

# PROPOSED MERGER BETWEEN THE HYDNEYE COMMUNITY ANGLING CLUB AND THE SOUTHDOWN ANGLING ASSOCIATION

## Proposed Constitution and Operational Rules (January 2023)

### **PART 1 – CONSTITUTION**

#### **1a. Background:**

The Southdown and Hydneye Community Angling Club (hereinafter referred to as 'the Club'), was formed in 2023, evolving from a merger between the Hydneye Community Angling Club (HCAC) and the Southdown Angling Association (SAA). Previously, the Hydneye Community Angling Club had been created from the former Pike Anglers Club of East Sussex, and the Southdown Angling Association was formed by merging the previous Compleat Angler Fishing Club and the Hailsham Angling Association.

#### **1b. Purpose:**

The Club exists to:

- Promote the sport of freshwater angling including high standards of angling conduct and respect for the environment;
- Provide access to and management of its waters for the benefit of all its Members;
- Provide tuition and encouragement to enable anyone in the community to participate in angling; and
- Take action and enforcement as necessary in liaison with the relevant authorities to safeguard and enhance the environment and combat anti-social behaviour.

#### **1c. Management Structure:**

Management of the Club's affairs will be undertaken by a Committee comprised of four designated Executive Officers (Chair, Treasurer, Secretary and Assistant Secretary) plus a number of Committee Members as deemed necessary to undertake required roles. Such roles and numbers may vary over time to reflect the Club's needs.

In addition, the Club may appoint a President and Vice Presidents. These posts will not be part of the Executive or Committee but may be called upon by the Executive or Committee for advice and guidance when required. The primary function of the President and Vice Presidents will be to act as ambassadors in promoting the Club and its ethos.

All of the above-mentioned roles and posts will be subject to election at the AGM. However, the Executive Officers can collectively propose and, with Committee approval, make any in-year Committee appointments necessary either to fill vacancies or to add where necessary to meet workload demands.

#### **1d. Financial Management:**

The Club's financial year shall be from 1<sup>st</sup> April to 31<sup>st</sup> March. The Treasurer shall prepare Accounts for presentation at the AGM each year.

#### **1e. Asset Management:**

All assets held by either the former Hydneye Community Angling Club or the Southdown Angling Association will automatically become assets owned by the Southdown and Hydneye Community Angling Club.

The land asset previously owned by SAA will be subject to the provisions of a legal agreement limiting the circumstances under which it may be sold. The Committee will be bound by the terms of this agreement.

All property of the Club, including leases, but excluding cash or equivalent (which shall be under the control of the Treasurer), shall be vested in Trustees, to be dealt with by them as the Committee shall from time to time direct.

There shall not be less than four or more than six Trustees, appointed by the Committee, who shall hold office until death, resignation or removal from office by resolution of the Committee. The Trustees shall include representatives of HCAC and SAA for at least 3 years following the formation of the Southdown and Hydneye Community Angling Club. Trustees can, but need not be, Officers of the Club.

Trustees shall be empowered to borrow or mortgage in support of the Club as directed by the Committee.

#### **1f. Liabilities:**

1. Trustees shall be indemnified out of the assets of the Club against any expense incurred in the exercise of their duties;

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2. The Executive Officers and Committee Members shall not be personally liable for loss of any kind whatsoever suffered by the Club that may occur as a result of the correct, lawful and approved discharge of their duties;
3. Third party liability will be limited to the assets of the Club only and will not extend to any personal liabilities of Club Officers and Committee Members;
4. Personal, individual liability may be incurred by any Club Officer, Committee Member, or other Members, where such liability has been incurred as a result of specific individuals acting unlawfully, illegally or without approval on behalf of the Club; and
5. The Club reserves the right to instigate proceedings against any individual(s) deemed to have acted in a manner harmful to the Club's assets or reputation.

**1g. Dissolution:**

1. If at any Committee meeting of the Club, a resolution is passed calling for the dissolution of the Club, the Secretary shall convene an EGM to be held not less than one month thereafter to discuss and vote on the resolution;
2. If at that EGM, the resolution is carried by at least two-thirds of the Members present at the meeting, the Committee shall thereupon, or at such date as shall have been specified in the resolution, proceed to realise the assets of the Club and discharge all debts and liabilities of the Club;
3. After discharging all debts and liabilities of the Club, the remaining assets shall not be paid or distributed amongst the Members of the Club unless the amount is greater than £10,000. If less than this figure, the assets shall be given or transferred to an organisation having objectives similar to those of the Club; and
4. Should no other organisation be found wishing to receive the remaining assets, then the Trustees are empowered to sell all the assets and donate the proceeds to The Angling Trust.

**1h. Interpretation:**

The Committee is the sole authority for the interpretation of this Constitution and associated Operational Rules and for any decision not provided for therein. However, the Committee shall seek professional advice before deciding on any issues not specifically provided for in this Constitution. This guidance may be from legal and/or insurance bodies as relevant before any resulting decisions can be finalized and made binding upon the Membership.

**1i. Updates:**

This Constitution is a live document and will be subject to ongoing updates and improvements. The Committee is authorised to make any technical adjustments that improve clarity and remove ambiguity in respect of existing content and to add to or amend existing content in order to ensure legal or financial compliances.

Where fundamental new content is proposed that has a significant bearing on Club policies or objectives, such content will require approval at an AGM or EGM. The general Operational Rules of the Club are set out in Part 2 and the Committee is fully authorised to maintain, update or amend them as necessary.

**PART 2 – OPERATIONAL RULES**

**2a – Annual and Extraordinary General Meetings:**

**2a1.** In each calendar year prior to 1<sup>st</sup> April, the Club shall hold an Annual General Meeting (AGM).

Whilst any other relevant business is not precluded, the primary annual business of the AGM will be to:

1. Receive and accept current Club status reports from the Chair, Secretary and Treasurer;
2. Approve and adopt the Club's previous year accounts;
3. Receive and decide on Membership fees for the forthcoming year;
4. Receive and decide on any proposed Constitution changes;
5. Determine any proposed honoraria payments for Officers and Committee Members;
6. Consider any proposed Life Memberships; and
7. Consider any motions from the Membership.

**2a2.** Motions from the Membership to the AGM must be submitted in writing and in advance of the meeting by a deadline to be prescribed and communicated by the Secretary. Motions must be signed by a proposer and seconder who must both be fully paid up Members of the Club.

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**2a3.** At every third AGM, a Committee shall be elected to serve a 3-year term. This will include electing a President and Vice Presidents, four Executive Officers (Chair, Secretary, Assistant Secretary and Treasurer) and a minimum of 6 Committee Members.

**2a4.** Nominations for the above elected posts may be submitted to the AGM 'en bloc' by the Committee.

**2a5.** Nominations from the Membership for all elected posts must be submitted in writing and in advance of the meeting by a deadline to be prescribed and communicated by the Secretary. Nominations must be signed by a proposer and seconder who must both be fully paid up Members of the Club.

**2a6.** All Members of the Club are entitled to attend and vote at any AGM or EGM subject to being fully paid up Members at the time of the meeting.

**2a7.** The quorum for an AGM or EGM will be 10 fully paid up Members of the Club.

**2a8.** In the event of serious and urgent unforeseen business being required, an Extraordinary General Meeting (EGM) may be called at any time. This can be called by any three of the four Club Executive Officers or via a petition signed by at least 20 Club Members stating clearly the reason for the call and submitted directly to the Chair or Secretary.

## **2b – The Committee:**

**2b1.** All Executive Officers and Committee Members will serve a 3-year term from the date of election at the AGM to the date of the AGM 3 years hence. The term may be slightly more or less than 3 years allowing for the variability of AGM dates.

**2b2.** Should an Officer or Committee Member vacancy occur mid-term, the Committee is authorised to appoint a replacement for the remainder of the term. At the end of a 3-year term, there is nothing to prevent any Officer or Committee Member being elected for a further term.

**2b3.** All Officers and Members of the Committee must be Members of the Club at the time of election and during their term of office.

**2b4.** The quorum for a Committee meeting will be 5 Members present which must include at least one Executive Officer.

**2b5.** Any Officers or Committee Members failing to attend three successive Committee meetings shall forfeit their office unless a reason for absence is deemed reasonable by the Committee.

**2b6.** The Secretary will set dates, times and venues for Committee meetings.

**2b7.** All agenda items must be conveyed to the Secretary who will then issue the agenda at least 24 hours ahead of the meeting.

**2b8.** All Committee decisions are ratified by simple majority vote. Tied votes will be settled by a casting vote of the Chair. A casting vote may be used whether or not the Chair has voted in the main vote. In the absence of the Chair, meetings will be chaired by any one of the Executive Officers present and that person will have all powers of the Chair, including casting votes.

**2b9.** Where the need is for an urgent decision unable to wait for the next Committee meeting, the Chair is entitled to have a decision made remotely via online meeting or electronic mail/messenger, as long as a majority of the Committee is in accord.

**2b10.** The Club's operational day-to-day management will be undertaken by the elected Committee. Primary activity will include:

- Communication with Club Members;
- Managing Club income and expenditure;
- Managing Membership numbers and issues, and setting Membership fee levels and structure;
- Managing all fishing activities including all general and specific angling rules for Club waters, and setting and enforcing appropriate conduct, rules and safeguards. These are collectively covered by a set of "Angling Regulations";
- Purchasing, storage and maintenance of all necessary Club equipment and consumables;
- Acquisition of Club waters including negotiation of leases and rentals;
- Ensuring that arrangements are in place for access to and maintenance of bankside fishing areas;
- Ensuring the environmental and ecological wellbeing of the Club's fisheries, working with relevant agencies and landowners, and making temporary water closures as necessary;

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Proposed Constitution and Rules. The Committee continued

- Arranging events, teach-ins, competitions, records etc, that encourage participation and promote the Club in a positive light;
- Regulating and managing Club competitions;
- Authorising and managing entry and selection of Club Members for participation in local, regional or national team competitions;
- Managing water bookings including necessary water closures, notices, etc;
- Seeking grants and affiliations that may be available to enhance the Club's offering;
- Consideration of organisational affiliations deemed beneficial to the Club; and
- Ensuring that all necessary insurances and safeguards are in place to enable the Club to conduct its activities in a lawful and sustainable manner.

**2b11.** The above list is indicative, not exhaustive and is not intended to cover all potential Committee business. Other than matters specifically reserved for the AGM, the Committee is fully empowered to consider and determine any matter deemed necessary.

#### **2c – Financial Procedures:**

**2c1.** The aim of the Club is to be self-supporting as far as possible and to only seek funding as required from appropriate sources. All monies raised by or on behalf of the Club shall be applied to further the aims and objectives of the Club and for no other purpose.

**2c2.** The financial year shall run from 1st April until the 31st March. A record of all financial transactions shall be maintained by the Treasurer and summarised for presentation to the AGM for approval. The financial transactions shall be recorded in proprietary financial management software capable of producing summary income and expenditure reports for any time period. Additional records should be kept as required by the Treasurer.

**2c3.** Annual Membership and associated fees shall be agreed by the Committee and proposed to the AGM having due regard to the financial position of the Club in order to ensure the Club's continued sustainability.

**2c4.** All monies received by the Club shall be paid into its bank account and all cheques drawn and payments made by the Club shall be signed/authorised by any two (2) of the designated signatories.

**2c5.** The accounts of the Club shall be reviewed by an independent Member appointed by the Committee, at the end of the financial year.

**2c6.** Any payments over £1000 must be reported to the Committee at the next available meeting and noted in the minutes.

#### **2d – Membership:**

**2d1a.** Membership of the Club is open to all via a process of application and annual Membership fee.

The Club Committee will review and propose any changes to Membership fees (including any discounts, incentives of joining fees, if any) to the AGM for approval.

**2d1b.** Membership will be on an annual rolling basis, specifically, a person's Membership will run for 12 months from whatever date the Membership is purchased or renewed.

**2d1c.** Conditions of Membership are that:

1. A contact telephone number, digital facial photograph and a valid e-mail address are all provided. No membership application or renewal will be accepted without all these being provided;
2. Members carry evidence of Club Membership and their Environment Agency fishing licence at all times.
3. On the request of a designated Club Bailiff, Water Keeper or Club Official, you produce your proof of Membership and fishing licence. Failure to comply with this requirement may result in expulsion from the Club.

**2d2.** There are six main categories of Membership:

1. Full Member – a person over the age of 18 when Membership commences;
2. Senior Citizen Member – a person over the age of 65 when Membership commences;
3. Disabled Member – a person qualifying for an Environment Agency Concessionary Rod Licence;
4. Young Member – a person under the age of 18 when Membership commences;
5. Junior Member - a person under the age of 14 when Membership commences; and
6. Life Member – an honorary designation which may be granted subject to approval at an AGM

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Proposed Constitution and Rules. Membership continued

**2d3.** At the discretion of the Committee, complimentary Membership may also be granted to persons deemed to have served to the benefit of the Club in some way. Similarly, the Committee may award discretionary memberships in exceptional cases.

**2d4.** All Memberships other than Life Member will be for a period of 12 months commencing from the date application and payment is made.

**2d5.** The Club retains the right to decline or withdraw Membership for sound reasons. Any such decision must be made by an elected Club Officer and, in such circumstances, there will be a right of appeal to the wider Club Committee.

**2d6.** The Club will maintain an up-to-date record of Members with whom it will communicate via email or social media as appropriate. In doing so, the Club will be mindful of its general data protection (GDPR) duties in respect of safely holding and lawfully using member's information.

**2d7.** The Committee will be authorised to determine if and when it may be necessary to cap Membership numbers and introduce a waiting list in order to avoid excessive pressure on Club waters.

**2d8.** The Club is committed to full inclusiveness and equality in all its activities. Any form of discrimination by Club Officers, Committee Members or the wider membership will not be tolerated.

### **2e – Guest Permits, Day Tickets and Water Bookings**

**2e1.** Guest Permits will be made available to Members on a daily basis, from selected outlets, for friends and associates to fish all Club waters, at a fee to be determined each year by the Committee. Members will accompany and be responsible for their guests at all times when fishing on Association waters. All such permits must be purchased in advance of fishing.

**2e2.** The Club currently has no provision for Day or Weekly Tickets on any of its waters. Should this provision be considered in the future, it may be made available at the discretion of, and at, fees to be determined by the Committee.

**2e3.** Water bookings by other angling organizations, requiring complete closure of a section or the whole of a Club water, will be accepted at the discretion of the Committee. In such cases, the Committee shall advise the Membership accordingly.

### **2f – Specimen and Record Fish**

**2f1.** The Committee will establish a list of minimum weights for Specimen fish that will be published on the Club's website.

**2f2.** The Club will maintain a list of Specimen and Record fish captured from Club waters and this will be published on the Club's website.

**2f3.** A Member may submit a record of the capture of a Specimen or Record fish to the Secretary using a Specimen Fish form available from the Club's website. A Specimen fish should be witnessed by at least one other Club Member. A potential Record fish should be witnessed by two other Club Members and should be accompanied by a digital photograph when submitted to the Secretary.