



## **Harpenden Colts Football Club (the “Club”)**

### **Club Rules (the “Rules”)**

June 2018

#### **1. The Company, Name and Purpose**

- 1.1. The Club is to be operated by a company limited by guarantee which shall be called Harpenden Colts Football Club Limited (the “Company”).
- 1.2. The Club shall be called Harpenden Colts Football Club.
- 1.3. The main purpose of the Club is to provide facilities for and to promote participation in amateur football in the Harpenden Area.

#### **2. Governing Documents and Adoption of the Rules**

- 2.1. The Club and its property will be administered and managed in accordance with the articles of association from time to time of the Company (the “Articles”), these Rules and the Policies.
- 2.2. These Rules will be applied and the Club will be run in accordance with the Club Core Philosophy which is set out in the Schedule to these Rules.
- 2.3. Where there is any conflict between any of the Rules and:-
  - 2.3.1. the Policies, these Rules will prevail; and
  - 2.3.2. the Articles, these Rules will prevail.
- 2.4. Interpretation of all Rules, Policies and Articles must be consistent with the statutory requirements for a CASC (Community Amateur Sports Clubs as first provided by the Finance Act 2002).

#### **3. The Officers**

- 3.1. The officers of the Club (the “Officers”), all of whom shall be directors of the Company in accordance with paragraph 3.2 of these Rules and members of the FMC in accordance with paragraph 5.1 of these Rules, shall be:-
  - 3.1.1. the Chair;
  - 3.1.2. the Vice Chair;
  - 3.1.3. the Secretary;
  - 3.1.4. the Treasurer;
  - 3.1.5. the Facilities Officer;
  - 3.1.6. the Procurement Officer;
  - 3.1.7. the Communications Officer;
  - 3.1.8. the Child Welfare Officer;
  - 3.1.9. the Training Officer; and
  - 3.1.10. the Girls’ Section Officer.



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- 3.2. The Officers shall be appointed as directors of the Company. Anyone proposing themselves for appointment as an Officer shall be deemed to consent to becoming a director of the Company.
- 3.3. If any positions remain vacant this shall not affect the ability of the remaining Officers to run the Club so long as there are a minimum of three (3) Officers at any one time.
- 3.4. An Officer role may be shared by a maximum of two (2) people, both of whom will be appointed as directors of the Company.
- 3.5. Unless expressly agreed in writing with the Club, all Officers of the Club will provide their services to the Club free of charge on a voluntary basis.

#### **4. Appointment and Removal of Officers**

##### *Appointment*

- 4.1. The Club in a Club Meeting shall elect the Officers of the Club.
- 4.2. An Officer must be a Voting Member of the Club.
- 4.3. Each Officer shall hold office from the date of appointment until the next Annual Club Meeting unless they resign their post or are removed in accordance with paragraphs 4.11 and 4.13 of these Rules.
- 4.4. Any Officer vacancy which arises between Annual Club Meetings may be filled by a Voting Member proposed by one and seconded by another of the remaining FMC Members and approved by a simple majority of the remaining FMC Members.
- 4.5. Each of the Officers will retire with effect from the conclusion of every Annual Club Meeting but shall be eligible for re-election at that Annual Club Meeting.
- 4.6. No-one may be elected to be an Officer at any Annual Club Meeting unless prior to the meeting the Voting Members are given at least five (5) days prior notice of that person's intention to stand for election.
- 4.7. The appointment of an Officer, whether by the Club in a Club Meeting or by the FMC, must not cause the number of Officers to exceed any maximum number of Officers specified in these Rules.
- 4.8. A person may not be appointed to be an Officer if a person has already been appointed to that office and has not vacated it.
- 4.9. The FMC may propose to the Club and the Club may agree at a Club Meeting to appoint additional Officers to fulfil particular roles or responsibility within the Club but the number of Officers shall not exceed fifteen (15).
- 4.10. One person may hold no more than two positions on the FMC at any time.

##### *Removal*

- 4.11. An Officer shall cease to hold office if he or she:
  - 4.11.1. ceases to be a Voting Member;



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- 4.11.2. ceases to be a Director of the Company;
  - 4.11.3. becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
  - 4.11.4. resigns as an Officer by notice to the FMC (but only if at least two Officers will remain in office when the notice of resignation takes effect); or
  - 4.11.5. is absent without the permission of the FMC from all FMC Meetings held within a period of six consecutive months and the Officers resolve that his or her office be vacated.
- 4.12. An Officer can be removed by a decision of the FMC if it is in the best interests of the Club that the Officer is removed. A decision to remove an Officer may only be made if:-
- 4.12.1. the Officer has been given at least twenty-one days' notice in writing of the FMC Meeting at which the decision is intended to be made and the reasons why the decision has been proposed; and
  - 4.12.2. the Officer, or at the option of the Officer, the Officer's representative (who need not be a Club Member), has been allowed to make representations to the FMC Meeting.
- 4.13. In determining whether it is in the best interests of the Club to remove an Officer, regard shall be given to the policies at the time of the Club.
- 4.14. If an Officer is removed or resigns their position they shall be deemed to have resigned as a director of the Company.
- 5. The Football Management Committee**
- 5.1. The directors of the Company shall delegate the day to day running of the Club to a management committee to be known as the Football Management Committee (“FMC”). The roles of the Football Management Committee will be to deliver the following:-
- 5.1.1. to provide football both friendly and competitive for all children and adults who wish to join the club and are prepared to abide by its rules;
  - 5.1.2. to ensure the safety and security of all Playing Members while they are training and playing matches with the club and as such, the Club will abide by The FA's child protection policies and procedures;
  - 5.1.3. to ensure that all matches are played competitively but that Playing Members, parents and coaches fully understand that fair play and discipline are of the utmost importance;
  - 5.1.4. to promote the social aspect of the Club by organising suitable events for the Club Members and their families from all the various Club teams;



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- 5.1.5. to ensure that the administration of the Club is of the highest order and that all communication, be it oral or written, both internally and with outside bodies, is carried out clearly, effectively and courteously;
  - 5.1.6. to promote the Objects of the Club in accordance with the Core Philosophy;
  - 5.1.7. to maintain insurances to protect the Club’s property and for indemnifying the Club and its Members against loss or claim;
  - 5.1.8. to propose, adopt and administer policies governing the administration of the Club and the management of the year groups and squads playing football within the Club (the “Policies”).
  - 5.1.9. to ensure Policies and Rules are published on the Club’s website; and
  - 5.1.10. to ensure that in setting and administering Policies and in delegating roles and responsibilities account is taken of the views of the Club Members affected.
- 5.2. The members of the FMC (“FMC Members”) shall be the Officers from time to time of the Club. The Year Group Leads of the Club are not FMC Members but shall be entitled to attend and vote at FMC Meetings as set out in paragraph 6.12 of these Rules.
- 5.3. A person who is not an Officer but who is entitled to attend and vote at FMC Meetings shall not, for the avoidance of doubt, be deemed to be an Officer or a director of the Company.
- 5.4. The FMC shall, subject to paragraph 12.25, have the power to spend the moneys of the Club and administer the assets of the Club in order to deliver on the FMC’s roles set out in paragraph 5.1 of these Rules.
- 5.5. All Policies adopted by the FMC shall be binding on all Members and volunteers of the Club.
- 5.6. No Policy shall be inconsistent with or have the effect of repealing or amending anything contained in these Rules.
- 5.7. Sections 5 to 7 of the Articles shall apply to FMC Members and Year Group Leads in relation to their conduct and dealings with and as part of the FMC.
- 6. FMC Decisions and Meetings**
- 6.1. The FMC may regulate their proceedings as they think fit, subject to any express provisions set out in these Rules.
- 6.2. The FMC may make decisions by email correspondence, by phone and video conferences and by meetings in person. But the FMC will hold a formal meeting in person no less than twice in each Football Season (“FMC Meetings”).



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- 6.3. The FMC shall ensure that the following decisions shall be made or ratified in an FMC Meeting:-
  - 6.3.1. a decision to adopt the accounts of the Club;
  - 6.3.2. adoption of the Policies; and/or
  - 6.3.3. a decision to propose amendments to these Rules or Articles to Voting Members in a Club Meeting.
- 6.4. Any FMC Member may call an FMC Meeting by giving not less than 14 days' notice to all other FMC Members, the Year Group Leads and the Social Committee Chair. Anyone who calls an FMC Meeting is responsible for obtaining an appropriate venue to host the FMC Meeting and informing the other FMC Members of that venue.
- 6.5. FMC Meetings shall be chaired by the Chair of the Club or, in his or her absence:-
  - 6.5.1. such other FMC Member as is appointed in advance by the Chair to chair the FMC Meeting; failing which
  - 6.5.2. the person appointed by the FMC Members present to chair that meeting.
- 6.6. The quorum for the transaction of business at an FMC Meeting shall be four (not including Year Group Leads). An FMC Member shall not be counted in the quorum present when any decision is made about a matter upon which that FMC Member is not entitled to vote. If the number of FMC Members is less than the number for the quorum, the continuing FMC Members may act only for the purpose of filling vacancies or for calling a Club Meeting.
- 6.7. Decisions at an FMC shall be made by simple majority of those attending the FMC Meeting who are entitled to vote.
- 6.8. The chair of the FMC Meeting shall have a casting vote in the event of a tie in addition to any vote they would normally have.
- 6.9. A resolution or decision in writing (which includes by email) of all FMC Members entitled to attend and vote upon the resolution or decision shall be as valid and effectual as if it had been passed at an FMC Meeting or, if appropriate, a sub-committee of the FMC. The resolution in writing may comprise several documents or emails containing the subject matter of the decision each signed, or in the case of email sent, by one or more FMC Member.
- 6.10. The FMC shall keep minutes of each FMC Meeting which shall include the names of the FMC Members and Year Group Leads (or their representatives) present, the decisions made at the meeting and where appropriate the reasons for the decisions.
- 6.11. Save as provided for in the rules and regulations of the Football Association, the FMC shall have the power to decide all questions and disputes arising in respect of any issue concerning the Rules.
- 6.12. Year Group Leads are not FMC Members but are entitled to receive notice of and attend FMC Meetings and to speak and vote at them. If a Year Group Lead is



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unable to attend an FMC Meeting they shall be entitled by notice in writing to be received by the Secretary in advance of the relevant FMC meeting to appoint the Administrator of their year group to attend the meeting on their behalf or, if agreed with the FMC in advance of the FMC Meeting, a coach from their year group.

#### *Delegation*

- 6.13. The FMC may delegate any of its powers or functions to a committee of two or more FMC Members as follows:-
- 6.13.1. the terms of such delegation must be recorded in the minutes of an FMC Meeting;
  - 6.13.2. the FMC may impose conditions when delegating; and
  - 6.13.3. the FMC may revoke or alter a delegation subsequently in writing to the delegate; and
  - 6.13.4. All acts of any sub-committees must be fully and promptly reported to the FMC Members.
- 6.14. The FMC may delegate to a social committee the role of planning, organising and hosting social events for Club Members and volunteers (the "Club Social Committee"). The FMC will appoint a chair of the Club Social Committee (the "Social Committee Chair") who shall be entitled to attend and vote at FMC Meetings.

#### *Irregularities*

- 6.15. Subject to paragraphs 6.16, all acts done by a meeting of the FMC or a sub-committee of the FMC, shall be valid and binding notwithstanding the participation in any vote of an FMC Member who:- (a) was disqualified from holding office; (b) had previously retired or been obliged by the Rules to vacate office; or (c) was not entitled to vote on the matter, whether by reason of conflict of interest or otherwise, in each of (a) to (c) if without the vote of that FMC Member and that FMC Member being counted in the quorum the decision would still have been made by a majority of the FMC Members at a quorate meeting.
- 6.16. Paragraph 6.15 does not permit an FMC Member to keep any benefit that may be conferred upon him or her by a decision of the FMC or a sub-committee of the FMC if the resolution would otherwise have been void.
- 6.17. No resolution, act or decision of the FMC, any sub-committee of the FMC or the Voting Members in a Club Meeting shall be invalidated by reason of the failure to give notice to any FMC Member or Club Member or by reason of any procedural defect in the meeting unless it is shown that the failure or defect has materially prejudiced a Member of the Club.

## **7. Year Group Leads and Administrators**

- 7.1. The management of each year group within the Club shall be delegated to a year group lead (the "Year Group Lead"). The roles and responsibilities of the Year Group Lead shall be set out in the Policies of the Club. For the avoidance of doubt,



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the FMC does not delegate and Year Group Leads shall not be entitled without the consent of the FMC to:-

- 7.1.1. arrange or book training or match facilities to be funded by the Club (this does not cover additional facilities to be paid for by the Club Members in addition to their Subscription);
- 7.1.2. commit the Club to any financial expenditure other than in accordance with the Club's policies on standard expenses;
- 7.1.3. admit Playing Members which would result in the size of their year group exceeding the maximum size specified in any Policies of the Club; and/or
- 7.1.4. enter into any agreement or contract on behalf of the Club or the Company.
- 7.2. The Chairman of the Club of the Club shall appoint the Year Group Lead of the U7 and U8 year groups.
- 7.3. The Year Group Lead role may be shared by no more than two people with the prior written consent of the FMC. But the joint Year Group Leads shall between them have only one vote at FMC Meetings. If the joint Year Group Leads disagree on how to cast their vote, they will be deemed to have abstained on the relevant decision.
- 7.4. For U9 year groups and upwards, the incumbent Year Group Lead will remain in place unless:-
  - 7.4.1. the Year Group Lead decides to step down. The Year Group Lead will then be appointed by the FMC after consultation with the squad leads within the relevant year group; or
  - 7.4.2. the Chairman receives a request from a Voting Member seeking to replace the Year Group Lead which is supported in writing by at least ten (10) Voting Members relating to the relevant Year Group. If the existing Year Group Lead wishes to continue in the role, the FMC will decide whether the existing Year Group Lead will continue or be replaced by the new applicant.
- 7.5. Each Year Group Lead shall present to the FMC at its last FMC Meeting prior to an Annual Club Meeting a written report on the activities of his or her year group during the preceding season.
- 7.6. A Year Group Lead may be removed by a decision of the FMC that it is in the best interests of the Club that he or she is removed. A decision to remove a Year Group Lead may only be passed if:-
  - 7.6.1. the Year Group Lead has been given at least twenty-one days' notice in writing of the FMC Meeting at which the decision will be proposed and the reasons why it is proposed; and
  - 7.6.2. the Year Group Lead, or at their option their representative (who need not be a Club Member) has been allowed to make representations to the meeting.



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- 7.7. The Girls Section Officer shall be deemed to be the Year Group Lead for each year group within the girls section of the Club. He or she shall be entitled to delegate the roles and responsibilities of Year Group Lead (other than the right to accept new Playing Members as set out in paragraph 8.8 of these Rules) to any other Voting Member of the Club that he or she sees fit.
- 7.8. The FMC shall seek to appoint an administrator to assist the Year Group Lead with the running of each year group within the Club (“Administrator”). If a year group has a joint Year Group Lead, the FMC may dispense of an administrator in that year group. The roles and responsibilities of the Administrator will be set out in Policies of the Club.
- 8. Playing Members**
- 8.1. The option to become a playing member of the Club (“Playing Member”) is open to any person who intends to play football with the Club and who is approved by the FMC in accordance with this Section 8.
- 8.2. Any person who wishes to be a Playing Member of the Club must make an application to the Club in the manner prescribed in the Policies of the Club.
- 8.3. Approval of membership shall be at the discretion of the FMC acting in accordance with this Section 8 and shall only become effective upon an applicant’s name being entered in the Club Database. Playing Membership shall be open to anyone interested in playing football, regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs, except as a necessary. However, limitation of membership according to available facilities (for example in accordance with clause 8.4.1) is allowable on a non-discriminatory basis.
- 8.4. The FMC may only refuse an application for Playing Membership if:-
- 8.4.1. approval of the Playing Members would result in the total number of Playing Members in a year group and the total number of squads being run in a year group, as specified in the Policies, being exceeded; and/or
- 8.4.2. the FMC has good cause, for example if the conduct or character of the applicant is likely to bring the Club or football into disrepute.
- 8.5. If an application to become a Playing Member is refused the FMC must inform the applicant in writing (which includes email) of the reasons for the refusal within sixty (60) days of the decision.
- 8.6. The applicant shall have a right to appeal the decision to the FMC in writing within 30 days of receiving the decision. The FMC must consider any written representations the applicant may make about the decision. The FMC’s decision following any written representations must be notified to the applicant in writing and shall be final.
- 8.7. In determining whether refusal is reasonable and proper, regard shall be given to these Rules and the Policies of the Club.





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- 8.8. The right to approve or refuse applications to become a Playing Member of a particular year group may be delegated by the FMC to the Year Group Lead or Administrator of that year group, provided that any applicant who is refused membership by a Year Group Lead or Administrator shall have the right to appeal the decision to the FMC. A Year Group Lead/Administrator can only approve Playing Members who are joining their own year group. No other volunteer, including squad leads and coaches, shall be entitled to approve a Playing Member.
  - 8.9. Any person who becomes a Playing Member is deemed to have agreed to abide by these Rules, the Club’s Codes of Conduct and the Policies of the Club.
  - 8.10. Playing Members who are under the age of nineteen (19) will not be eligible to stand for election as an Officer nor to vote at any Club Meeting.
  - 8.11. Playing Members who are at least twenty (20) years old will be eligible to stand for election as an Officer and to vote at Club Meetings.
  - 8.12. Unless a Playing Member is removed pursuant to paragraphs 7 or 10 of these Rules, Membership for Playing Members shall be for football season only, being September 1st to 31 August (a “**Football Season**”), or part thereof if a person becomes a Playing Member during the course of a Football Season. Playing Membership will need to be renewed before the start of each Football Season but renewal will be automatic unless a Playing Members membership is terminated pursuant to paragraph 10.2 of these Rules.
- 9. Non-playing Members**
- 9.1. Each person who is a parent or legal guardian of a Playing Member who is nineteen (19) years old or younger, and whose name and contact details (including an up to date and valid email address) are provided to the Club in relation to a Non-Playing Member shall automatically become a non-playing member of the Club (a “Non-playing Member”).
  - 9.2. Any person who becomes a Non-playing Member is deemed to have agreed to abide by these Rules, the Club’s Codes of Conduct and the Policies of the Club.
  - 9.3. All Non-playing Members are eligible to stand for election to be an Officer and will be eligible to vote at any Club Meeting. However, if a Non-playing Member is the parent or legal guardian of more than one Playing Member, they will be entitled to vote only once at Club Meetings.
  - 9.4. The Officers may appoint any person over the age of eighteen (18) to be a Non-playing Member if it is intended that the person will assist with the administration of the Club. However the Officers will not appoint more than thirty (30) people at any one time to be Non-playing Members pursuant to this paragraph 9.4.
  - 9.5. Unless a Non-playing Member is removed pursuant to paragraph 10, Non-playing Membership shall last as long as the Non-Playing Member remains a parent or legal guardian of an existing Playing Member and so long as the Non-Playing Members details on the Club Database remain up to date.



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#### **10. Termination/Transfer of Membership**

- 10.1. Membership is terminated automatically if a Club Member:- (a) dies; or (b) resigns by written notice to the Club.
- 10.2. The FMC shall be entitled to suspend and/or terminate a Playing Member's membership by notice in writing:-
  - 10.2.1. if any sums due to the Club in respect of the Playing Member is not paid in full within thirty days of falling due. In the case of suspension, once the relevant sum has been paid the Club shall notify the Playing Member if and when the suspension shall be withdrawn and hence when the Playing Membership will recommence; and/or
  - 10.2.2. if a Club Member does not provide personal data requested by the Club, or a request is made by a Club Member to remove their personal data from any database or record storage of or used by the Club, if such failure to provide personal data and/or removal makes it difficult or impossible for the Club to fulfil the purpose for which the data is held by the Club, as set out in the Club's Privacy Notice.
- 10.3. If a year group has a waiting list of players that would like to join the year group, the FMC shall be entitled to suspend and/or terminate a Playing Member's membership by notice in writing if without good cause, such as injury, a Playing Member does not attend four (4) consecutive training sessions for their year group/squad.
- 10.4. Any Club Member can be removed by a decision of the FMC if the FMC decides that it is in the best interests of the Club that his or her membership is terminated. A decision to remove a Club Member from membership may only be passed if:-
  - 10.4.1. the Club Member has been given at least twenty-one days' notice in writing of the FMC Meeting at which the decision is intended to be made and the reasons why the decision has been proposed; and
  - 10.4.2. the Club Member, or at the option of the Club Member, the Club Member's representative (who need not be a Club Member), has been allowed to make representations to the FMC Meeting.
- 10.5. In determining whether it is in the best interests of the Club to remove a Club Member from membership, regard shall be given to the Policies at the time of the Club.
- 10.6. A Club Member who has been removed shall have a right to appeal the decision to the FMC in writing within 30 days of receiving the decision. The FMC must consider any written representations the Club Member may make about the decision. The FMC's decision following any written representations must be notified to the applicant in writing and shall be final.
- 10.7. Membership is not transferrable to anyone else.
- 10.8. The FMC will maintain a database consisting of the names and addresses of the Club Members.



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- 10.9. Each Club Member will be provided with login details and will keep the entry in the Club Database for themselves and the Playing Member to which they are related accurate and up to date.
- 11. Subscriptions and fines**
- 11.1. The rate of annual Subscription for Playing Members shall be determined from year to year by the Voting Members at the Annual Club Meeting.
- 11.2. The Club may have different classes of membership and subscription on a non-discriminatory and fair basis. The Club will keep subscription at levels that will not pose a significant obstacle to people participating.
- 11.3. The annual Subscription shall fall due for payment on a date agreed by the FMC, and shall be payable within thirty days of the due date. Non-payment may be subject to the consequences set out in paragraph 10.2 of these Rules.
- 11.4. If the Club is fined as a result of an offence committed by a Playing Member, the Club shall be entitled to recover the amount of the fine from the parents or guardians of the Playing Member.
- 12. Club Meetings**
- 12.1. Meetings of the Voting Members of the Club shall be convened and held in accordance with the provisions of paragraph 12.1 to 12.27 of these Rules (“**Club Meetings**”). Club Meetings are distinct and separate from the General Meetings for which provision is made in the Articles.
- 12.2. The Club must hold a Club Meeting within twelve months of the date of adoption of these Rules.
- 12.3. An Annual Club Meeting (“**Annual Club Meeting**”) must be held in each subsequent year and not more than fifteen months may elapse between successive Annual Club Meetings.
- 12.4. All Club Meetings other than Annual Club Meetings shall be called special Club Meetings (“**Special Club Meetings**”).
- 12.5. The FMC may call a Special Club Meeting at any time.
- 12.6. The FMC must call a Special Club Meeting if requested to do so in writing but at least ten Voting Members of the Club. The request must state the nature of the business that is to be discussed. If the FMC fails to hold the meeting within twenty eight (28) days of the request, the Voting Members may proceed to call a Special Club Meeting but in doing so they must comply with these Rules.
- 12.7. At the Annual Club Meeting, the following items must be included:-
- 12.7.1. receive a report of the activities of the Club from the Chairman;
- 12.7.2. receive a report of the Club’s finances over the previous year;
- 12.7.3. elect the Officers; and



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12.7.4. any other business.

#### *Notice of Club Meetings*

- 12.8. The minimum period of notice required to hold any Club Meeting is fourteen clear days from the date on which the notice is deemed to have been given.
- 12.9. The notice must specify the date, time and place of the meeting and the general nature of the business to be transacted. If the meeting is to be an Annual Club Meeting, the notice must say so.
- 12.10. The notice must be provided to Voting Members in accordance with Section 13 of these Rules and must be published on the website of the Club.
- 12.11. A Voting Member may not appoint anyone to act on his or her behalf at Club Meetings.

#### *Quorum*

- 12.12. No business shall be transacted at any Club Meeting unless a quorum is present.
- 12.13. A quorum is twenty (20) Voting Members entitled to vote upon the business to be conducted at the Club Meeting.
- 12.14. If:- (a) a quorum is not present within half an hour from the time appointed for the Club Meeting; or (b) during a Club Meeting a quorum ceases to be present; in each case the meeting shall be adjourned to such time and such place as the FMC shall determine.
- 12.15. The FMC must reconvene the Club Meeting and must give at least seven (7) clear days' notice of the reconvened Club Meeting.
- 12.16. If no quorum is present at the reconvened Club Meeting within fifteen (15) minutes of the times specified for the start of the meeting, the Members present at that time shall constitute the quorum for that meeting.

#### *Chair*

- 12.17. Club Meetings shall be chaired by the Chairman of the Club.
- 12.18. If there is no such person or he or she is not present within fifteen (15) minutes of the time appointed for the meeting, another Officer nominated by the other Officers present shall chair the Club Meeting.
- 12.19. If there is only one Officer present and willing to act, he or she will chair the Club Meeting.
- 12.20. If no Officer is present and willing to chair the Club Meeting within fifteen (15) minutes after the time appointed for holding it, the Voting Members present and entitled to vote must choose one of their number to chair the meeting.

#### *Adjournments*

- 12.21. The Voting Members present at a meeting may resolve that the meeting shall be adjourned.



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- 12.22. The person who is chairing the Club Meeting must decide the date, time and place at which the Club Meeting is to be reconvened unless those details are specified in the resolution.
- 12.23. No business shall be conducted at an adjourned Club Meeting unless it could properly have been conducted at the Club Meeting had the adjournment not taken place.
- 12.24. If a Club Meeting is adjourned by a decision of the Voting Members for more than seven days, at least seven clear days' notice must be given of the reconvened Club Meeting stating the date, time and place of the Club Meeting.
- 12.25. The following decisions must be made or ratified at a Club Meeting:-
- 12.25.1. amendments to these Rules or the Articles;
  - 12.25.2. other than as set out in para 4.4, appointment of Officers;
  - 12.25.3. any increase from the previous Football Season in the Annual Subscription;
  - 12.25.4. changes to the Articles, the Core Philosophy and/or Codes of Conduct;
  - 12.25.5. in any Football Season, incurring any extraordinary expenditure that exceeds ten per cent (10%) of the total sum received by the Club in the preceding Football Season in respect of Subscriptions (for the avoidance of doubt, expenditure incurred in relation to equipment and training and match facilities is not extraordinary for the purposes of this paragraph 12.25.5).

#### *Voting*

- 12.26. Each Voting Member eligible to vote shall have one vote at Club Meetings but if there is an equality of votes the person who is chairing the meeting shall have a casting vote in addition to any other vote he or she may have.

#### *Minutes*

- 12.27. The FMC will keep minutes of each Club Meeting which shall include the names of the Members present, the decisions made at the Club Meeting and, where appropriate, the reason for the decision.

### **13. Notices under these Rules**

- 13.1. Any notice required by these Rules to be given to or by any person must be in writing.
- 13.2. Notice may be given to a person either:- (a) personally; (b) by sending it by post in a prepaid envelope addressed to the person at his or her address; (c) by delivering the notice by hand to the address of the person; or (d) by sending it by email to the last email address provided to the Club by the relevant person.



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- 13.3. A Club Member that does not provide the Club with a valid up to date email address or who unsubscribes from Club emails shall not be entitled to receive any notices from the Club other than via notices posted on the Club website.
- 13.4. For the purposes of sending notices, the Club shall be entitled to assume that each Club Member will keep their address, phone number and email address details up to date on the Club Database.
- 13.5. A Club Member present in person at any meeting of the Club shall be deemed to have received notice of the meeting and of the purposes for which it was called.
- 13.6. Proof that an email was sent or that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given.
- 13.7. A notice shall be deemed to be given 24 hours after it was posted, given in person or sent by email.

#### **14. Liability**

- 14.1. Neither the Club nor the Company nor any of the Officers or volunteers of the Club shall under any circumstances whatsoever be liable to any Member, whether in contract, tort (including negligence), breach of statutory duty or otherwise, for any loss of profit, or any indirect or consequential loss arising under or in connection with the any Member’s membership of the Club or any of its facilities or equipment.
- 14.2. Except as set out in these Rules, all warranties, conditions and other terms implied by statute or common law, are excluded to the fullest extent permitted by law.
- 14.3. If a person provides services to the Club on a voluntary basis and he or she is a member of a profession, runs a business or works for a third party (either as an employee or consultant of the third party), unless the person, their business or third party has been paid for the services or has expressly agreed pursuant to a written agreement with the Club to provide services to the Club, all the advice and guidance provided by the person shall be deemed to be provided by them personally on a voluntary basis and the Club acknowledges that:-
  - 14.3.1. neither the person’s business nor their third party will be liable on a for any advice, guidance, act or omission of the Officer;
  - 14.3.2. in providing its advice and guidance to the Club, the Person will not be judged or held to a professional standard in respect of their voluntary work for the Club; and
  - 14.3.3. the person will be entitled to an indemnity under section 20 of the Articles as if they were a director of the Company.

#### **15. Grievance**

Any Member with a complaint about the Club should in the first instance seek to resolve their grievance with an appropriate Year Group Lead. If a Club Member is not able to resolve their grievance in that manner, they shall set out their grievance



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in writing to the Chairman of the Club. The Club will seek to deal with grievances in a fair and timely manner.

#### **16. Changes to the Rules**

Any provision contained in these Rules may be amended provided that any such amendment is approved a simple majority of the Voting Members present and voting at a Club Meeting.

#### **17. Distributions and Assets**

17.1. All surplus income and profits of the Club must be reinvested in the Club. No surpluses or assets will be distributed to members of the Company, Club Members or to a third party.

17.2. Upon dissolution of the Club, any remaining assets shall be given or transferred to another CASC, a registered charity or the sport’s governing body (the Football Foundation or any successor to the Football Foundation) for use by them in related community sports.

#### **18. Definitions and Interpretation**

18.1. Where necessary in these Rules:- (a) the singular shall include the plural and vice versa; and (b) the masculine shall include the feminine.

18.2. Unless otherwise stated, references to “members” in these Rules are to general members of the Club, not statutory members of the Company.

18.3. The following defined terms shall have the following meanings in these Rules:-

18.3.1. “Administrator” has the meaning given to it in paragraph 7.8 of these Rules;

18.3.2. “Annual Club Meetings” has the meaning given to it in paragraph 12.3 of these Rules;

18.3.3. “Articles” has the meaning given to it in paragraph 2.1 of these Rules;

18.3.4. “Club Database” means the database of Club Members maintained by the FMC on the Club website;

18.3.5. “Club Meeting” has the meaning given to it in paragraph 12.1 of the Rules.

18.3.6. “Club Member” means Playing Members and Non-playing Members;

18.3.7. “Club Social Committee” has the meaning given to it in paragraph 6.14 of these Rules;

18.3.8. “Codes of Conduct” the Codes of Conduct for players, coaches and volunteers of the Club as published on the Club’s website;

18.3.9. “Company” has the meaning given to it in paragraph 1.1 of these Rules;

18.3.10. “Core Philosophy” means the Core Philosophy of the Club which is set out in the Schedule to these Rules;

18.3.11. “Director” means a director of the Company;



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- 18.3.12. “FMC” has the meaning given to it in paragraph 5.1 of these Rules;
- 18.3.13. “FMC Meeting” has the meaning given to it in paragraph 6.2 of these Rules;
- 18.3.14. “FMC Member” has the meaning given to it in paragraph 5.2 of these Rules;
- 18.3.15. “Football Season” has the meaning given to it in paragraph 8.12 of these Rules;
- 18.3.16. “Non-playing Member” has the meaning given to it in paragraph 9.1 of these Rules;
- 18.3.17. “Officers” has the meaning given to it paragraph 3.1 of these Rules;
- 18.3.18. “Playing Member” has the meaning given to it in paragraph 8.1 of these Rules;
- 18.3.19. “Policies” has the meaning given to it in paragraph 8.1 of these Rules;
- 18.3.20. “Social Committee Chair” has the meaning given to it in paragraph 6.14 of these Rules;
- 18.3.21. “Special Club Meeting” has the meaning given to it in paragraph 12.4 of these Rules;
- 18.3.22. “Subscription” means the amount due each Football Season from each Playing Member to participate in the activities of the Club;
- 18.3.23. “Voting Member” means any Playing Members and Non-playing Members which have a right to vote at Club Meetings pursuant to these Rules;
- 18.3.24. “Year Group Lead” has the meaning given to it in paragraph 7.1 of these Rules.





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#### **SCHEDULE**

#### **CLUB CORE PHILOSOPHY**

- We will deliver everything with safety as a priority
- We are an inclusive organisation that welcomes people of all abilities
- Everyone is expected to respect others and contribute positively to the Colts community
- Harpenden Colts promotes a sense of fairness for all those within our club
- We aim to develop youngsters as individuals as well as footballers
- We aim to encourage and promote the enjoyment of football
- At all times Harpenden coaches will seek to do whatever is appropriate for the player's development
- Coaches will be provided with appropriate Continuing Professional Development
- We want everyone within the Harpenden Colts family (players, parents and coaches) to enjoy winning but not at the expense of our Philosophy