish to resign (but only if at least three members of the Executive Committee will remain in office when the notice of resignation is to take effect).

**9. Executive Committee Members not to be personally interested**

No member of the Executive Committee shall acquire any interest in property belonging to the Society (otherwise than as a trustee for the Society) or receive remuneration or be interested

otherwise than as a member of the Executive Committee) in any contract entered into by the Executive Committee.

#### **10. Meetings and Proceedings of the Executive Committee**

- i. The Executive Committee shall hold at least six ordinary meetings each year. A special meeting may be called at any time by the chairman or by any two members of the Executive Committee upon not less than four days' notice being given to the other members of the Executive Committee of the matters to be discussed but if the matters include an appointment of a co-opted member then not less than 21 days' notice must be given.
- ii. The Chairman shall act as chairman at meetings of the Executive Committee. If the chairman is absent from any meeting, the vice-chairman will so act. If both the chairman and vice-chairman are absent, the members of the Executive Committee present shall choose one of their number to be chairman of the meeting before any other business is transacted.
- iii. There shall be a quorum when at least one third of the number of members of the Executive Committee for the time being or three members of the Executive Committee, whichever is the greater, are present at a meeting.
- iv. Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question but in the case of equality of votes the chairman of the meeting shall have a second or casting vote.
- v. The Executive Committee shall keep minutes, in books kept for the purpose, of the proceedings at meetings of the Executive Committee and any sub-committee.
- vi. The Executive Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.
- vii. The Executive Committee may appoint one or more sub-committees consisting of three or more members of the Executive Committee for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by a sub-committee; provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the Executive Committee.
- viii. The Executive Committee shall formulate Rules for the Society's activities and for the control and conduct of shooting within the Rules of the GNAS.

#### **11. Receipts and Expenditure**

- i. The funds of the Society, including all donations, contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of the Society at such bank as the Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two members of the Executive Committee, authorised for the purpose.
- ii. The funds belonging to the Society shall be applied only in furthering the objects.

#### **12. Property**

The Executive Committee shall cause the title to:

- i. all land held by or in trust for the Society which is not vested in the Official Custodian for Charities; and
- ii. all investments held by or on behalf of the Society;

to be vested in not less than three individuals appointed by them as holding trustees. Holding trustees may be removed by the Executive Committee at their pleasure and shall act in accordance with the lawful directions of the Executive Committee. Provided they act only in accordance with the

lawful directions of the Executive Committee, the holding trustees shall not be liable for the acts or defaults of its members.

### **13. Accounts**

The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any subsequent re-enactment or modification of that Act) with regard to:

- i. the keeping of accounting records for the Society;
- ii. the preparation of annual statements of account for the Society;
- iii. the auditing or independent examination of the statements of account of the Society
- iv. the transmission of the statements of account of the Society to the Commission.

### **14. Annual Report**

The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any subsequent re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commission.

### **15. Annual Return**

The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any subsequent re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commission.

### **16. Annual General Meeting**

- i. There shall be an annual general meeting of the Society which shall be held within 3 calendar months of 1st October or as soon as practicable thereafter.
- ii. Every annual general meeting shall be called by the Executive Committee. The Secretary shall give at least 21 days notice of the annual general meeting to all senior members of the Society. All members of the Society shall be entitled to attend the meeting. Senior full members only shall have one vote.
- iii. The Executive Committee shall present to each annual general meeting the report and accounts of the Society for the preceding year.
- iv. Nominations for election to the Executive Committee and other officers must be made by senior full members of the Society in writing and must be in the hands of the secretary of the Executive Committee at least 14 days before the annual general meeting. Should nominations exceed vacancies, election shall be by ballot.

### **17. Special General Meetings**

The Executive Committee may call a special general meeting of the Society at any time. If at least 10 senior full members request such a meeting in writing stating the business to be considered the secretary shall call such a meeting. At least 21 days' notice must be given. The notice must state the business to be discussed.

### **18. Procedure at General Meetings**

- i. The secretary or other person specially appointed by the Executive Committee shall keep a full record of proceedings at every general meeting of the Society.
- ii. There shall be a quorum when at least one tenth of the number of senior full members of the Society for the time being or ten senior full members of the Society, whichever is the greater, are present at any general meeting.

## 19. Notices

Any notice required to be served on any member of the Society shall be in writing and shall be served by the secretary or the Executive Committee on any member personally, by sending it through the post in a prepaid letter addressed to such member at his or her last known address in the United Kingdom, or by electronic means. Any communication so sent shall be deemed to have been received within 7 days of mailing.

## 20. Alterations to the Constitution

- i. Subject to the following provisions of this clause the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration proposed.
- ii. No amendment may be made to clause 1 (the name of the Society clause), clause 3 (the objects clause), clause 9 (Executive Committee members not to be personally interested clause), clause 21 (the dissolution clause) or this clause without the prior consent in writing of the Commissioners.
- iii. No amendment may be made which would have the effect of making the Society cease to be a charity at law.
- iv. The Executive Committee should promptly send to the Commission a copy of any amendment made under this clause.

## 21. Dissolution

If the Executive Committee decides that it is necessary or advisable to dissolve the Society it shall call a meeting of all members of the Society, of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the Executive Committee shall have power to realise any assets held by or on behalf of the Society. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the Society as the members of the Society may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of the Society must be sent to the Commission.

[the document was signed by members present at the 2003 AGM ]

[an amendment to paragraph 6 (iv) was passed at the 2004 AGM ]

[amendments to paragraphs 3 & 4 were passed at an EGM Nov 2004]

[an amendment to paragraph 7 was passed at the 2010 AGM]

[an amendment to paragraph 16 (i) was passed at the 2011 AGM]

[amendments to paragraphs 6, 7, 16, 17, 18 and 19 were passed at the 2013 AGM]

[amendments to paragraphs 6 (ii) and 7 (i) were passed at the 2015 AGM]

[amendment (deletion of) paragraph 6 (iv) & document numbers updated was passed at 2019 AGM]