

Constitution of the Open Canoe Association



1. NAME

The name of the Organisation shall be the Open Canoe Association, hereinafter called the **OCA**. It shall be organised and governed by the Organisation's constitution and rules. The Secretary shall be responsible for keeping the constitution and rules.

2. OBJECTIVES

- 2.1. The aim of the **OCA** is to promote Open Canoeing and to support the vision as maintained in the Open Canoe Association Mission Statement.
- 2.2. The **OCA** shall also work with other organisations **and individuals**, promoting a spirit of adventure, and shall encourage **complementary** canoe-based activities.

3. MEMBERSHIP

3.1. Qualification:

Any person who undertakes to behave in the best interest of the sport shall be eligible for membership regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs. However, limitation of membership according to available facilities is allowable on a non-discriminatory basis.

3.2. Classes of Membership:

- Full membership for Adult (single) members
- Family membership for family members. A family shall be defined as up to two parents, guardians or carers plus children less than 18 years of age in their care or supervision.
- Junior members under 18 years of age (with parental / guardian / carers consent).
- Honorary members.
- Affiliated Clubs and Organisations.

3.3. Application for Membership:

Candidates shall make an application using the online process via the website or alternatively apply to the **Membership Secretary**.

3.4. Acceptance:

The Council may decline to accept an application for membership, including renewal, from any person, only for good cause such as conduct or character likely to bring the **OCA** into disrepute. Appeal against refusal of renewal may be made to the members at a General meeting.

4. SUBSCRIPTIONS

- 4.1. Subscriptions shall be determined by the annual general meeting or extraordinary general meeting of the **OCA**.
- 4.2. When a person **completes the membership application** and has paid the appropriate subscription they (and in the case of family membership: their families) shall be deemed to have agreed to be bound by the constitution and rules of the **OCA**.
- 4.3. **Membership should be renewed annually on the anniversary of the date that the membership commenced. 1st April. New members' fees paid after 1st October will be 50% of the annual fee and be renewable on 1st April. New members, joining after 1st January may take advantage of membership up to the 31st March in the following year.**
- 4.4. Full, junior, honorary and family members are eligible to serve as officers of the **OCA** and are entitled to vote at the annual general meeting and at an extraordinary general meeting.
- 4.5. Honorary membership shall be proposed by members and the offer of the status of Honorary Member, **for a fixed term or indefinite term**, voted on by members at the annual general meeting or an extraordinary general meeting of the **OCA**. **Presidents** and Vice-Presidents may also be appointed by the annual general meeting as a mark of esteem of the **OCA**. Honorary members, President, Vice-President **and their immediate family** shall have the full privileges of membership.
- 4.6. **Where a member takes a position on the Council, whilst the member should maintain their membership subscription, the family of the Council membership should receive honorary membership only for the duration that the partner holds the position. This will allow the family to accompany the Council member to OCA events as an honorary member of the Association.**

~~The position of each honorary membership shall be reviewed every five years.~~

- 4.7. Affiliated clubs and organisations shall be entitled to only one vote per affiliated club or Organisation at the Annual general meeting or in joining in a demand for the calling of an extraordinary general meeting.

5. CESSATION OF MEMBERSHIP

- 5.1. Any member may resign giving one month's clear notice in writing to the Membership Secretary.
- 5.2. Any person ceasing to become a member shall not be entitled to any refund of subscription.
- 5.3. Any member violating any of the rules or regulations of the OCA or being adjudged guilty of unsatisfactory conduct may, by resolution of the Council, be suspended or expelled. There shall be a right of appeal to the annual general meeting or to an extraordinary general meeting of the OCA.
- 5.4. A member shall be deemed to have resigned from the OCA if, after due notice in writing, they have not paid the annual subscription which became due on the anniversary of their membership. ~~1 April~~. They may, however, re-join at any time during that year subject to the provision of 3.3 and 3.4.

6. ADMINISTRATION

- 6.1. The business of the OCA shall be conducted by a Council and shall consist of a President, Vice President, Chairperson, Secretary, Treasurer, Membership Secretary and other officers as deemed necessary. Additionally, the Council may temporarily co-opt additional members of the Association to its number. The roles shall be defined and specified by the Council.
- 6.2. Nominations for the position of Chairperson, Secretary, Treasurer, Membership Secretary and other officers shall be put forward at any time from the General Meeting notices being sent out and the elections taking place at the meeting. All nominations must be proposed and seconded by a member of the OCA. All nominees must agree to their nomination.
- 6.3. Where there are multiple nominations for a vacant position voting should be carried out by the holding of a secret ballot. Nominees for vacant positions should be allowed to address the voting members prior to the holding of the secret ballot.
- 6.4. The Council shall elect a Vice-Chairperson from among its number.
- 6.5. The term of office shall be for two years with the exception of the President and Vice-Presidents, who shall serve for periods of 5 years. ~~such period as may be determined by the annual general meeting or extraordinary general meeting of the OCA~~. The honorary President and Vice-presidents may attend and vote at council meetings.
- 6.6. It is recommended that one person should not hold the same position within the Council for 3 consecutive terms.
- 6.7. The Council shall meet at agreed intervals, not less than four times a year, and regulate their proceedings as they see fit. The quorum necessary for the transaction of the business of the Council shall be four. The Chairperson or his appointed deputy shall preside at Council meetings.
- 6.8. No individual member of the OCA shall take any public action or make any public announcement in the name of the OCA without the approval of the Council, the annual general meeting or an extraordinary general meeting of the OCA.
- 6.9. Any matter of dispute or appeal involving decisions of the Council shall be determined by the annual general meeting or an extraordinary general meeting of the OCA. If mediation is required the views of the President and Vice-Presidents shall be sought.
- 6.10. The OCA will adhere to data protection best practices in order to protect the information supplied to it from members.
- 6.11. The OCA funds shall not be used for any purpose other than to promote open canoeing.
- 6.12. All monies due to the OCA shall be paid direct to the Treasurer or to his/her representative appointed by the Council and only the OCA official receipt shall be recognised.
- 6.13. The OCA shall be run as a non-profit-making entity with all commercial enterprises advertised as such. Commercial enterprises shall not be provided with access to membership details without Council approval.

7. DUTIES OF COUNCIL MEMBERS

- 7.1. Chairperson:

The Chairperson will preside at all General Meetings of the OCA and at all meetings of the Council. He or she shall be responsible for guiding the activities of the OCA in accordance with its rules and general policy as expressed by the majority of its members.

7.2. Secretary:

The Secretary will be responsible for the organisation of meetings of the Council and of the OCA, and the recording of minutes relating to such meetings and all correspondence relating to the general business of the Association. All such minutes will be available from the secretary.

7.3. Treasurer:

The financial accounts of the OCA shall be managed by the Treasurer. Audited Accounts should be presented to members at the Annual General Meeting, where the Audit arrangements should be decided for the following year (per rule 13).

All funds drawn for the needs of the OCA shall be approved and recorded by the Treasurer.

The Council shall set a maximum amount for a transaction which the Treasurer can solely authorise. The amount set by the Council will be recorded in the Council meeting minutes. Where the value of a transaction exceeds the maximum specified amount the Chairperson, Vice-Chairperson, Secretary, or Council member authorised by the Council should also approve the expenditure.

7.4. Membership Secretary:

The Membership Secretary will be responsible for managing the membership application and renewal process and maintaining a membership list.

7.5. Other Officers:

At the discretion of the Council or as directed by members of the OCA.

8. **SUB-GROUPS**

8.1. Sub-Groups shall be formed at the Council's discretion or as directed by a General meeting of the OCA. Each group shall answer to be headed by a member of the Council and comprise of such members as the Council shall deem appropriate.

8.2. Each sub-group shall keep minutes of all section meetings and be prepared to produce these if required at general Council meetings. Sub groups should prepare reports of recommendations which shall be filed with the Secretary to record and distribute as required.

8.3. Sub-Groups may draw up rules and regulations necessary for the efficient management of the section, but such rules and regulations shall not become operative until approved by the general Council.

8.4. Sub-Groups shall meet at such intervals as are required to satisfactorily conduct the business of the section group, or upon a demand signed by not less than twenty percent of the members of the sub group section committee.

9. **GENERAL MEETINGS**

9.1. The annual general meeting of the OCA shall be held within 6 months of the end of the financial year on 31st December. possible, be held in May each year to coincide with the Annual Rally, to transact the following business:

- a) Confirm the minutes of the previous annual general meeting and any extraordinary general meeting held since the last annual general meeting.
- b) Receive the audited statement of accounts for the year from the Treasurer.
- c) Receive the annual report of the Council from the Chairperson, Secretary and Membership Secretary.
- d) Elect Council officers i.e. President, Chairperson, Secretary, Treasurer, Membership Secretary and other officers as required.
- e) To deal with any special matter which the Council desires to bring before members and to receive resolutions and suggestions from members for consideration by the Council.

9.2. Notice of the annual general meeting, or any extraordinary general meeting, specifying matters to be dealt with shall be sent to members, giving as much notice as possible, but not less than two weeks before the date of the meeting.

9.3. An Extraordinary General Meeting of the OCA may be convened at any time by the Council or shall be convened within 21 days from receipt of a requisition in writing signed by not less than 15 members and specifying the objects of the meeting for any of the following purposes:

- a) To consider and, if approved, sanction any proposed alteration of the constitution or rules.
- b) To deal with any special matter which the Council may decide to place before the members.

- c) To deal with any special matter which the members requiring the meeting to be held may desire to place before the OCA.
- d) To receive the resignation of the Council or to remove any member or members thereof from office and to fill any vacancy caused thereby.
- 9.4. Notice convening an extraordinary general meeting shall be sent to the members, giving as much notice as possible, but not less than 14 days before the date of the meeting and shall specify the matters to be dealt with. The outcomes of any extraordinary general meeting will be notified to members within 28 days of the meeting.
- 9.5. At any General Meeting, a resolution put to the vote of the Meeting shall be decided by a show of hands, of those entitled to vote, except when more than one nomination has been received for a position on the General Council, in which case voting will be by secret ballot.
- 9.6. At all General Meetings the Chairperson or Vice Chairperson will preside or, in their absence, a Chairperson for the meeting will be elected by the voting members present.
- 9.7. At all General Meetings not less than 15 of the members of the OCA shall constitute a quorum.
- Absences of Quorum: If after half an hour from the time appointed for the meeting, a quorum is not present, the meeting, if called at the request of the members, shall be dissolved. In any other case, the Meeting shall be adjourned.
 - If less than 15 members are present within half an hour from the time appointed for an Adjourned Meeting, the members present shall be a quorum.
- 9.8. Accidental Omission: Accidental Omission to give notice of a meeting to, or the non-receipt of notice of, a meeting by any member shall not invalidate the proceedings of a meeting.
- 10. PROXY VOTING**
- 10.1. As detailed in 4.4, full, junior, honorary and family members and affiliated OCA members shall be entitled to vote by proxy on:
- a) A resolution to disband the OCA.
 - b) A resolution to alter the constitution and rules of the OCA.
 - c) Special matters which the Council may desire to place before the membership.
 - d) Special matters which the membership desires to place before the OCA.
- 10.2. Motions which are subject to a proxy vote must be notified to the members not less than 14 days before the date of the meeting, clearly stating the purpose of the vote and deadline.
- 10.3. The proxy vote must be in writing, it must clearly identify the motion and state whether the member is for or against the motion. The proxy vote must be dated, signed by the member, and the members name and address must be clearly printed on the proxy vote.
- 10.4. Proxy votes must be received by the Secretary before the commencement of the annual or extraordinary meeting.
- 10.5. The proxy vote from an affiliated club or organisation must be signed by the club or organisation's secretary.
- 11. LIABILITY**
- No liabilities shall be incurred on behalf of the OCA by any officer or member except by authority of the Council.
- 12. ALTERATION OF CONSTITUTION**
- No alteration shall be made to the constitution and rules of the OCA except by a resolution passed at an annual general meeting or extraordinary general meeting, by a majority of two-thirds of those present and those received by proxy and entitled to vote.
- 13. AUDITOR**
- Every Annual General Meeting shall appoint an Auditor who shall at least once in every year examine the Accounts of the OCA, and ascertain the correctness of the income and expenditure accounts and the balance sheet. In the absence of an Auditor being appointed at the Annual General Meeting authority will fall to the Council to appoint an Auditor.
- 14. DISTRIBUTION OF PROFITS**
- In no circumstances can any profit be distributed to members, but shall be contributed to a General Fund for furthering the objectives of the OCA.

15. TERMINATION

The OCA may only be disbanded and the funds dispersed to a non-profit-making organisation or organisations of similar interests at an extraordinary general meeting called for the purpose and by a vote of two-thirds of those present, including those votes received by proxy, entitled to vote.

16. POWER OF DECISION

Any dispute, complaint or any matter not provided for in these rules shall be referred to the Council for decision and reported to an annual general or an extraordinary general meeting of the OCA.

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