



# CONSTITUTION OF THE LONDON METS BASEBALL AND SOFTBALL CLUB

**WHEREAS**, the London Meteorites Youth Baseball and Softball Club (the “**London Mets Baseball Club**” or the “**Club**”) has been organized as a Community Amateur Sports

**WHEREAS**, the Club sponsors and supports amateur baseball and softball in North London; and

**WHEREAS**, the members of the Club wish adopt a constitution (this “**Constitution**”) in order to establish a Board of Directors (the “**Board**”) and provide for the governance of the Club;

**NOW, THEREFORE, BE IT RESOLVED, THAT** this Constitution is hereby adopted by the members of the Club on the 4<sup>th</sup> day of November 2023;

## 1. Interpretation of this Constitution

1.1. The interpretation of the constitution of the Club shall be vested in the Board, which shall decide all questions relating to the Club, in accordance with this Constitution.

1.2. In the event of any question or matter arising, which is not provided for in the Constitution, the Board, whose decision shall be final, shall deal with such question or matter.

## 2. Affiliation

2.1. The Club shall be affiliated to the London Meteors Softball Club and shall affiliate to the British Baseball Federation (BBF), the British Softball Federation (BSF) and/or Baseball Softball UK (BSUK) (or their respective successor organizations), as appropriate and as determined by the Board. The Club shall charter as a Little League.

2.2. The Board shall report the affiliations of the Club to the Annual General Meeting (the “**AGM**”) of the members of the Club on an annual basis.

## 3. Aims and Objectives

3.1 The principal aims and objectives of the Club are:

- the advancement of amateur sport, in particular softball and baseball;
- the advancement of citizenship and community development;
- the advancement of religious and racial harmony, equality and diversity;
- the advancement of education; and
- through the provision of facilities for, and the encouragement and promotion of, amateur

baseball and softball to the whole community in North London and, in particular, to children and young people in North London.

## 4. Membership

4.1. The Club shall consist of the members and life members of the Club. Membership for the London Mets Baseball Club for the purposes of AGM attendance and voting shall be defined as those who are in good financial standing with the Club and participated in full for one of the following in the current year:

- A full BBF season
- Youth Spring/Summer season
- A board member
- A London Mets owned local league: Canal League, or otherwise named. Except where players are registered to a BBF adult team that is not part of the London Mets Baseball Club.

4.2. Membership of the Club shall be open to any person who accepts the aims and objectives of the Club, without discrimination on grounds of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs.

4.3. The Board shall be responsible for considering any application for membership and shall decide if the application should be accepted. This decision shall be in accordance with the Equal Opportunities Statement and the non-discriminatory policy specified herein.

4.4. The Board may refuse membership or cancel a membership for good cause, including (without limitation) conduct or character likely to bring the Club or the sports of baseball and softball into disrepute. Any appeal against refusal or removal of membership will be conducted as set out in section 12 below.

4.4. In accepting membership, a member shall abide by and support the rulings of the Club Board, the Constitution of the Club, any player, coach and volunteer or parent and guardian Code of Conduct promulgated by the Board and any Code of Conduct adopted by the British Baseball Federation, British Softball Federation and Baseball Softball UK or any successor thereto.

4.5. The Board may elect a member as a life member of the Club in recognition of exceptional contributions to the Club.

## 5. Membership Fees

5.1. Membership fees shall be determined by the Board, provided, however, that such fees and other costs shall be kept at a level to encourage participation. The Club may have different classes of membership and subscription on a non-discriminatory and fair basis, as determined by the Board.

5.2. The Board may decide upon other charges or subscriptions in its discretion.

5.3 The Board may waive fees or provide for reduced or concessionary fees, in its discretion.

5.3. The Board shall set the date by which all annual membership fees and any other charges due to the Club shall be paid by each member.

5.4 Members who have amounts outstanding to the Club may not participate in Club activities unless otherwise determined by the Board.

## **6. The Board**

6.1. The Board shall manage the Club in accordance with this Constitution and the Bye-Laws of the Board. The Board shall be responsible to implement its Bye-Laws, which shall set out the manner in accordance with which the Board shall function.

6.2. The Board shall act for the Club and its members. Liabilities incurred by the Board on behalf of the Club shall fall upon the Club and its members, provided that, the Board has acted in accordance with this Constitution, honestly and in good faith.

6.3. The Board shall consist of no more than 11 members at any time and shall be comprised of:

- Chair;
- a deputy Chair;
- a Secretary;
- a Treasurer;
- a Welfare Officer; and
- such other Board Members, as may be elected at the AGM or co-opted by the Board.

6.4. Appointment to the Board may be made:

6.4.1. by election at the AGM or;

6.4.2. by co-option by the Board to fill any casual vacancy or as the Board considers necessary during the year.

6.5 Board members who have been co-opted by the Board shall be confirmed at the next AGM.

6.6. All members of the Board shall hold office for three years following the AGM following their election or confirmation, when they shall retire but shall be eligible for re-election.

6.7 The Secretary shall classify the members of the Board into three groups, with each group eligible for re-election in successive years. As close as possible to one-third of the members of the Board shall be eligible for re-election each year.

6.8 The Secretary shall maintain a register of the Board members and their classifications. Upon election or co-option, the Secretary shall classify each new Board member in the Secretary's sole discretion.

6.9 Board members shall be members of the Club or have or be the guardian of children who are members of the Club or be a manager, coach or other person involved in the administration of the Club.

6.10 The Club may enter into agreements with members, including members of the Board, and their respective family members for the supply of goods and services to the Club and employ and remunerate to such persons, provided that the Board may never authorize remuneration for playing baseball or softball.

6.11 Any such decision referred to in Section 6.10 taken by the Board shall be done in the absence of the relevant member concerned.

6.12 No member of the Board may vote on a decision in which they have a personal or financial interest.

6.13 Members of the board of directors must not play/coach for another team outside of the London Mets club in a league which the London Mets club has representation.

6.14 A vote of no confidence may be called for any member of the Board under the following conditions:

- A minimum of 3 or 30% (rounded down) of Board members, whichever is higher, may propose a vote of no confidence in another member of the Board at any time.
- The proposal must be submitted in writing to the Secretary and include the reasons for the vote of no confidence
- The Secretary shall inform all Board members of the proposed vote at least two weeks prior to the meeting where the vote will take place.
- A minimum of 6 or 60% (rounded down) of Board members, whichever is higher, must be present for the vote, and a minimum of 6 or 60% (rounded down) of Board members, whichever is higher, must participate in the vote.
- A two-thirds majority of the votes cast is required to pass a vote of no confidence.

If a vote of no confidence is passed, the member shall be removed from the Board immediately.

## **7. Executive Committee**

7.1. Following each AGM, the Board shall elect an Executive Committee, comprising of a Chair, a Deputy Chair, a Secretary and a Treasurer, each elected from its members.

7.2 The Chair shall serve as the Chair of the Board meetings, the Chair of the Club and representative of the

Club. The Chair shall preside over the AGM and any other meetings of the members of the Club.

7.3 In the event that Chair is unable to fulfil his or her duties, whether on a temporary or permanent basis, the Deputy Chair shall act as Char.

7.4 The Treasurer shall be responsible for the management and oversight of the finances of the Club and shall make a report at each AGM.

7.5 The Executive Committee may act on behalf of the Club or the Board, as may be necessary or as may be expedient and as set out in the Bye-Laws of the Board of Directors.

7.5 The Board may delegate any of its authority by resolution to the Executive Committee.

7.6 The Board may establish such committees, sub-committees or working groups, as it deems appropriate. The Board may delegate its authority to committees and sub-committees, which shall only be comprised of Board members. Working groups may be comprised of Board members and members of the Club and shall report to the Board. The Board may not delegate its authority to working groups.

7.7. Up to two London Meteors Softball Club representatives are entitled to attend and speak at Board Meetings on request but will not have a vote.

7.8. The Board has the power to appoint, select and remove the coaches, managers and co-ordinators of the Club's teams and programmes.

7.9. The Board shall ensure the Club maintains a Welfare Policy and an Equality and Inclusion Policy which shall be reviewed at the first Board meeting following the annual AGM.

## **8. Finance**

8.1. All funds raised by, or on behalf of, the Club shall be applied to further the objects of the Club. All surplus income or profits shall be retained by the club for use to further the objects of the Club. No surpluses or assets shall be distributed to members of the Club or to Directors.

8.2. The financial year of the Club commences on 1 January of each year ends on 31 December of the same year.

8.3. The Treasurer shall ensure that proper and appropriate accounts of the Club are kept.

8.4. The funds of the Club shall be maintained at a bank or building society in an account in the name of the Club. All cheques, drafts, internet banking instructions or similar instruments drawn on the account of the Club shall be signed, approved or made by any two of

members of the Executive Committee, provided that the Board may resolve to authorise the Treasurer to sign, approve or make all cheques, drafts, internet banking instructions or similar instruments up to a value of £1,500 with no further formalities.

## **9. Annual General Meetings and Extraordinary General Meetings**

9.1. The AGM shall be held in each year following the end of the summer season. The date and location of the AGM shall be set by the Board with a view to encourage maximum participation of the members of the Club and the Board members.

9.2 The Board may call an Extraordinary General Meeting of the members of the Club at any time for any reason. If requested by no fewer than 20% of the Club, the Board shall call an Extraordinary General Meeting. In such event, the members requesting an Extraordinary General Meeting shall provide the Board at the time of their request with a proposed agenda. All of the provisions applicable in this Constitution to an AGM shall apply to any Extraordinary General Meeting.

9.3. Not less than 14 days' notice of the AGM shall be given to all members by the Secretary. Such notice shall include the agenda of the AGM. The internet shall be a suitable medium for such notice. Minutes from each AGM shall be posted by the secretary on the internet within 21 days of the AGM.

9.4. The quorum for an AGM shall be 15 members of the voting membership present and eligible to vote. For the avoidance of doubt, each member under the age of 16 represented by a parent or guardian shall count when determining if a quorum is present.

9.5. In the event that a quorum is not present, the Chair shall adjourn the AGM to be reconvened within 14 days. The Secretary shall promptly provide notice of the reconvened AGM to the members of the Club, which may be by the internet. The quorum of a reconvened AGM shall be those members present.

## **10. Voting Procedures at general meetings**

10.1. Members of the club shall be entitled to vote at each AGM. Each member shall be entitled to one vote and shall have equal voting rights, provided parents or guardians of members under the age of 16 shall have the right to vote on their behalf. For the avoidance of doubt, parents or guardians of more than one member under the age of 16 may vote on behalf of each such member.

10.2. A motion shall be carried by a simple majority of those present and voting, except when the motion is a constitutional amendment which shall require a two-thirds majority of those present.

10.3. In the event of a tie vote, the Chair shall have a casting vote.

## **11. Property, Managers, Coaches and Staff**

11.1 The Board is responsible for all property owned or leased by the Club and the employment of managers, coaches and all other paid staff and volunteers.

11.2 The Board shall issue a Code of Conduct to managers and coaches. The Board may remove a manager or coach at any time with no notice if it is determined that a manager or coach is not adhering to the Code of Conduct.

11.3 Members of staff shall report to the Board.

11.4 The Board shall have the authority to dismiss and discipline staff as it deems fit, within the bounds of the agreement with such member of staff and applicable law.

11.5 In order to dissolve a Team the Board must be of the clear understanding that such Team will not, in the next League Season, be able to:

11.5.1 Field enough players on a regular basis;

11.5.2 Field a competitive team in their division;

11.5.3 Or have a Manager able to oversee the regular administrative duties required of the Team

## **12. Discipline and Appeals**

12.1 The Board shall have the power to take appropriate disciplinary action against any member and shall have authority to impose disciplinary sanctions as it sees fit or to terminate the membership of any member, manager or coach found to be in breach of the obligation at paragraph 4.4 and/or to be guilty of conduct deemed by the Board to be to the detriment of the Club.

12.2 There shall be the right of appeal to the Executive Committee by notice to the Secretary. The Executive Committee, in making its determination, may consult with external advisors as it sees fit. An appeal must be made within 21 days of the disciplinary action, following which no appeal shall be heard.

12.3 An appeal shall normally be considered within 21 days of it being received by the Secretary.

12.4 Appeals may be heard in person, received in writing or held by telephone conference, in the discretion of the Secretary.

## **13. Dissolution Procedures**

13.1 The Club may be wound up on a resolution of the members, passed by a two-thirds majority at an

Extraordinary General Meeting convened for that purpose.

13.2 The quorum of such an Extraordinary General Meeting shall be no fewer than 50% of the active members of the Club, as determined by the Executive Committee in its sole discretion.

13.3 Such an Extraordinary General Meeting may be convened by the Board or upon the written request to the Secretary of no fewer than 20% of its active members, as determined by the Secretary. At least 28 days' notice of such an Extraordinary General Meeting shall be sent to the members of the Club.

13.4 In the event that an Extraordinary General Meeting is not quorate, a reconvened Extraordinary General Meeting shall be held, at which the quorum shall be those present.

13.5 Upon dissolution of the Club and distribution of any such Club assets as may have been previously agreed by contract or as may be required by applicable law, the assets of the Club shall be given or otherwise transferred to another registered Community Amateur Sports Club, a registered charity or the governing bodies of baseball and softball, the British Baseball Federation and British Softball Federation.

## **14. Amendment of this Constitution**

14.1 Amendments to this Constitution may be agreed at the AGM, provided that amendments of a purely technical matter or to correct a manifest error may be agreed by the Executive Committee.

14.2 Amendments may be proposed by:

14.2.1 the Board; and

14.2.2 five or more members by written notice to the Secretary to be delivered to the Secretary no fewer than ten days before the date of the AGM.

14.3 No motion involving an amendment to the constitution may be proposed or amended from the floor of the AGM.

14.4 In the event of a proposal to amend this Constitution, the Secretary shall notify the members of the Club of the proposed amendments no fewer than three days before the AGM.

14.5 Any amendment to this Constitution shall require a two-thirds majority of members present and voting.

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