

# SHROPSHIRE COUNTY NETBALL ASSOCIATION

## CONSTITUTION

### 1. TITLE

The Association shall be called the Shropshire County Netball Association (hereinafter called SCNA')

### 2. MISSION STATEMENT

**SCNA** aims to contribute towards England Netball's strategic vision to delivery Netball throughout England.

At local level SCNA will promote safe, equal and inclusive opportunities for people to take part in Netball at a level appropriate to their needs and aspirations.

**SCNA** aims to achieve this by taking positive action to develop Netball as a sport, by promoting and developing productive partnerships with appropriate sporting and outside agencies and by seeking to ensure that the distribution of grant aid is subject to the principle of sports equity.

### 3. OBJECTS

The objects of SCNA are:

- Further the interests of Netball within the geographic area
- Adopt and enforce the rules, regulations, resolutions and rulings of England Netball
- Strive to deliver the mission set out above and achieve the minimum operating standards set out from time to time by England Netball.
- Create and deliver a COUNTY Strategy for Netball

### 4. JURISDICTION & MEMBERSHIP

**SCNA** shall comprise the geographic area of **SHROPSHIRE** which encompasses the local authorities of SHROPSHIRE (hereinafter called the" COUNTY BOUNDARIES").

The membership shall consist of:

- All clubs affiliated as first claim to the COUNTY Association.
- All affiliated Schools situated within the COUNTY Boundaries.
- All individuals that pay an affiliation fee to the COUNTY.

All members shall be bound by this Constitution and any other rulings made by the County Management Board and England Netball, and by the current rules of the game.

### 5. GOVERNANCE

**SCNA** shall be governed by a COUNTY Management Board. The role of the Board shall be to further the objectives of SCNA, by establishing policy and overseeing its implementation and the investment of funds, in conjunction with each of the Technical Support Groups as appropriate.

SCNA adopts those rules, regulations, policies, resolutions and rulings of England Netball as applicable to members of England Netball.

6. COUNTY MANAGEMENT BOARD("the CMB")

The CMB is a group of individuals who form a group to collectively govern and deliver the objects on behalf of the membership.

The composition of the CMB shall be the following:-

- a) Chair;
- b) Vice Chair
- c) Treasurer
- d) Secretary
- e) Training & Development rep
- f) Schools rep
- g) Performance group rep
- h) Marketing Manager
- i) Minutes Secretary (non voting)

The CMB shall meet at least three times each year.

The CMB shall co opt members as deemed appropriate. (non Voting)

The minutes of the CMB will be taken by the Minutes Secretary.

No employee of England Netball may hold any position on the CMB (apart from those employed under zero hour contracts.

The Chairman, Treasurer and all the Elected Members shall serve until the end of the Annual General Meeting immediately following the second anniversary of their appointment. At the end of their term of office any elected member is entitled to stand for re-election to the same position.

The CMB may fill any vacancy that may occur during the year. CMB members must act in accordance to the powers set out in this constitution and must exercise independent judgement taking reasonable care, skill and diligence when doing so.

CMB members must avoid conflicts of interest, not accept benefits from third parties and declare any actual or perceived interests to the other CMB members as soon as they arise.

At Board meetings each voting member present shall have one vote. In the event of a tie of votes, the Chairman shall have a second and casting vote.

All Elected members must hold a current affiliation to England Netball.

Any person seeking election to the CMB must be nominated by two members of SCNA entitled to vote at General Meeting, must confirm their willingness to stand for office. All nominations must be received 14 days prior to the date of the General Meeting at which the election is due to take place.

All vacant positions and those up for re-election will be openly advertised, details sent direct to member clubs and displayed on the County website (where one is in place) at least 28 days prior to the AGM.

The quorum of the CMB shall be 4 members.

EN staff or other individuals may attend, speak at, advice and support the CMB meetings at the agreement of the CMB members attending the meeting but only the members of the CMB can vote at the meetings.

#### 7. INDEMNITY

Every member of the CMB shall be indemnified by the COUNTY to the full extent of the Region's resources and it shall be the duty of the COUNTY, wherever funds permit to pay all costs, losses and expenses which any such person may properly incur or for which they may become liable by reason of contract entered into or act or things done by them in good faith in the discharge of their duties.

#### 8. PROPERTY/ASSETS

The COUNTY may purchase or by any other means acquire and take options, and any rights or privileges of any kind over or in respect of any property and other assets, and if it does so:

- Any property of the County, other than cash at the bank, must be vested in not more than 3 members of the CMB. These members of the CMB must deal with the property/asset as directed by resolution of the CMB and entry in the minutes shall be conclusive evidence of such a resolution.
- The property/asset will remain vested in 3 or less members of the CMB until the individuals are no longer members of the CMB, at which point the transferred will be endorsed by resolution of the CMB and the individual will be responsible for transferring title.

#### 9. POWERS OF THE COUNTY MANAGEMENT BOARD

The CMB may delegate its delivery and technical support responsibilities to groups or individuals as it may deem necessary and shall determine their membership and terms of reference. The CMB cannot delegate its delivery to EN employees acting under their contract of employment.

The CMB shall have the power to raise funds by a levy on members as it sees fit but the amount of such levy shall be subject to the agreement of the membership in General Meeting. The levy may be collected either by other organisations including EN.

The CMB also have the power to raise funds from other means including but not exclusively, grants and sponsorship.

Appoint a representative to attend and vote at EN's AGM and other meetings.

#### 10. PRESIDENT

The President may be appointed by the CMB from time to time. The President cannot be a member of the CMB. A person so appointed shall hold office for the term of one year, after which such person shall retire but shall be eligible for re-appointment. The President will be a voluntary position. The President will be entitled to any such terms agreed by the CMB and recorded in the minutes; entry in the minutes shall be conclusive evidence of such a resolution.

## 11. GENERAL MEETING

The Annual General Meeting (AGM) shall be held before the end of JUNE each year. The CMB shall determine the date of the Annual General Meeting in advance and must advise the COUNTY voting members 28 days in advance of the set date public notice.

All nominations and proposals must be received by the Board at least 21 days prior to the date of the Annual General Meeting.

Formal Notice of the Annual General Meeting together with a copy of the Agenda, together with all proposals and details of nominations for office, shall be circulated in writing not less than 14 days prior to the date of such a meeting, to each member of the CMB and the membership of the region.

Those that can vote during the AGM and other General Meetings are the voting members as defined in England Netball's Membership Regulations. Where an organisation has the right to vote at an AGM this vote will be held by a representative of that organisation, usually the Chair or Secretary, following that organisation submitting agreement and notification of the representative in advance of the AGM in writing from the organisation's Chair or Secretary.

At all General Meetings, if the Chair is not present then the Chair of the meeting shall be the vice chair.

Business to be transacted at the Annual General Meeting shall be;

- i To receive the annual report
- ii To adopt an audited Statement of Accounts
- iii To elect Members of the Board as appropriate
- iv To appoint an Auditor
- v To consider any proposed resolution submitted in writing 30 days before the date of the General Meeting, which has been proposed and seconded by two members of SCNA
- vi To agree the Affiliation Fees for each membership category

No person attending shall be permitted to more than one vote each.

Present members of the CMB are entitled to attend and speak, but may not vote unless they hold a vote as defined in the preceding sentences.

The Chair shall convene an Extraordinary General Meeting at any time, within 30 days from the receiving;

- i An order of the CMB; or
- ii A written request of any CLUB SCHOOL, stating the purpose for which a meeting is required and setting out any resolution which it is desired to propose; or
- i. A written request of a minimum of 20% of the voting membership.

A quorum of a General Meeting shall be seven voting members.

At General Meetings all resolutions shall be passed by simple majority of those present and entitled to vote. In the event of a tie of votes cast, the Chair of the Meeting shall have a second and / or casting vote.

The minutes of all general meetings will be taken by the SECRETARY. In the absence of the SECRETARY the Chair will appoint a member of the committee to cover this role.

## 12. FINANCIAL MATTERS

The financial year shall end on 30<sup>th</sup> April of each year.

The accounts will be annually reviewed by an independent, competent person whose report will be made available to the voting members at the AGM.

SCNA is a 'not for profit' organisation, all funds generated will be paid towards the furtherance of its objects. All funds or other property of SCNA shall not be paid to or distributed among members of the CMB, with the exception of the dissolution clause below. Payments to individuals, other than petty cash expenses, shall be sanctioned by the CMB..

Members of the CMB and any sub-group of the CMB or any person duly appointed by the CMB to act with its authority may be paid their expenses necessarily incurred through their role.

## 13. AMENDMENTS TO THE CONSTITUTION

Proposals to alter the Constitution shall be submitted in writing not later than 30 days before the Annual General Meeting by –

- i the CMB; OR
- ii Two members of CLUBS entitled to vote in General Meetings.

## 14. DISSOLUTION

In the event of the dissolution where there are funds remaining after satisfying all the debts and liabilities, the CMB can nominate to distribute the funds to:

- a. England Netball for the benefit of the COUNTY in line with the object detailed within the county constitution
- b. Any organisation within the County's Boundaries with similar objects to those of the CMB
- c. Affiliated members (for the avoidance of doubt this could either be all the affiliated members or a sub-category of the membership eg clubs).

CMB members must not receive any gain as a result of the dissolution.

## 15. MISCELLANEOUS

All members of the County should ensure that the County complies with all relevant and applicable laws and regulations in England.