

**Constitution of The Serpentine Swimming Club
Established 1864**

**(Adopted by the General Meeting on 26 February 2011;
Section 15 amended at the General Meeting 27 February 2016;
Sections 15 and 24 amended at the General Meeting 8 February 2020)**

Name

1. The club is called ‘The Serpentine Swimming Club’(the ***Club***).

Objects

2. The Club is established for the purpose of organising swimming competitions and the enjoyment of open air bathing at The Lido, The Serpentine, Hyde Park, London, England and such other facilities and advantages as are usually associated with a club (the ***Objects***). In furtherance of the ***Objects***:
 - a. the Club is committed to treating everyone equally within the context of this activity. This shall be, for example, regardless of sex, ethnic origin, religion, disability or political persuasion, on any grounds;
 - b. the Club shall implement the Swim England equal opportunities policy.

Interpretation

3. In these Articles:
 - a. the following words have the following meanings:

<i>Club</i>	has the meaning in Article 1;
<i>Objects</i>	has the meaning in Article 2;
<i>Swim England Laws</i>	has the meaning in Article 6;
<i>Governing Body Rules</i>	has the meaning in Article 7;
<i>Officer</i>	has the meaning in Article 10;
<i>Honorary Appointee</i>	has the meaning in Article 13;
<i>Committee</i>	has the meaning in Article 15;
<i>Rules</i>	has the meaning in Article 22;
<i>Member</i>	has the meaning in Article 24;
<i>Associate Member</i>	has the meaning in Article 25;
<i>Judicial Rules</i>	has the meaning in Article 32;
<i>Official Notice Board</i>	has the meaning in Article 38;
<i>Voting Paper</i>	has the meaning in Article 45.
 - b. references to:
 - i. the ***most senior Officer present*** (such as in Articles 19 and 42) shall be calculated by reference to the order of seniority in Article 10;
 - ii. ***writing*** includes on paper or in electronic form.
 - c. headings are for convenience only and shall not affect the construction or interpretation of these Articles.

Swim England and other bodies

4. The Club shall be affiliated to the Swim England London Region, and shall adopt and conform to the rules of the Swim England London Region, and to such other bodies as the Committee may determine from time to time.
5. The business and affairs of the Club shall at all times be conducted in accordance with the laws and technical rules of the Swim England (being the governing body for swimming in England) (***Swim England Laws***) and in particular:
 - a. all competing Members and Associate Members shall be eligible competitors as defined in the Swim England Laws;
 - b. the Club shall in accordance with Swim England Laws adopt the Swim England child safeguarding procedures, and shall recognise that the welfare of children is everyone's responsibility and that all children and young people have a right to have fun, be safe and be protected from harm; and
 - c. Members and Associate Members shall in accordance with the Swim England Laws comply with the Swim England child safeguarding procedures.
6. By virtue of the affiliation of the Club to Swim England London Region, the Club and all Members and Associate Members acknowledge that they are subject to the laws, rules and constitutions of:
 - a. Swim England London Region;
 - b. the Swim England (to include the Swim England/Institute of Swimming code of ethics);
 - c. British Swimming (in particular its doping control rules and protocols and disciplinary code); and
 - d. The Fédération Internationale de Natation (being the world governing body for the sport of swimming in all its disciplines) (together the ***Governing Body Rules***).
7. In the event that there shall be any conflict between any Article or Rule of the Club and any of the Governing Body Rules then the relevant Governing Body Rule shall prevail.

The Royal Parks Regulations and Policies

8. The Club shall abide by The Royal Parks and Other Open Spaces Regulations 1997 as amended or replaced from time to time, and any policies designed to ensure the smooth running of the Royal parks.

Club colours

9. The Club colours shall be red trimmed with white and bear the device SSC.

Officers

10. Only Members qualify to be Officers. The officers of the Club shall consist of the following, who are listed below in the order of their seniority:
- a. a president, whose duties shall include: chairing Committee meetings, annual general meetings and general meetings;
 - b. an honorary secretary, whose duties shall include: maintaining the roll of Members, the roll of Associate Members, minutes of decisions of the Committee and of annual general meetings and general meetings, and such other records of the Club as the Committee may from time to time direct; and
 - c. an honorary treasurer, whose duties shall include: recording the financial transactions of the Club.
- (referred to individually as *Officer* and together as the *Officers*).
The Officers shall be subordinate to, and comply with any lawful directions of, the Committee.
11. The president shall be elected by the annual general meeting for a term of three years and shall hold office until the conclusion of the third annual general meeting following the annual general meeting at which he or she was appointed, but may be re-elected. The honorary secretary and honorary treasurer shall be elected by the annual general meeting for one year and shall hold office until the conclusion of the first annual general meeting following his or her appointment, but may be re-elected. An Officer shall cease to hold office if he or she: ceases to be a Member; or becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs; or resigns as an Officer by notice to the Committee; or is absent without the permission of the Committee from all their meetings held within a period of six months and the Committee resolves that his or her office be vacated. The Committee may fill any vacancy in the role of Officer which may occur prior to the expiry of the term of the relevant person's appointment.
12. Nominations for the offices of those Officers due to retire as Officers, signed by a proposer and seconder who are Members, must be received by the honorary secretary between 1 January and 20 January each calendar year (or outside that time if the honorary secretary is prepared to accept them) for consideration by the forthcoming annual general meeting that calendar year, together with the signed consent of each nominee.

Honorary Appointees to assist in the activities of the Club

13. Only Members and Associate Members qualify to be Honorary Appointees. The Committee may appoint persons to assist in the activities

of the Club (referred to individually as *Honorary Appointee* and together as the *Honorary Appointees*) including, without limitation, the following:

- a. an honorary captain;
 - b. an honorary vice captain;
 - c. an honorary handicapper;
 - d. honorary starters;
 - e. assistant honorary handicappers and judges;
 - f. an honorary welfare officer; and
 - g. an honorary archivist/historian.
14. Appointees shall not fall within the definition of Officers for the purpose of these Articles but may be described as officers as a courtesy title on the Club fixture list and on other publications. Appointees shall be subordinate to, and comply with any lawful directions of, the Committee. An Appointee's appointment may be terminated by the Committee at any time without assigning a reason.

Committee

15. The activities of the Club shall be managed by a committee in accordance with these Articles and any Rules and their powers in furtherance of the Objects shall include opening and operating such bank and other accounts as the Committee consider necessary and to invest funds and to delegate the management of funds. Only Officers and Members qualify to be on the Committee. The Committee shall consist of the Officers and no more than eight other Members (*the Committee*). Officers shall automatically become members of the Committee when they are elected Officers, and shall automatically cease to be members of the Committee when they cease to be Officers. Those wishing to be members of the Committee who are not Officers shall be elected by the annual general meeting. At the annual general meeting three (unless the President is also retiring in which year it will be only two) of the members of the Committee who are not Officers for the time being shall retire from office; those members of the Committee who are not Officers to retire every year shall to the extent that the required number of committee members have not already retired during the year be those who have been longest in office since their last election (or appointment to fill a vacancy), but as between persons who joined the Committee on the same day those to retire shall (unless otherwise agreed among themselves) be determined by lot.
16. Nominations for positions as elected members of the Committee, signed by a proposer and seconder who are Members, must be received by the honorary secretary between 1 January and 20 January each calendar year (or outside that time if the honorary secretary is prepared to accept them) for consideration by the forthcoming annual general meeting that calendar year, together with the signed consent of each nominee. An elected member of the Committee shall cease to hold office if he or she: ceases to be a Member; or becomes incapable by reason of mental disorder, illness

or injury of managing and administering his or her own affairs; or resigns as a member of the Committee by notice to the Committee; or is absent without the permission of the Committee from all their meetings held within a period of six months and the Committee resolves that his or her office be vacated. The Committee may fill any vacancy in the role of elected member of the Committee which may occur prior to the expiry of the term of the relevant person's appointment.

17. The members of the Committee may physically meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be decided by a majority of votes of the members of the Committee present and voting. In the case of an equality of votes, the chairman of the Committee meeting shall have a second or casting vote. Any member of the Committee may summon a meeting of the Committee. It shall not be necessary to give notice of a meeting of the Committee to any member of the Committee for the time being absent from the United Kingdom.
18. The quorum necessary for the transaction of the business of the Committee may be fixed by the members of the Committee, and unless so fixed shall be six members of the Committee.
19. The chairman of a Committee meeting shall be the most senior Officer present, or if no Officer is present a member of the Committee appointed as chairman by a majority of the members of the Committee present. The chairman of the Committee may invite any person to attend as an observer, or to attend and speak, at a Committee meeting where the chairman considers that this will assist in the deliberations of the meeting.
20. The Committee may delegate any of its powers to sub-committees consisting of such member or members of the Committee as the Committee thinks fit; any sub-committee so formed shall in its exercise of the powers so delegated comply with any directions of the Committee.
21. The Committee may take a decision without physically meeting when all members of the Committee entitled to receive notice of a meeting of the Committee (apart from the honorary secretary) indicate to the honorary secretary by any means (including by email or text message) that they share a common view on a matter. Such a decision may take the form of a resolution in writing, where each member of the Committee entitled to receive notice of a meeting of the Committee (apart from the honorary secretary) has signed one or more copies of it or to which each such member of the Committee has otherwise indicated agreement in writing.

Rules

22. The Committee shall have power to make, repeal and amend such rules as it considers necessary for the well being of the Club, which shall have

effect and bind Members and Associate Members as if they were a part hereof provided they are not inconsistent with these Articles or any statutory enactment, until set aside by the Committee or at an annual general meeting or general meeting (*Rules*).

Members and Associate Members

23. The persons entitled to enjoy the open air bathing facilities provided by the Club shall be members of two categories: Members and Associate Members. The Committee has authority to impose a limit on the total number of each category of membership, which limit must be approved at the next annual general meeting; if the limit is not approved at the next annual general meeting then the limit shall cease from the time of the annual general meeting.
24. A voting member of the Club (*Member*) shall be a person:-
- i. who the Committee is satisfied has used the bathing facilities at the Club for three years and paid his or her annual subscription for each of those three years and the current calendar year;
 - ii. who has completed and signed an application form to be a Member of the Club, agreeing to be bound by these Articles and any Rules of the Club, in the latest form approved by the honorary secretary for such purpose;
 - iii. and
 - iv. whose name and address have been enrolled in the roll of Members of the Club.

A Member shall have the right to: notice of, and to attend, speak and vote at any annual general meeting or other general meeting of the Club, provided he or she has reached the age of sixteen.

A Member shall cease to be a Member if his/her name is not on the roll of Members, owing to an omission to pay the annual subscription due at the start of the calendar year by 31st May of that calendar year, or due to the removal of the name during the calendar year.

25. A non voting member of the Club (*Associate Member*) shall be a person:
- i. who has paid his or her annual subscription for the current calendar year;
 - ii. who has completed and signed an application form to be an Associate Member of the Club, agreeing to be bound by these Articles and any Rules of the Club, in the latest form approved by the honorary secretary for such purpose; and
 - iii. whose application to be an Associate Member has not been rejected by the Committee.

An Associate Member shall have no right to: notice of, or to attend, speak or vote at any annual general meeting or other general meeting of the Club (but may be invited to attend as detailed in Article 44).

Applications to be an Associate Member may be considered by the Committee who may reject any such application in their absolute discretion without giving any reason for their decision. Unless rejected the applicant's name shall be enrolled in the roll of Associate Members.

An Associate Member shall cease to be an Associate Member if his/her name is not on the roll of Associate Members, owing to an omission to pay the annual subscription due at the start of the calendar year by 31st May of that calendar year, or due to the removal of the name during the calendar year .

26. The annual subscription payable by a Member shall be at such rate as the Committee shall from time to time determine. The annual subscription payable by an Associate Member shall be at such rate as the Committee shall from time to time determine, and may be different from the amount payable by a Member.
27. The annual subscription payable by Members and Associate Members is due on 1 January in respect of the forthcoming calendar year starting on that date (or on such other date as the Committee shall decide). Any person who was a Member or Associate Member in the previous calendar year who has not paid his or her subscription shall have no right to swim.
28. Any Member or Associate Member who infringes the Swim England Laws shall *ipso facto* cease to be a Member or Associate Member.
29. Any person wishing to resign as a Member or Associate Member shall give written notice to the honorary secretary.

Expulsion and other disciplinary action

30. The Committee shall have power to expel a Member and/or an Associate Member when, in its opinion, it would not be in the interests of the Club for the individual to remain a Member or Associate Member. The Club in exercising this power shall comply with the provisions of Articles 32 and 33 below.
31. Upon expulsion the former Member or Associate Member shall not be entitled to have any part of his or her annual subscription fee refunded and must return any Club or external body's trophy or trophies held forthwith.
32. The Club shall comply with the relevant judicial rules for handling internal Club disputes (the ***Judicial Rules***) as the same may be revised from time

to time. The Judicial Rules are set out in the Swim England judicial laws and appear in the Swim England handbook.

33. A Member or Associate Member may not be expelled or (subject to Article 34 below) be made the subject of any other penalty unless the panel hearing the complaint shall by a two thirds majority vote in favour of the expulsion of (or other penalty imposed upon) the Member or Associate Member.
34. The Officers of the Club (or any person to whom the Committee shall delegate this power) may temporarily suspend or exclude a Member or Associate Member from particular training sessions and/or wider Club activities, when in their opinion, such action is in the interests of the Club. Where such action is taken the incident or matter will thereafter be dealt with in accordance with the appropriate Judicial Rules.

General Meetings

35. The Club shall hold in February in each calendar year (or in such other month as is convenient to the Committee) its annual general meeting and shall specify the meeting as such in the notice calling it. The annual general meeting shall be held at such time and place as the Committee shall appoint.
36. All general meetings other than annual general meetings shall be called general meetings.
37. The Committee may, whenever it thinks fit, convene a general meeting and shall convene a general meeting when such a meeting has been requested by at least twelve Members supplying details in writing to the Committee of the resolutions they wish to be considered and if thought fit passed at the general meeting.
38. An annual general meeting and a general meeting shall be called by giving seven days notice in writing at the least to Members, by affixing the notice in writing to the official notice board at the Club's quarters at The Lido, The Serpentine, Hyde Park, London, England (the **Official Notice Board**) or by such other means as the Committee shall determine. The notice shall be exclusive of the day on which it is affixed to the Official Notice Board and shall specify the place, the day and the hour of the meeting and, only in the case of business that is special (as defined in Article 39), the general nature of that business.
39. All business shall be deemed special that is transacted at an annual general meeting and general meeting, with the exception of the following business at an annual general meeting:
 - a. the approval of the minutes of the previous annual general meeting;

- b. the approval of the president's report on the Club's activities over the previous year;
 - c. the consideration and if thought fit approval of the annual accounts of the Club, the report from the honorary treasurer as to the financial position of the Club, and the report from the Club's auditor regarding those annual accounts;
 - d. to remove and elect the Club's auditor (who may not be on the Committee) or confirm that he or she remains in office;
 - e. the election of Officers with effect from the conclusion of the annual general meeting;
 - f. the election of the members of the Committee with effect from the conclusion of the annual general meeting.
40. No business shall be transacted at an annual general meeting or general meeting unless a quorum is present at the time when the meeting proceeds to business; save as herein otherwise provided, twelve Members present in person shall be a quorum.
41. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of Members, shall be dissolved; in any other case it shall stand adjourned to such day and at such time and place as the Committee determines, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the Members present shall be a quorum.
42. The most senior Officer present shall preside as chairman at every annual general meeting and general meeting of the Club, or if there is no Officer present or willing to act as chairman, the Members present shall elect one of their number to be chairman of the meeting.
43. The chairman shall take such action or give directions for such action to be taken as he or she thinks fit to promote the orderly conduct of the business of the meeting. The chairman's decision on matters of procedure or arising incidentally from the business of the meeting shall be final as shall be his or her determination as to whether any matter is of such a nature.
44. The chairman may invite any person to attend as an observer, or to attend and speak, at any annual general meeting or general meeting where he or she considers that this will assist in the deliberations of the meeting. The chairman shall be entitled in his/her absolute discretion without giving a reason, before or at any time during the meeting, to refuse entry to, or to require the removal of, any person who is not a Member.
45. At the annual general meeting or at any general meeting each Member present shall be supplied with a voting paper separately listing all proposed resolutions in such form as the Committee shall approve (***Voting Paper***).

46. At any annual general meeting or general meeting the resolutions put to the vote of the meeting shall be voted on by those Members present and voting completing the Voting Paper, unless the Members present agree without dissent that a particular resolution or resolutions shall be decided on a show of hands in which case those resolution(s) shall be decided on a show of hands.
47. A resolution shall be passed at an annual general meeting or general meeting if a simple majority of the Members present and voting vote in favour the resolution.
48. A declaration by the chairman that a resolution has been carried or carried unanimously, or by a particular majority, or lost and an entry to that effect in the minute book of the Club shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour or against such a resolution.
49. In the case of an equality of votes on a resolution, the chairman of the meeting at which the vote takes place, shall be entitled to a second or casting vote.

Minutes

50. The Committee shall cause minutes of all decisions of the Committee and of annual general meetings and general meetings to be recorded in writing. Such minutes, if signed by an Officer, are conclusive evidence of the decisions of the meeting.

Insurance

51. The Committee shall insure suitably in respect of public liability.

Dissolution

52. The Members may at any time before, and in expectation of, the Club's dissolution resolve that any net assets of the Club after all its debts and liabilities have been paid, or provision has been made for them, shall on or before the dissolution of the Club be applied or transferred to one or more not for profit organisations having objects which include the promotion of open air bathing. Such a resolution may only be considered, and if thought fit passed, at an annual general meeting or general meeting and shall only be passed if a majority of at least three quarters of the Members present and entitled to vote, vote in favour of the resolution. If such a resolution is passed, the Committee may at any time before and in expectation of its dissolution resolve that any net assets of the Club after all its debts and liabilities have been paid, or provision made for them, shall on or before dissolution of the Club be applied or transferred to one or more not for

profit organisations having objects which include the promotion of open air bathing.

53. If the Members resolve to dissolve the Club, the Committee will remain in office and be responsible for winding up the affairs of the Club, by collecting in all the assets of the Club and paying or making provision for all the liabilities of the Club and applying any remaining property or money by transferring it to one or more not for profit organisations having objects which include the promotion of open air bathing.

Acknowledgement

54. The Members and Associate Members acknowledge that these Articles constitute a legally binding contract to regulate the relationship of Members and Associate Members with each other and the Club.
55. Application forms to be an Associate Member or Member will include the following wording, which should be signed by the applicant and must also be countersigned by the parent or guardian of an applicant who is under 18: *I acknowledge that I have read and understand the Constitution of the Serpentine Swimming Club (the 'Club') and accept that such Constitution (as altered from time to time) and any Rules of the Club from time to time shall govern my associate membership/membership* of the Club.'*
**Delete as appropriate*