



# Constitution of “The Midlands Kite Fliers”

THE CONSTITUTION CAME INTO EFFECT WITH ALL ITS PROVISIONS ON 07/11/2004  
AND WAS AMMENDED TO INCLUDE  
ITEM 4), C), V) ON 29/10/2006  
ITEM 4), D), 06/12/2016

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### **1) NAME**

The name of the Club shall be **The Midlands Kite Fliers** ("the Club").

### **2) OBJECTS**

The Objects of the Club are:

- a) To encourage and promote and to share information about the sport and pastime of kite flying, kite making and any other related aspect of tethered flight ("the Sport"); activities;
- c) To assist Members to gain knowledge and experience on all aspects of kite flying and kite making;
- d) To represent the interests of its Members in respect of their kite flying activities;
- e) To encourage communication with other kite clubs and associations.

### **3) POWERS**

In furtherance of the Objects but not otherwise the Club may:

- a) Promote the publication of magazines, leaflets and the provision of other information about the sport and pastime of kite flying;
- b) Promote merchandise associated with the sport and pastime of kite flying;
- c) Give exhibitions, displays and talks on making and flying kites to the general public as well as to Members;
- d) Purchase and hold kites, books and related materials for the benefit of Members;
- e) Organise and provide facilities for Members for social purposes;
- f) Promote training for people wishing to create and fly kites;
- g) Negotiate Third Party insurance protection for Members;
- h) Acquire and dispose of property;
- i) Raise funds by any lawful means except permanent trading;
- j) Affiliate to any other associations, clubs or societies with similar interests provided always that this is ratified at the AGM;
- k) Agree Rules to be followed by all Members.

### **4) MEMBERSHIP**

- a) The Committee may make provision for various categories of Membership, including Associate Membership, Family Membership and Honorary Membership.
- b) The Committee must keep a list of Members in each category.

#### **c) Classes of Membership**

- i) Member - a dues-paying person entitled to all privileges of Membership.
- ii) Associate Member – a person living at the same address as the Member who is entitled to vote and to limited benefits shown under the benefits section below. This will normally be the spouse or partner of the Member, but may be any Family Member over the age of 18, if nominated by the Member. Only one Associate Member is permitted per Address/Membership.
- iii) Family Member - a person living at the same address as the Member

with the limited benefits shown under the benefits section below. A Family Member is not entitled to vote but may be of any age.

iv) Honorary Member – an individual that the Club wishes to recognize. Two thirds or more of the votes cast by the Members at the Annual General Meeting are necessary for the award of an Honorary Membership. Nominations for Honorary Membership must be approved by the Committee in advance of the Annual General Meeting at which the proposal is to be ratified. Honorary Members do not pay subscriptions and are entitled to the same privileges of Membership as a “Member”. Honorary Membership may run for any fixed term or may run indefinitely and may be rescinded by a General Meeting at any time.

v) At each AGM the Club may elect, from its Current Membership, an Honorary President (by a simple majority of Voting Members present at the meeting). A Member so Elected shall hold office only until the following AGM (unless their MKF Membership is allowed to lapse, in which case they shall be deemed to have resigned the Presidency at that time) thereafter, their name shall be included on a list of “Past Presidents”. The honour is bestowed (with the agreement of the Member concerned) in recognition of an individual’s past service to the Club. Though a “non-executive” post (in that Election shall not imply Membership of the Committee) an individual elected as Honorary President shall not be precluded from holding, or continuing to hold, an Elected Committee Post in the normal way.

#### **d) Eligibility**

i) All persons applying to join the club are deemed to have accepted the terms of this Constitution and the Club’s rules in force at the time.

ii) Any person seeking to join the Club shall submit a completed official application form.

iii) Membership may be refused or terminated by a unanimous decision of the entire Committee.

iv) Membership of the Club is not transferable or assignable. Membership may however be given as a gift on payment of the appropriate fee and completion of the current official application form.

v) Membership of the Club is open to any individual over the age of sixteen with an interest in furthering the Objects, irrespective of their place of residence or their particular interests in the Sport.

vi) Persons below the age of sixteen may only be Family Members and this is dependent on their parent or guardian being a Member, and that they are accompanied by that Member, who shall take responsibility for their actions or omissions whenever the Family Member is taking part in any Club activities.

#### **e) Membership Fees**

i) Each Member shall pay an annual subscription of such amount as is in force at the time. A “Membership Year” shall run from the date on which a person’s Application for Membership is approved until the anniversary of the last day of the month in which the Member joined. Thereafter,

renewal payments shall be due by the last day of the month in which the Member joined.

ii) Members in each category shall pay Membership fees that are recommended by the Committee and ratified at the following Annual General Meeting or at an Emergency General Meeting should one be called for the purpose.

iii) Membership fees shall be no greater than is necessary for the achievement of the Clubs Objects.

iv) The Committee may, at its discretion, waive the Membership fee and this will be recorded in the annual accounts.

v) A Member may resign their Membership at any time. A Member who is one month in arrears with their subscription is deemed to have resigned their Membership. In either case, they may apply to rejoin, as a new Member, on payment of the appropriate fee and completion of the current Application Form.

vi) The Club in General Meeting may also in exceptional circumstances be required to contribute to the funds of the Club by way of a special levy.

**f) Benefits**

i) Members shall receive copies of the Club's newsletter as published during the term of their Membership.

ii) Members, Associate Members, Family Members and Honorary Members shall receive a Membership Card for the duration of their Membership.

iii) Members, Associate Members, Family Members and Honorary Members shall receive cover under the Club's Public Liability Insurance policy, provided always that there is a policy in force.

iv) Members, Associate Members, Family Members and Honorary Members shall receive such other services as may be provided from time to time by the Club and as directed to categories of membership by the Committee.

v) Members, Associate Members, Family Members and Honorary Members shall receive a copy of the Club's Rules in effect at time of joining. Later revisions, if any, shall be published with the Club's newsletter or other appropriate publication, will be made available at the subsequent Annual General Meeting and will be available from the Secretary on demand.

**g) Voting Rights**

The right to vote is extended to every Member, Associate Member and Honorary Member each having one vote at any General Meeting of the Club.

**h) Misconduct**

i) The Club is committed to encouraging the highest ethical standards. Every Member should conduct themselves with integrity, transparency and accountability for their own actions and for the actions of those under their control or influence and in a fair and equitable manner without discrimination on the grounds of ethnic origin, occupation, gender, or religious, political or other opinion.

- ii) If the Committee considers that the conduct of a Member, Associate Member, Family Member or Honorary Member is harmful to the Club it may by resolution require the Member concerned to either resign their Membership or put their case to a meeting of the Committee.
- iii) If the Committee is satisfied, after hearing the case put by or on behalf of the Member concerned, that the Member should leave the Club, it may terminate his/her Membership by written notice and that notice shall be final. This decision must be the unanimous decision of the entire Committee. In the event that the Committee cannot reach a unanimous decision, the matter may be put to a General Meeting. If, in the opinion of the majority of the entire Committee, the matter is sufficiently urgent an EGM may be called for the purpose. If a Committee Member is involved as a party to the case, the Committee Member shall be excluded from any decision and the remainder of the entire Committee shall reach the decision.

#### **5) COMMITTEE: Composition**

- a) The Committee is the body responsible for the management of the Club. At all times it shall act in such a manner as to ensure that the Club does not incur liabilities in excess of its assets at that time.
- b) The Committee shall consist of a minimum of four and a maximum of ten individuals. All Committee Members must be Members or Associate Members of the Club aged eighteen and over. The Committee shall always include a Chairman, a Secretary and a Treasurer.
- c) The affairs of the Club will be conducted by the Committee, all of whom will be elected at the Annual General Meeting and normally hold office until the completion of the election of Committee Members at the Annual General Meeting the following year. All may offer themselves for re-election.
- d) Any Member of the Committee who resigns by written notice to the Chairman, or to the Secretary where it is the Chairman who is offering his or her resignation, who is absent from three consecutive meetings of the Committee or who is disqualified by law from acting as a charity trustee, ceases automatically to be a member of the Committee.
- e) The Committee may deal with all matters relating to the Club which are not reserved to a general meeting, including making such rules as the Committee feel necessary to govern the activities of the Club.
- f) Casual vacancies in the Committee may be filled by the Committee by cooption,  
a co-opted member having the same voting powers and hold office for the same period as the Committee member he or she replaces.
- g) Committee members shall declare any interests they have, whether pecuniary or otherwise, which could relate to, or impact upon, the activities of the Club or the Committee. The Committee may direct that such interests require the Member to withdraw from the meeting or preclude the Member from voting on related issues.

#### **6) COMMITTEE: Procedures**

- a) The Committee shall meet at least twice per year as required and at times

and places as the Committee shall determine – being in addition to the Annual General Meeting or any Special Meeting. A quorum at Committee meetings is three or one half of the total number of the members of the Committee, whichever is the larger.

b) Items to be voted on by Committee are decided by simple majority by those present and voting at a meeting. In the case of equality of votes the Chairman of the meeting has a second or casting vote.

c) The Committee may appoint sub-committees to advise them or to carry out specific tasks in the management of the Club but sub-committees must always report back to the Committee.

d) Special Committee meetings may be called by the Chairman or by request of any two Committee members. Notice of the Special Committee meeting must be given in writing to all Committee members at least fifteen days before the date of the meeting.

e) All Committee meetings will be open to all Members of the Club who are eligible to vote. Such Members may address the Committee prior to discussion of the agenda items or at the invitation of the Chairman. Members may not then take any further active part in that part of the meeting but may continue to be present.

f) The Committee must keep minutes of its meetings and proceedings and keep safe all records relating to the Club.

g) The Committee may make rules to govern its own proceedings and the proceedings of sub-committees so long as they are not inconsistent with the provisions of this Constitution and they will be known as “Standing Orders”.

h) The Committee may approve activities, including fundraising, through the activities of the Club, in support of any recognised charity unless there is an objection from any Club Member, in which case the matter shall be put to a vote at the next Annual General Meeting or a Special Meeting called for the purpose.

## **7) COMMITTEE: Nominations**

Every candidate for election to the Committee must be nominated and seconded by Members of the Club eligible to vote at the Annual General Meeting and must give his or her consent to stand for election.

## **8) NOTICES**

a) Whenever notice has to be given to the Members of the Club under the provisions of this Constitution it must be delivered either by hand or by post to the Member's last known address in the UK and published in the Club's newsletter whenever publication is practicable.

b) Whenever any notice is required to be given to the Committee it must be delivered by hand or sent by post to the address last given for the Secretary.

c) Whenever any notice is given by post it will be deemed to have been received seventy-two hours after posting.

## **9) MEETINGS**

a) There must be an Annual General Meeting of the Members of the Club once in every calendar year.

- b) A General Meeting, whether the Annual General Meeting or a Special or Extraordinary General Meeting, requires 28 days notice to be given to the Members specifying the matters to be dealt with.
- c) The Annual General Meeting (AGM) will be held no more than thirteen months from the previous Annual General Meeting and it will:
  - i) Approve the minutes of the previous year's AGM;
  - ii) Receive reports from the Chairman, Secretary, and Treasurer and such other members of the Committee as the Chairman shall see fit;
  - iii) Approve the annual accounts and appoint an independent auditor to certify the Club's financial accounts;
  - iv) Receive reports from other Committee members and sub-committees;
  - v) Elect Members to all Committee positions;
  - vi) Review membership fees and approve for the ensuing year;
  - vii) Determine any other matter of which fair notice has been given.
- d) A quorum at a General Meeting is twenty eligible voting Members present in person, or a minimum of five percent of the voting Membership, whichever is the least.
- e) In the event that the General Meeting does not have a quorum, the Chairman shall adjourn the meeting to another time and place. The Secretary shall advise the Members in writing of the details of another meeting to be held not less than fourteen days and not more than 28 days later, at which time the business of the meeting shall be conducted by those then present and be deemed to have a quorum. At least seven days notice of the meeting shall be given.
- f) Absence of the Chairman will be resolved by Members eligible to vote nominating a chairman from those members of the Committee present who will chair the meeting for its duration or until such time that the Chairman is present.
- g) Except where this constitution provides for a larger majority on a specific question, every question is decided by a simple majority of the votes cast. In the case of equality of votes the Chairman has a second or casting vote. Any Member standing for election may request a ballot of those present and eligible to vote.
- h) On presentation of a petition signed by not less than ten voting Members of the Club, the Secretary will issue a notice to all Members calling a Special or Extraordinary General Meeting.

## **10) FINANCE AND ACCOUNTS**

- a) The financial year will be agreed at the Annual General Meeting.
- b) All funds belonging to or raised for the Club must be used in furthering the Objects.
- c) No member of the Committee may be employed by the Club or receive any payment from its funds except for reasonable out of pocket expenses properly incurred whilst on the business of the Club.
- d) The Committee is responsible for keeping the books of accounts and for the preparation of an annual report and annual statements of accounts for the

Club, copies of which must be sent to the relevant authorities as required by law and which shall be made available to any Member where reasonable notice of the request has been made to the Treasurer.

e) The Committee is also responsible for arranging for the accounts of the Club to be audited by an independent auditor.

f) The Committee shall maintain one or more accounts for the Club at a bank or building society and make regulations governing the signatories by members of the Committee (of which there must be at least two out of three) on such accounts.

#### **11) PROPERTY OF THE CLUB**

a) The name of the Club, all and any logotypes produced to represent the Club and any other material produced in whatever media for the Club shall be deemed to be the property of **The Midlands Kite Fliers** and the Club will be the sole copyright owner. The use of the name, logotypes and any other material will be freely available to any Member provided that it is used in a way that it is consistent with this Constitution and the Rules of the Club.

#### **12) AMENDMENT OF THE CONSTITUTION**

The provisions of this Constitution may be amended at a General Meeting by resolution passed by two-thirds of the Member's present and voting but:

a) Notice of the terms of the proposed amendment must be given with the notice calling the meeting;

b) No amendment will be valid if it would bring about a fundamental change in the Objects;

c) No amendment will be valid if its effect would be that the Club ceased to be a non-profit making organisation.

#### **13) DISSOLUTION**

a) The Club may be dissolved at a General Meeting by resolution passed by two-thirds of the voting Members present and voting.

b) In the event of dissolution the members of the Committee holding office will remain responsible for the orderly winding up of the affairs of the Club.

c) After paying or making provision for all debts and liabilities of the Club the Committee will transfer any remaining assets to one or more non-profit making organisations, chosen either by the Members in General Meeting at the time of dissolution or afterwards by the Committee where not directed by the General Meeting.

#### **14) DISPUTES**

a) Any dispute as to the interpretation of this Constitution or as to the propriety of any action taken or proposed by one or more members of the Committee may be resolved by unanimous decision of the Committee or referred to an independent adviser or mediator.

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