

Tyne Amateur Rowing Club

Note on extent and justification of changes to constitution to be put to AGM 24-07-24

Circulated to members on 02-07-24

Introduction

This note should be read in conjunction with the tracked changes version of the constitution circulated with this document *or* to be found on the club web site at www.tynerowingclub.org/pages/agm_24_july_24_275331.cfm . This shows all changes being proposed. Deletions are in red and struck through and additions are in red and underlined.

The AGM will be asked to approve the new version of the constitution not showing the changes, also circulated with this note *or* to be found on the web site, not the tracked changes version. But the latter is important as it indicates every change that is being proposed, i.e. deletions *and* additions.

The new version of the constitution has numbering to four levels. References here to numbers in square bracket such as [8] denote the top level clause number. Sub-clauses run to three levels, for example [6](1)(a)(ii).

Summary of amendments

1. Changes have been made to tidy up the spacing and numbering and to correct minor typos and punctuation errors in the current (2016) constitution. None of these changes alter the actual text or its meaning, but improve clarity greatly.
2. The personal pronouns 'he or she', 'him or her' etc have been changed to 'they', 'them' etc throughout. This is a textual change but does not alter the meaning. It is considered this brings the document more up to date in terms of such wording.
3. The *Objects* in clause [1] have *not* been changed.
4. Sub clause 11 on repairs has been moved to a better location at clause [26].
5. Statements of principle important to British Rowing

The constitution needs to satisfy British Rowing on key issues. The most significant issues requiring statements are (a) equal opportunities, (b) welfare/safeguarding (including appointment of a club welfare officer), (c) safety (including appointment of a club rowing safety adviser) and (d) grievance and disciplinary procedures.

We already have statements in the 2016 version on (a) equal opportunities and (b) welfare and these have been being kept at [9](3) and [9](4). The 2016 constitution did not include anything on (c) safety, and this has been remedied at [9](5). Significant amendments and new wording on (d) grievances etc has been inserted at [29], including reference to the club's and British Rowing's guidelines.

In addition at [9](1)(a)(iii) the standard phrase "A person who has been expelled from, or refused membership of, British Rowing shall not be eligible for membership" has been inserted, as expected by British Rowing.

6. Membership categories

The new version has an amended set of membership categories at [9](2). *Volunteer* Members are now *Supporter* Members. Corporate Members are added to the list as they are referenced elsewhere in the constitution (both 2106 and new versions) but were not in the list of categories in 2016. For information, we do not have any corporate members at the moment.

7. Voting and non voting members

At [9](11) the new version indicates which member categories (or parts thereof) get a vote at general meetings. In the 2016 version in the clauses and sub-clauses relating to voting at meetings and related procedures the description *full* members was used to indicate who got a vote, could nominate, etc. We are now recommending that we say that life members, full (i.e. rowing) members, junior members aged 16 or over and corporate members get a vote. The change to give some junior members a vote is a significant amendment; it was discussed at the club EGM in February and the trustees have since debated the issue and come out in favour, hence the proposed change now. It has been prompted in part by the Charity Commission regulations allowing members aged 16 or over to be trustees and in part by a wish by many in the club to involve younger members in the governance of the club more.

Now that the new version explicitly says which member categories get a vote or do not get a vote it is considered that the two paragraphs with numbering in the 2016 version of (6)(a) and (6)(b) can be deleted without loss of any flexibility in dealing with non voting members. The deletions would also ensure that all members (not just voting ones) are covered by provisions such as but not only welfare, safety and grievance procedures. In the tracked changes version these deleted sub clauses can be found a bit out of place between new sub-clauses [9](10) and [9](11).

8. Delegations and committees

The trustees are ultimately in charge of the club. Under the existing 2016 constitution they are allowed to delegate any matter to a committee as long as there is at least one trustee is on it (though there is no required for them to be present). In the 2016 version the constitution then says "The trustees of the CIO will delegate the conduct of the affairs of the club as a whole to The Committee" with sub-clauses giving details as to how it would function.

The new version of the constitution does not change the overall powers of delegation for the trustees. But at sub-clause [18](3) although keeping much of the wording from 2016 on 'The Committee' creates a new entity, the 'Rowing Committee'. This now runs rowing only, not the whole club operation. The arrangements around election of Rowing Committee officers and ordinary members at the AGM and their length of tenure are similar to but clearer than in the 2016 version.

The key officer posts in the Rowing Committee remain largely the same as in the 2016 version, with the Chair of the Rowing Committee, Captain, three Vice Captains and Secretary of the Rowing Committee plus seven ordinary members, all with a vote. All have a single year's tenure. They can stand again each year, but have to be nominated each time by either the outgoing Rowing Committee or an individual voting member. Voting would take place if two candidates for the same post emerged out of this process.

The Treasurer's role is now more strategic and gets mention not under the Rowing Committee but at [4](1)(e), as a post the trustees can appoint to if they so wish and who would attend trustee meetings and Committees to advise as necessary on financial matters but without a vote. The Chair of the Rowing Committee will be ex-officio a trustee, as was the Chair of the Committee before.

In sub-clause [18](4) the new version introduces delegation to a Management Committee (essentially what is currently known as the Management Group) and this becomes part of the formal structure of the club. It will look at management of the club as a whole. Its members will be appointed by the trustees, with no co-option except on a non-voting basis.

The trustees in the new version at [18](1) need to agree and publish a clear set of delegations to these two Committees (and to any others set up) and review them annually. And in order to ensure strong day-to-day coordination of effort the new version says at [18](4) that the "trustees should ensure in deciding on terms and conditions of delegations that there is close working between the Rowing and Management Committees at all times".

9. Process and timetable for calling an AGM

At clause [11](3)(a) the new version gives clearer guidance on the process and timetable for calling annual general meetings, including giving advance notice 42 clear days before the meeting, a nomination deadline 28 clear days weeks before and formal notice with papers 14 clear days before. At [11](3)(c)(v) it is clarified that the AGM each year will vote on nominations for Rowing Committee officers and ordinary members as set out in clause [18] - see above.

10. Quorum at trustees' meetings

At [19](3)(a) the default quorum at trustees' meetings has been increased from two to three at the request of Sport England. In practice the quorum I practice will more likely be set by the further wording "or the number nearest to one third of the total number of charity trustees, whichever is greater", giving 4 as the quorum if we have either 11 or 12 trustees in post.

11. At [30](4) the new version reflects recent changes in Charity Commission regulations such that unless amendments to a constitution fall into certain categories (changes to Objects or affect 'regulated' matters) then amended constitutions become immediately effective and do not have to await registration by the Charity Commission. As a result the last sentence of [30](4) is deleted - look at the tracked changes version to see this clearly.

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