

BRITISH JUDO ASSOCIATION
Southern Area
CONSTITUTION

1. TITLE

- 1.1 The name of the organisation shall be the British Judo Association Southern Area, (hereinafter referred to as "**the Area**") and the Area shall be affiliated to the British Judo Association as an English Regional Area.

2. OBJECTS

- 2.1 The objects of the Area shall be to:
- 2.1.1 foster, encourage, develop and promote the sport of Judo at all levels and for all people;
 - 2.1.2 promote, organise and provide opportunities for the teaching, practice and development of Judo for recreation and competition;
 - 2.1.3 promote diversity and inclusivity within the sport of Judo;
 - 2.1.4 act for and represent the interests of Member Clubs of the British Judo Association that operate within the Area at a national level;
 - 2.1.5 organise competitions, gradings, educational courses, revalidation events, and various other events to support the sport of judo;
 - 2.1.6 adopt and promote the British Judo Association's strategies and ensure that the Area's activities are planned and implemented in line with the British Judo Association's strategies;
 - 2.1.7 represent the British Judo Association within the Area's jurisdiction;
 - 2.1.8 operate the Area in accordance with this Constitution; and
 - 2.1.9 observe the provisions of the Memorandum and Articles of Association, the Bye-Laws and all other rules and regulations from time to time (including guidelines, codes of practice and policy statements) of the British Judo Association.

3. JURISDICTION OF THE AREA

- 3.1 The jurisdiction of the Area shall be as follows: Guernsey, Hampshire (including the Isle of Wight), Jersey, Kent, Surrey, Sussex, plus associated clubs on the periphery of the area which must have agreement of both areas. Any disputes will be resolved by the Judo England Commission.

4. MEMBERSHIP

- 4.1 Membership of the Area shall be open to any fully paid up BJA Category A Member Clubs of the British Judo Association who operate within the jurisdiction of the Area, provided that such Member Clubs complete the appropriate application form and are accepted into membership by the Area Executive Committee.
- 4.2 All Member Clubs shall comply with the rules, regulation and standards of the British Judo Association.
- 4.3 The Area Executive Committee will be notified by the BJA of the termination of the Area membership of a Member Club with immediate effect if the club has not paid its membership fee(s).
- 4.4 Failure of a Member Club to comply with the regulations of the Area will be subject to action as laid down in the British Judo Association Articles, rules and regulations.

5. EXECUTIVE OFFICERS

- 5.1 The Executive Officers of the Area shall be as follows:

Chair
Vice Chair
Secretary
Treasurer

plus up to six (6) (or such lower number as the Executive Committee shall from time to time decide) other elected officers

plus such other persons (if any) as the Executive Committee may from time to time in its sole discretion co-opt to the Executive Committee for a skills or diversity gap, provided that the total number of executive officers at any one time shall not exceed the maximum number fixed by this Constitution. Co-opted executive officers shall be entitled to vote at the meetings of the Executive Committee. Each co-opted executive officer may only be appointed for a maximum of two (2) terms of four (4) years each.

The total Executive Committee size shall be a maximum of ten (10) executive officers or, in the event the Executive Committee co-opts further executive officers in accordance with the preceding paragraph, a maximum of twelve (12).

- 5.2 An Honorary President (if any) can be elected by the Executive Committee or by member clubs. An elected Honorary President is permitted to attend Executive Committee meetings in a non-voting and non-executive capacity. This appointment will be for a period of four (4) years.
- 5.3 All Executive Officers and the Honorary President (if any) must:
 - 5.3.1 hold a valid British Judo Association membership; and
 - 5.3.2 uphold the highest standards of professionalism and integrity.

6. TERMINATION OF EXECUTIVE OFFICER POSITION

A person shall cease to be an Executive Officer of the Area as soon as:

- 6.1 that person no longer holds a valid BJA membership unless permitted otherwise by the BJA Board;
- 6.2 that person is prohibited from being a director of a company by law;
- 6.3 a bankruptcy order is made against that person;
- 6.4 a composition is made with that person's creditors generally in satisfaction of that person's debts;
- 6.5 a registered medical practitioner who is treating that person gives a written opinion to the Area stating that that person has become physically or mentally incapable of acting as an executive officer and may remain so for more than three (3) months;
- 6.6 by reason of that person's mental health, a court makes an order which wholly or partly prevents that person from personally exercising any powers or rights which that person would otherwise have;
- 6.7 that person is suspended from holding office or from taking part in any activity relating to the administration or management of the Area by a decision of the BJA;
- 6.8 that person shall without sufficient reason for more than three consecutive Executive Committee meetings have been absent without permission of the Executive Committee and the Executive Committee resolve by a majority that his/her office be vacated;

- 6.9 that person is requested to resign by all the other members of the Executive Committee acting together; or
- 6.10 notification is received by the Area from the Executive Officer that he/she is resigning from office, and such resignation has taken effect in accordance with its terms.

7. ELECTION OF EXECUTIVE OFFICERS

- 7.1 All Executive Officers shall be elected at the Annual General Meeting of the Area, from the Member Clubs of the Area and by a simple majority of those Member Clubs attending the Annual General Meeting.
- 7.2 All Executive Officers shall be elected for a period of four (4) years (“Term”) and may be re-elected for one further four (4) year term only.
- 7.3 No Southern Area Club may have more than two members on the Southern Area Executive Committee at any one time.
- 7.4 No Executive Officer shall serve more than two (2) consecutive terms of office and can return to serve after a break of one (1) term of four (4) years.
- 7.5 Any person who is considering putting themselves forward for election to the Executive Committee and who has any financial interest or other conflict of interest in such election or Executive Committee position must, before putting themselves forward, state in writing to the Area all such interests. Conflicts of interest shall include where such person is related to or co-habiting with an existing Executive Officer or another candidate for the Executive Committee. Failure to do so will lead to automatic disqualification from Executive Committee membership, unless the Executive Committee is satisfied that the person was not aware of such interest. In any event the Executive Committee has the right to veto such an election if, in its opinion, it is not in the best interests of the Area. The Executive Committee must ensure that there are always at least three Executive Officers who are not related or co-habiting with another Executive Officer.

8. EXECUTIVE COMMITTEE

- 8.1 The affairs and business of the Area shall be managed and controlled by an Executive Committee comprising the Executive Officers as set out in paragraph 5 above. The Executive Committee shall meet at agreed intervals and not less than four (4) times per year. As appropriate, BJA Staff Members shall be invited to attend Committee meetings. A quorum for Executive Committee meetings shall be any three (3) of the

Executive Committee members. All three (3) members must all be from different clubs and have no conflict of interest on any item or situation.

- 8.2 Without prejudice to the generality of paragraph 8.1 the duties of the Executive Committee shall be to:
 - 8.2.1 prepare and create an annual development plan consistent with the BJA strategy and plans (for the approval of the BJA);
 - 8.2.2 prepare and create an annual financial budget and statutory accounts to be shared with the BJA;
 - 8.2.3 ensure the Area has a formal bank account into which, and from which, funds can be paid and that there are at least two separate signatories on the account (provided that is consistent with the bank's requirements);
 - 8.2.4 disseminate relevant information to Members on a regular basis;
 - 8.2.5 appoint one person to the BJA Council in accordance with the BJA Articles;
 - 8.2.6 appoint one person to the Judo England Commission to represent the Area; such appointment shall last for a maximum of two (2) terms of four (4) years;
- 8.3 The Executive Committee must ensure that the Area keeps a record, in writing, for at least ten years from the date of the decision recorded, of every unanimous or majority decision taken by the Executive Committee and by the Area at general meetings.
- 8.4 Any such records, if purporting to be signed by the chair of such meeting, or by the chair of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated. (This includes paper and electronic documents.)
- 8.5 Any such records shall be circulated to all members of the Executive Committee.

9. CONFLICTS OF INTEREST

- 9.1 If a proposed decision of the Executive Committee is concerned with an actual or proposed transaction or arrangement with the Area in which an Executive Officer is interested, that Executive Officer is not to be counted as participating in the decision-making process for quorum or voting purposes. (It is the responsibility of the officer to raise any potential conflicts of interest.)
- 9.2 Subject to paragraph 9.3 below, if a question arises at an Executive Committee meeting as to the right of an Executive Officer to participate in the meeting (or part

of the meeting) for voting or quorum purposes, the question may, before the conclusion of the meeting, be referred to the chair of the meeting whose ruling in relation to any Executive Officer other than themselves is to be final and conclusive.

- 9.3 If any question as to the right to participate in the meeting (or part of the meeting) should arise in respect of the chair of the meeting, the question is to be decided by a decision of the Executive Officers at that meeting (excluding the chair of the meeting).

10. DELEGATION

- 10.1 The Executive Committee may delegate any of the powers which are conferred on it under this Constitution to such person or committee to such an extent and in relation to such matters on such terms and conditions as it thinks fit.
- 10.2 All acts and proceedings delegated under paragraph 10.1 shall be reported to the Executive Committee in due course.
- 10.3 The Executive Committee may revoke any delegation in whole or part, or alter its terms.

11. GENERAL MEETINGS

- 11.1 The Annual General Meeting of the Area shall be held not later than the end of June each year. Twenty-one (21) clear days written notice of the Annual General Meeting shall be given to Member Clubs by circulating a copy of the notice to every Member Club of the Area at each Member Club's registered address. Member Clubs must advise the Secretary in writing of any business to be moved at the Annual General Meeting at least fourteen (14) days before such meeting. The Secretary shall circulate or give notice of the agenda for the meeting to Member Clubs not less than seven (7) days before such meeting.

NOTE: Member Clubs are defined as Category A Clubs and in membership at least 12 weeks prior to the Annual General Meeting.

- 11.2 The business of the Annual General Meeting shall be to:
- 11.2.1 confirm the minutes of the previous Annual General Meeting and any General Meetings held since the last Annual General Meeting. Each eligible club member entitled to vote must be 18 years old and over;
- 11.2.2 receive from the Executive Committee the Area's accounts (audited or scrutinised independently of the Treasurer by a person(s) with sufficient

knowledge and experience) and the Treasurer's report on the financial position;

11.2.3 receive the annual report of the Executive Committee from the Secretary. Postal voting forms can be used to submit a postal vote and a proxy voting form can be used to nominate a proxy representative or appoint the Chairman of the meeting as your proxy;

11.2.4 elect an auditor or scrutineer;

11.2.5 elect (as appropriate) the Chair, Vice Chair, Secretary, Treasurer, Honorary President and the other members of the Executive Committee as set out in paragraph 5; and

11.2.6 transact such other business received in writing by the Secretary from Member Clubs seven (7) days prior to the meeting and included on the agenda.

NOTE: The agenda could provide for "Any Other Business", but Member Clubs should be encouraged to refer other items to the Executive Committee and give the required notice for important Annual General Meeting business.

11.3 Extraordinary General Meetings may be convened by the Executive Committee or on receipt by the Secretary of a request in writing from not less than 30% of the Member Clubs. At least twenty-one (21) days' notice of the meeting shall be given by the Executive Committee.

11.4 Nomination of candidates for the election of Executive Officers shall be made in writing to the Secretary at least fourteen (14) days in advance of the Annual General Meeting date. Nominations can only be made by Member Clubs and must be seconded by another Member Club. Candidates nominated must be a member of a club within the Southern Area and provide appropriate evidence.

11.5 At all General Meetings, the chair will be taken by the Chair or, in their absence, by the Deputy/Vice-chair appointed by the Area or by Member Clubs attending such meeting.

11.6 Decisions made at a General Meeting shall be by a simple majority of votes from those Member Clubs attending the meeting. In the event of equal votes, the Chair shall be entitled to an additional casting vote.

11.7 A quorum for a General Meeting shall be 4% Member Clubs and at least five (5) Executive Officers of the Area, including two (2) from the Chair, Vice-chair, Secretary and Treasurer.

- 11.8 Each fully paid up Member Club shall be entitled to one (1) vote at General Meetings. (If the person carrying the club vote is not the Chair or Secretary of the club they must have verification from the Chair and Secretary of the club with the at the meeting with a copy sent to the Area for verification at least seven (7) days prior to the meeting.);
- 11.9 Any British Judo Association Board Member or British Judo Association Executive staff shall be entitled to attend General Meetings but such person shall not, in such capacity, have the right to vote on any matter proposed at that General Meeting.

12. ALTERATIONS TO THE CONSTITUTION

- 12.1 Any proposed alterations to this Area Constitution may only be considered at a General Meeting, convened with the required written notice of the proposal. Any alteration or amendment must be proposed by a Member Club and seconded by another Member Club. Such alterations shall be passed if supported by not less than two-thirds of those Member Clubs present at the meeting, assuming that a quorum has been achieved.
- 12.2 In the event of dispute between this constitution and any bye laws, standing orders or other regulations, the Memorandum and Articles of Association, the Bye-Laws and all other rules and regulations from time to time (including guidelines, codes of practice and policy statements) of the British Judo Association shall prevail.

13. DISSOLUTION

- 13.1 If at any General Meeting of the Area, other than by way of reorganisation or aberration, a resolution be passed calling for the dissolution of the Area, the Secretary shall immediately convene a General Meeting of the Area to be held not less than one (1) month thereafter to discuss and vote on the resolution.
- 13.2 If at that General Meeting, the resolution is carried by at least two-thirds of the Member Clubs present at the meeting, the Executive Committee shall thereupon, or at such date as shall have been specified in the resolution, proceed to realise the assets of the Area and discharge all debts and liabilities of the Area.
- 13.3 After discharging all debts and liabilities of the Area, the remaining assets shall not be paid or distributed amongst the Member Clubs, but shall be given or transferred to the British Judo Association, to further support and develop judo activities in the Southern Area.

BYE LAWS PERTAINING TO SOUTHERN AREA PROCEDURES

1. The Executive Committee shall include a representative from each of the four (4) counties of Hampshire, Kent, Surrey and Sussex.
2. In keeping with practice of other BJA Areas, same club membership only applies to the four (4) elected Executive Committee members. This is the Areas' acknowledgement of the skill mix needed from a limited number of volunteer applicants.
3. The Executive Committee will approve membership of the specialist sub-committees that will be led by a member of the Executive Committee.
4. The election of the four Executive Officers (Chair, Vice-chair, Treasurer, Secretary) will be held for one post each consecutive year over the four (4) year period term of office with sequence of Chair, Treasurer, Vice-chair, Secretary. This will facilitate continuity of knowledge and practice of Area and Committee planning and delivery of service.
5. The specialist sub-committees will support the planning and delivery of judo activities at County and Area levels by providing specialist knowledge, skills and good practice.
6. The SAC and specialist sub-committees shall liaise effectively with key BJA Committees and Officers, and other relevant national/international organisations for the purposes of obtaining data, and information and advice on best practice, latest research and policies.
7. Meetings of the main Southern Area Committee and the specialist sub-committees can be by video conferencing or face-to-face format, but with at least one (1) face-to-face meeting each financial year.
8. Appropriate consent can be given by electronic or written consent.

Signed:..... Chair

Date:.....

Signed:..... Officer of the Area

Date:.....