

## **RULES of City of Oxford Swimming Club (“the Club”) as at October 2022**

City of Oxford Swimming Club is a Company limited by guarantee and governed by its articles of association. These articles are referred to herein as the “Articles” or individually as “Article”.

These rules are created by the Board of Directors in line with Article 51. References in these Rules to a decision or action of the Directors or Board includes decisions or actions of authorised delegates or committees. In the event that there shall be any conflict between these Rules and the Articles, the Articles shall prevail.

### **1. Name**

- 1.1 The name of the Club shall be City of Oxford Swimming Club.
- 1.2 The use by the members, of the Name and associated names, such as COSC, and the club logos shall be subject to the approval of the Board.

### **2. Objects, Affiliation and Governing Body Rules**

- 2.1 The objects of the Club are as provided in Article 2.
- 2.2 The Club is committed to treating everyone equally within the context of its activity and with due respect to the differences of individuals. It shall not apply nor endorse unlawful or unjustified discrimination and shall act in compliance with the protections afforded by the Equality Act 2010. The Club shall implement the Swim England Equality Policy (as may be amended from time to time).
- 2.3 The Club shall be affiliated with other bodies as provided in Article 3.
- 2.4 The business and affairs of the Club shall at all times be conducted in accordance with the Laws, Regulations and Technical Rules of Swim England (“Swim England Laws”) and in particular:
  - 2.4.1 all competing members shall be eligible competitors as defined in Swim England Laws; and
  - 2.4.2 the Club shall in accordance with Swim England Laws adopt the Swim England Child Safeguarding Policy, Regulations and Procedures (“Wavepower”); and shall recognise that the welfare of children is everyone’s responsibility and that all children and young people have a right to have fun, be safe and be protected from harm.
  - 2.4.3 Members of the Club shall, in accordance with Swim England Laws, comply with the Wavepower with respect to Child Safeguarding, Regulations and Procedures.
- 2.5 In the event that there shall be any conflict between any rule or by-law of the Club and any of the Governing Body Rules then the relevant Governing Body Rule shall prevail.

### **3. Application for Membership**

- 3.1 The process for becoming a Member of the Club is as provided in Article 33. Applications for Membership by those under 18 years of age must be signed by the applicant’s parent or guardian).
- 3.2 The Directors shall be required to give reasons for the refusal of any application for membership. Any person refused membership may seek a review of this decision before a Review Panel appointed by the Directors (“Review Panel”) comprised of not less than three members (who may or may not be Directors). The Review Panel shall, wherever practicable, include one independent member nominated by the Swim England South East Region. The person refused membership shall be entitled to make representations to the Review Panel. The procedures for review shall be at the discretion of the Review Panel whose decision shall be final and binding.

- 3.3 In its consideration of applications for membership, the Club shall not act in a discriminatory manner and in particular, shall adhere to the Equality Act 2010 (as may be amended). Accordingly, the Club shall not refuse membership on the basis of a Protected Characteristic within the Act, such as disability; gender or gender identity; pregnancy; race; religion or belief; or sexual orientation. Neither may refusal be made on the grounds of political persuasion.
- 3.4 The Club may refuse membership only for good and sufficient cause, such as conduct or character likely to bring the Club or the sport into disrepute, or, in the case of a swimmer, being unable to achieve the entry standards as laid down and provided by the Club to the applicant for membership.
- 3.5 The total membership of the Club shall not normally be limited. If, however, the Directors consider that there is a good reason to impose any limit from time to time then the appropriate proposals shall be put forward for consideration at a General Meeting of the Club. The members shall have the right to impose (and remove) from time to time any limits on total membership (or any category of membership) of the Club.
- 3.6 All persons who assist in any way with the Club's activities shall become members of the Club and hence Swim England and the relevant Swim England membership fee shall be paid.
- 3.7 Paid individuals who are not members of the Club must be members of a body which accepts that its members are bound by Swim England's Code of Ethics, Swim England Regulations relating to Wavepower, those parts of the Judicial Regulations and procedures necessary for their implementation and whilst engaged in activities under the jurisdiction of Swim England shall be subject to all the constraints and privileges of the Judicial Regulations.

#### **4. Subscription and Other Fees**

- 4.1 The annual members' subscription and coaching and squad fees (as applicable) shall be determined from time to time by the Directors in accordance with Article 33.
- 4.2 The annual Swim England, Region and County fees (if any) shall be due on joining the Club and thereafter on the 1<sup>st</sup> of January each year.
- 4.3 The Club shall inform all members of the fees payment structure and whether annual fees are paid in full or via an appointed scheme. Any member whose fees are unpaid by the date falling 30 days after the due date for payment may be suspended by the Committee from some or all Club activities from a date to be determined by the Committee and until such payment is made or further action is taken under Rule 7.3.
- 4.4 The Directors shall advise the members of the reasons for any increase in subscription or other fees at the next Annual General Meeting.
- 4.5 The Directors shall have the power in special circumstances to remit the whole or part of the fees, including the Swim England membership fees, to address issues of social inclusion.

#### **5. Conditions of Membership**

- 5.1 By virtue of the affiliation of the Club to South East Region, the Club and all members of the Club acknowledge that they are subject to the regulations, rules and constitutions of:
  - 5.1.1 The Oxfordshire and North Buckinghamshire (ONB) Amateur Swimming Association and
  - 5.1.2 South East Region; and
  - 5.1.3 Swim England (to include the Code of Ethics); and
  - 5.1.4 British Swimming (in particular its Anti-Doping Rules and Judicial Code); and
  - 5.1.5 LEN, the European governing body for the aquatic sports; and
  - 5.1.6 FINA, the World governing body for the aquatic sports.

(herein after defined as “Rules of a Governing Body”).

- 5.2 Members must comply with the Articles and these Rules.
- 5.3 Membership is not transferable (as per Articles 36.2).
- 5.4 In the event that there shall be any conflict between any rule or by-law of the Club and the Rules of the Governing Body then the relevant Rule of the Governing Body shall prevail.

## **6. Term of Membership**

- 6.1 A person’s membership terminates when that person dies or ceases to exist, or on resignation under Rule 7, or expulsion under Rule 8.
- 6.2 Any person ceasing to be a Member shall be removed from the register of members.
- 6.3 Any person ceasing to be a member in accordance with this Rule 6, or Rules 7 or 8, forfeits all rights in relation to and claims upon the Club, its property and its funds and has no right to the return of any part of his subscription or other fees. The Board may refund an appropriate part of a resigning member’s subscription if it considers it appropriate taking account of all the circumstances.

## **7. Resignation**

- 7.1 A member wishing to resign membership of the Club must give a calendar month’s written notice to the Secretary of his/her resignation.
- 7.2 A member whose subscription is more than two months in arrears shall be deemed to have resigned. Where the membership of a member shall be terminated in this way he/she shall be informed in writing.
- 7.3 The Swim England Membership Department shall be informed should a member resign when still owing money or goods to the Club.

## **8. Expulsion and Other Disciplinary Action**

- 8.1 Subject to this Rule 8, the Board may terminate the Membership of any Member (or impose other disciplinary measures) by giving the Member written notice if, in the reasonable opinion of the directors, the Member:
  - 8.1.1 is guilty of conduct which has or is likely to have a serious adverse effect on the Club or bring the Club or any or all of the Members and directors into disrepute; or
  - 8.1.2 has acted or has threatened to act in a manner which is contrary to the interests of the Club as a whole; or
  - 8.1.3 has failed to observe the terms of the Articles or these Rules.
- 8.2 In relation to any expulsion, or other disciplinary action in relation to a Member, the Club will comply with the Swim England’s relevant Judicial Regulations for handling Club Disputes (*Regulations 150-155 inc*).
- 8.3 Without limitation to rule 8.2:
  - (a) the Member must have the opportunity to be heard in writing or in person as to why his membership should not be terminated (or other sanction imposed). The Board must consider any representations made by the Member and inform the Member of its decision following such consideration; and
  - (b) a member may not be expelled or (subject to Rule 8.5 below) be made the subject of any other penalty unless the panel hearing the complaint/ Board shall by a two-thirds majority vote in favour of the expulsion of (or other penalty imposed upon) the member.

- 8.4 The Board (or any person to whom the Board shall delegate this power) may temporarily suspend or exclude a member from particular training sessions and/or wider club activities, pending determination of a matter in accordance with these procedures.
- 8.5 A Member whose membership is terminated under this Article must return any Club or external body's trophy or trophies held forthwith.
- 8.6 Swim England shall have power to temporarily suspend members or suspend members for a specified term in accordance with Judicial Regulations and Child Safeguarding Regulations as the same may be revised from time to time.

## **9. Board and other appointees**

- 9.1 The composition of the Board of the club will be as provided in Article 15 and Article 21.
- 9.2 In accordance with Wavepower the Board shall appoint a member of the Club as Welfare Officer who must be not less than 18 years of age, who should have an appropriate background and who is required to undertake appropriate training in accordance with Wavepower. The Welfare Officer shall not be related to or in a relationship with any one of the 'Executive Officers of the Club' or the Club's Coaches or Teachers. The Welfare Officer will have a right to attend Board meetings without a power to vote. Attendance at meetings will be for the purpose of sharing or addressing matters relating to Welfare.
- 9.3 The Board shall appoint a Head Coach who must be not less than 18 years of age, who should have an appropriate background and who will have a right to attend Board meetings without a power to vote.
- 9.4 The maximum number of additional appointees shall be 7. All appointees must be not less than 18 years of age though the Board, or its delegated committees, may allow younger member(s) to attend their meetings without power to vote.
- 9.5 Members of the Board shall be elected, and shall resign, retire or stand for re-election in accordance with the Articles. Any casual vacancy occurring by resignation or otherwise of a Director may be filled in accordance with Article 22.
- 9.6 Board meetings shall be called and regulated in accordance with the Articles.
- 9.7 The Board is entitled to exercise all the powers of the Club described in Article 4.
- 9.8 The Board may delegate its powers to individuals or committees in accordance with Article 9.
- 9.9 The Director shall maintain a log of Accidents/Incidents at Club related activities. Details of such shall be reported to the insurers in accordance with the Accident/Incident Notification guidelines. The Club shall make an annual return to the Swim England Membership Department indicating whether or not an entry has been made in the prescribed online form. A copy of entries should be kept for a period of six years or in respect of an injury to a child they should be kept for six years after they attain 18 years of age.

## **10. Ceremonial Positions and Honorary Members/Life Members**

- 10.1 The Annual General Meeting of the Club, if it thinks fit, may elect a President and Vice-Presidents. A President or Vice-President need not be a member of the Club on election but shall, *ex officio*, be an honorary member of the Club and must be included in the Club's Annual Return of Members to the Swim England.
- 10.2 The Board may elect any person as an honorary member of the Club for such period as it thinks fit, or as a Life Member, and they shall be entitled to all the privileges of membership except that they shall not be entitled to vote at meetings and serve as directors or on committees unless any

such person shall have retained their ordinary membership of the Club. Such honorary members and Life Members must be included in the Club's annual return as to membership.

- 10.3 Once created by the Board, honorary and/or Life membership categories may only be removed (notwithstanding that persons may hold these categories of membership) at an Annual General Meeting of the Club, when it shall be properly proposed in accordance with these Rules and the Articles.
- 10.4 A minimum of 21 days in advance of the Annual General Meeting, the Board shall write to all holders of honorary and/or Life membership affected by the above proposal drawing the proposal to his/her/their attention and inviting him/her/them to attend the Annual General Meeting.
- 10.5 Where the affected holder or holders of the honorary and/or Life membership do not attend the Annual General Meeting, the Chairman may allow the matter (in so far as it relates to the absent person(s)) to proceed directly to vote, which shall be, at the Chairman's discretion, by show of hands or secret ballot.

## **11. Annual General Meeting and Special General Meetings**

- 11.1 The Annual General Meeting of the Club shall be held once a year. The Club Secretary shall be responsible for sending to each member at his/her last known postal or electronic address a written agenda giving notice of the date, time and venue of the General Meeting no later than **28** days prior to the published date. Other special general meetings may be called at any time by the Board or by notice in writing from 10% of Voting Members (Article 35) and held within 28 days of receipt by the Club Secretary.
- 11.2 Each member aged 18 years or over (Voting Member) shall be entitled to receive notice of the AGM and special general meetings and cast one vote in respect of any resolution proposed at such meetings.
- 11.3 Voting Members are entitled to appoint proxies to attend meetings on their behalf in accordance with Article 43.
- 11.4 No business may be conducted at a meeting unless there is a Quorum in accordance with Article 37.
- 11.5 The Club may pass certain resolutions by written resolution (rather than in meeting) in accordance with Article 45. All members eligible to vote will receive the written resolution along with instructions on how to signify agreement to the resolution.
- 11.6 The AGM shall be held for the following purposes described in Article 35.
- 11.7 Members may nominate individuals for election to the Board, or any position on it, by notice in writing to the Secretary 21 days before an AGM is held. Any proposal for nominations must be seconded by another Voting Member.
- 11.8 Voting Members may propose a vote on a rule change by notice in writing to the Secretary 21 days before an AGM or a special general meeting, at which the change will be considered.
- 11.9 No amendment(s) to the Rules shall become effective until such amendment(s) shall have been submitted to and validated by such person as is authorised to do so by Swim England South East Region.
- 11.10 The procedure of the AGM and special general meetings will be otherwise as provided in the Articles.

## **12. Decision-making by Directors**

- 12.1 Directors to take decisions collectively: Any decision of the Board must be either a majority decision or a decision taken in accordance with Article 12.
- 12.2 Unanimous decision: A decision of the Board is taken in accordance with this Article 12.

- 12.3 Calling a meeting of the Board: The Board may meet together for the dispatch of business, adjourn and otherwise regulate their meetings in line with Article 13.
- 12.4 Participation in meetings of the Board: This is in accordance with Article 14.
- 12.5 Composition of the Board and Quorum: These are accordance with Article 15.

### **13. Further Rule-making**

- 13.1 In accordance with Article 51, the Board shall have power to make, repeal and amend these Rules as they may from time to time consider necessary for the wellbeing of the Club, which Rules, repeals and amendments shall have effect until set aside at a General Meeting.

### **14. Finance**

- 14.1 All income and property of the Club shall be applied in accordance with Article 5.
- 14.2 The Board shall have power, subject to the Articles (Articles 29 and 30), to authorise the payment of remuneration and expenses to any Officer, member or employee of the Club and to any other person or persons for services rendered to the Club.
- 14.3 The financial transactions of the Club shall be recorded by the Treasurer in accordance with the requirements of Companies house.
- 14.4 The financial year of the Club shall be the period commencing on 1<sup>st</sup> April. Any change to the financial year shall require the approval of the Board.

### **15. Dissolution**

- 15.1 The winding-up or dissolution of the Club shall occur in accordance with Article 6.
- 15.2 A resolution to dissolve the Club shall only be proposed at a General Meeting and shall be carried by a majority of at least three-quarters of the members present and entitled to vote. A specific date for the dissolution shall be included in the resolution.
- 15.3 The dissolution shall take effect from the date specified in the resolution and the members of the Board shall be responsible for the winding-up of the assets and liabilities of the Club.
- 15.4 Any property remaining after the discharge of the debts and liabilities of the Club shall be given to a charity or charities (or other non-profit making organisation having objects similar to those of the Club for the furtherance of such objects) nominated by the last Committee.

### **16. Guarantee**

- 16.1 The liability of each Member is detailed in Article 7.

### **17. Acknowledgement**

- 17.1 The Members acknowledge that these Rules constitute a legally binding contract to regulate the relationship of the members with each other and the Club.
- 17.2 The following statement must appear on Club membership forms and is to be signed by the member. It must also be countersigned by the parent, or a person having parental responsibility for the member, if under 18 years of age:

***“I acknowledge receipt of the Articles of Association and Rules of City of Oxford Swimming Club and confirm my understanding and acceptance that such rules (as amended from time to time) shall govern my membership of the Club. I further acknowledge and accept the responsibilities of membership upon members as set out in the Articles and these rules.”***

- 17.3 These rules must be readily available to all club members. This may be via posting on the Club website or shared with members annually at time of membership renewal.