NORTH DURHAM COUNTY NETBALL ASSOCIATION

CONSTITUTION

1. NAME

The Association shall be called North Durham (hereinafter called the County) and shall operate under the name North Durham County Netball Association

2. PURPOSE AND ROLE

Purpose
To lead a movement on and beyond the court upholding an unapologetic focus on women & girls whilst opening the game to new audiences to belong, flourish & soar in North Durham.

Role
To serve, empower, lead and influence our members within the context of the `adventure` creating a sense of aspiration, enjoyment, belonging & pride.

3. OBJECTS

3.1 To adopt all regulations, policies and procedures formulated by England Netball as applicable to members of England Netball.

3.2 To co-ordinate, within the national and regional strategic framework, the implementation and monitoring of the County Plan.

3.3 To promote the game of netball and encourage and enable the growth and development of the game within the County, acting as an advocate for the sport.

3.4 To organise and deliver county programmes of competitions and events, arrange technical courses and assessments and to generally promote the delivery of netball within the County in a safe, equitable and inclusive manner.

3.5 To elect/nominate/appoint representatives from the County to serve on regional and/or national committees and advisory groups.

3.6 To ensure robust governance procedures and high operational standards are in place at county level to enable the needs of our members to be met.

3.7 To raise funds, charge such subscriptions and offer such rights and privileges as may be determined from time to time by the County.

3.8 To operate bank account(s)/investments in the name of the County; manage county resources in an effective and efficient manner whilst overseeing the achievement of targeted annual objectives.

3.9 To provide leadership, support and guidance to Partners and members of the County.

3.10 To promote and uphold the game’s core values of teamwork, respect, enjoyment, achievement and fun.

3.11 To do all such other lawful things as are considered by the County to further the interests of the County or to be incidental or conducive to the attainment of the above objects or any of them.

4. JURISDICTION AND MEMBERSHIP

4.1 The County shall comprise the geographical area of the county of North Durham

4.2 Upon payment of the appropriate annual County, Region and/or England Netball membership fee, the members of the County shall be:

4.2.1. Voting Members:

(i) Clubs whose Primary County is North Durham; and
(ii) Secondary/Middle Schools/Colleges situated within the County boundaries.

4.2.2. Non-Voting Members:

(i) Any person who plays, coaches, umpires, officiates or organises Netball or is in any way connected with the game of Netball within the County boundaries;
(ii) Honorary Life Members of the County;
(iii) Universities situated within the County boundaries;
(iv) Colleges situated within the County boundaries; and
(v) Primary Schools situated within the County boundaries.

4.3. The County may confer County Honorary Life Membership on any person who has given special or outstanding service to the County.

4.4. This Constitution is the governing document of the County and applies to all members of the County and provides the legal framework for the County, its Technical Support Groups, Working Groups and the Members of the County.

5. SPORTING EQUITY

5.1 North Durham pledges its commitment to the England Netball Belonging Commitment statement:

In netball we want everyone to find a place to belong, flourish and soar. A place where you can retain your own personality, style and flair. A place you are cherished and appreciated for simply being you. The on-court structure of our sport inherently recognises that the strength and success of a team comes from difference. We actively strive to create a culture that values, recognises and supports individuality throughout all aspects of netball, to allow our people and our sport to continue to thrive and reach new heights.

We pledge to promote and celebrate difference, embracing the opportunity to make our sport a possibility within everyone's reach, ensuring netball is open to new audiences, beyond our current following, to discover the joy of belonging in netball.

We will:

• **Drive an inclusive culture** by informing and challenging ourselves, our partners and leaders at all levels of our sport and organisation to cultivate a sense of belonging for all who join us on our adventure.
• **Remove barriers** by developing and evolving our sport to meet the needs of both current and future audiences.
• **Unlock opportunities** by partnering with organisations who share our values, ambition and intent, to help us achieve what we can't alone.
• **Provide exceptional experiences** by putting individuals at the heart of all we do; recognising and being empathetic to differences.
• **Take action** by continuing to take seriously our responsibility to govern and safeguard the sport ensuring it remains a safe, welcoming and fair place for all.
• **Be an active ally** by being relentlessly committed to representing, celebrating and proudly standing with all communities.
• **Never stand still** by always staying curious and evolving to remain relevant to our growing Netball Family.

6. COUNTY NETBALL ASSOCIATION COMMITTEE

6.1. The County Netball Association Committee (CNA Committee) shall have the power to do all other things necessary to achieve the objects and are responsible for the management of the business of the County.

6.2. The CNA Committee shall comprise of the following voting members:

(i) Chair
(ii) Treasurer
(iii) Secretary
(iv) Eleven further Elected Members (Vice Chair, Performance, Coaching, Senior Competition, Junior Competition, Schools Competition, Communications, Officiating, Safeguarding, Resolutions & Governance)
(v) Up to five Appointed Members

6.3. Based on the required knowledge and skills, the CNA Members shall decide by vote which CNA Committee member from the Elected and Appointed Members will be designated the Chair and which CNA Committee member will be designated the Treasurer.

6.4. All elected members of the CNA Committee must be Individual Members or registered participants of England Netball, an EN Honorary Life Member or a County Honorary Life Member throughout their term on the CNA Committee.

6.5. All elected persons on the CNA Committee may serve for a term of three years and may offer themselves for re-election at the AGM at the end of that term. Elected persons may serve for a maximum of three consecutive terms of three years. Adjusted to four terms at the 2025 AGM to allow for succession planning to be put in place.

6.6. Appointed persons shall be appointed by the CNA Committee for a two-year term and may serve for a maximum of four consecutive terms of two years.

6.7. No elected person may serve on the CNA Committee after the ninth consecutive anniversary of their original election. No appointed person may serve on the CNA Committee after the eighth consecutive anniversary of their appointment. Not withstanding the 6.5 amendment.

6.8. For the purposes of clauses 5.5, 5.6 and 5.7 above, consecutive means continuous or uninterrupted succession. A person will be deemed to have served consecutively unless there is a break in continuity of at least two years.

6.9. Members of the County shall consider and vote on nominations received against the published role description and role profile via a fair recruitment procedure open to individuals within the County, for up to the specified number of elected persons on the CNA Committee (see clause 5.2).

6.10. Any member of the County (as defined in clause 4.2 above) may nominate person(s) to be an elected person of the CNA Committee. Completed nominations must be signed by the nominee indicating consent to their nomination. A member of the County may nominate only one candidate for each vacant post. The CNA Committee may also request that all nominations should be accompanied by a curriculum vitae highlighting appropriate experience. Recruitment to the CNA Committee through either election or appointment will be made against the skills required to deliver the purpose, roles and objects of the County and identified in the CNA Committee skills audit.

6.11. Nomination forms will be circulated to members of the County and completed forms must be returned no later than fifteen days before the date of the AGM of the County. Elections will be by a simple majority vote at the AGM.

6.12. The CNA Committee may fill any vacancies that occur during the year.

6.12.1. If this involves filling an elected position then it will be on an interim basis and that person must offer themselves for re-election at the next AGM following their appointment.

6.13. A person will no longer be a member of the CNA Committee and the position shall be vacated if she/he:

6.13.1. resigns the post by giving notice to the CNA Committee; or

6.13.2. is absent for more than three consecutive CNA Committee meetings, without justifiable reason being accepted by the other members of the CNA Committee and the CNA Committee resolve that her/his position be vacated; or

6.13.3. is required to resign by a majority vote of all other persons on the CNA Committee; or

6.13.4. a registered medical practitioner who is treating that person gives a written opinion to the company stating that that person has become physically or mentally incapable of acting as a director and may remain so for more than three months; or

6.13.5. has served on the CNA Committee for a maximum of 9 years (elected members) or 8 years (appointed members), in accordance with clause 5.5 or 5.6 above; or

6.13.6. becomes bankrupt or is subject to bankruptcy proceedings or makes arrangement or composition with her/his creditors generally (including entering into an individual voluntary arrangement); or

6.13.7. discloses an unspent conviction or is found to have a conviction for fraud, dishonesty or theft. The CNA Committee reserve the right to make a decision based on the perceived reputational risk to the County and the game.

6.14. The CNA Committee shall meet not less than four times a year on dates determined by the CNA Committee members. A quorum shall be one more than half of the current number of members on the CNA Committee. The dates, venue and start times of meetings shall be determined by the CNA Committee collectively.

6.15. The Chair is responsible for ensuring CNA Committee members receive accurate, timely and clear information.

6.16. The Chair shall chair all meetings of the CNA Committee. In the absence of the Chair, the CNA Committee members present at the meeting will appoint one of their number to be Chair of the meeting and may at any time remove her/him from that role.

6.17. The CNA Committee, collectively, may invite other people, including representatives of England Netball, to attend and speak at CNA Committee meetings (or a specific part thereof) from time to time and may also invite observers to such meetings for training purposes. Such attendance shall be in a non-voting capacity.

6.18. Subject to the over-riding principle of one person one vote, each voting member present at a meeting of the CNA Committee shall have one vote. A matter will be carried if supported by a simple majority of the CNA Committee voting members present. In the event of equal votes, the Chair shall have a (further) casting vote.

6.19. CNA Committee members must not vote or participate in any discussion on any matter in which they have, or it is possible they may have, a conflict of interest or a conflict of loyalty (either direct or indirect personal interest or any loyalty they owe to another person or another body) which may, or may appear to, influence or affect their decision making.

6.20. Any CNA Committee member absenting themselves from any discussion and/or voting in accordance with clause 5.19 above will not be counted as part of the quorum in any decision of the CNA Committee on the matter under consideration.

6.21. The minutes of meetings of the CNA Committee will be taken by the Secretary and in their absence, another member present.

6.21.1. No minutes of meetings or copies of correspondence shall be passed to a third party without the prior permission of the Chair of the CNA Committee.

6.22. The CNA Committee shall establish Technical Support Groups (TSGs) and Working Groups (WGs) to assist and advise the CNA Committee, on such terms of reference and with such powers as the CNA Committee thinks fit, from time to time. The CNA Committee shall determine their membership and Terms of Reference and, annually, designate the Chair of each TSG/WG.

6.23. The CNA Committee may set up such other ad-hoc advisory or task and finish groups as may be deemed necessary and shall determine their membership and Terms of Reference.

6.24. The CNA Committee may from time to time delegate certain areas of responsibility to a person who may or may not be a member of the CNA Committee and/or to TSGs/WGs. The CNA Committee may also appoint authorised intermediaries for the purposes of assisting with bookkeeping and other forms of administration, on such conditions as the CNA Committee may determine, and may at any time remove such appointment.

6.25. Members of the CNA Committee/TSGs/WGs shall act in an honest and ethical manner and shall discharge their duties:

6.25.1. in good faith;

6.25.2. with the care an ordinary prudent person in a like position would exercise under similar circumstances; and

6.25.3. in a manner that they reasonably believe to be in the best interests of the County in keeping with the values of the sport mentioned above.

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6.26. Members of the CNA Committee, its TSGs/WGs and any person duly appointed by the CNA Committee to act with its authority shall be reimbursed by the County, in accordance with rates set out in the County’s Expenses Regulations, for reasonable travel, accommodation and other expenses properly incurred by them in carrying out their duties or in attending meetings, events or otherwise in connection with the discharge of their duties as directed by the CNA Committee.

7. ROLES AND RESPONSIBILITIES OF THE COUNTY NETBALL ASSOCIATION COMMITTEE

7.1. The CNA Committee has the following roles and responsibilities:

7.1.1. make key decisions relating to strategy, policy, finance and business management so that the objects set out in clause 3 above can be achieved;

7.1.2. propose a levy on the annual County Membership fee for consideration by the members at the AGM;

7.1.3. create an environment conducive to high achievements;

7.1.4. set the County’s values and standards, protecting the future of the County and ensuring it operates in a compliant and ethical way;

7.1.5. establish policy and oversee its implementation in a safe, equitable and inclusive manner;

7.1.6. be responsible for the management of the affairs and for the success of the County;

7.1.7. implement an organised approach to succession planning for the CNA Committee and each TSG/WG so as to ensure an appropriate level of stability and continuity of the County;

7.1.8. make, vary and revoke regulations, procedures, codes of behaviour, terms of reference, standing orders and byelaws for the better administration of the County; and

7.1.9. adopt those rules, regulations, policies and resolutions of England Netball as applicable to members of England Netball.

7.2. The members of the CNA Committee shall, on a joint and several basis:

7.2.1. ensure that the County complies with the terms of any contract with a third party; and

7.2.2. indemnify any member of the CNA Committee who enters into a contract under clause 6.2.1 in respect of any reasonable expenses and reasonable costs, losses or liabilities, judgments, fines and amounts paid in settlement, which she/he may reasonably incur or sustain because of entering into such contract.

7.3. The County will provide direction, support and guidance to its recognised and approved county sporting partnerships, to ensure that the overall policies and strategies for the development of the game are communicated consistently and effectively to county partners and that any additional funding opportunities within the County are identified, secured and used in line with county priorities.

7.4. The CNA Committee has the power to make, amend or revoke byelaws and regulations of the County and such byelaws and regulations, and all changes thereto, shall not be effective until the earlier of:

7.4.1. the date of approval at a General Meeting of the County; or

7.4.2. one month after the passing of an appropriate resolution by the CNA Committee.

7.5. Any action that may be taken by the CNA Committee at a meeting may also be taken by a resolution consented to in writing or email by a simple majority of the CNA Committee members provided that a copy of the resolution is sent to all voting members of the CNA Committee.

7.6. Where a resolution has been circulated to a CNA Committee member pursuant to clause 6.5 above and has not been received back by the CNA Committee secretariat within 21 days of being sent out, that CNA Committee member will be deemed to have approved the resolution.

7.7. Members of the CNA Committee must act in accordance with the powers set out in this constitution and must exercise independent judgement taking reasonable care, skill and diligence, whilst avoiding conflicts of interest and conflicts of loyalty.

8. GENERAL MEETINGS OF THE COUNTY

8.1. The Annual General Meeting (AGM) shall be held before 30 September each year. The CNA Committee shall determine the date of the AGM and formal notification will be posted on the County website 30 days in advance of the date of such meeting which will be deemed notification to all members. In addition, at least 30 days in advance of the set date the CNA Committee will advise all voting members listed in clause 4.2.1 above of the date of the meeting.

8.2. All nominations and proposals must be received by the CNA Committee at least 15 days prior to the date of the AGM.

8.3. Formal Notice of the AGM shall be circulated in writing not less than 21 days prior to the date of such a meeting, to each member of the CNA Committee and voting members listed in clause 4.2.1 above. The notice shall give details of the time, date and location of the meeting and shall contain details of any resolutions to be considered, details of nomination for office and the general nature of the business to be transacted.

8.4. Business to be transacted at the AGM shall be:

(i) To approve the minutes of the previous year's AGM
(ii) To receive the Annual Report
(iii) To adopt an independently reviewed Statement of Accounts
(iv) To elect Members of the CNA Committee as appropriate
(v) To appoint an Auditor
(vi) To consider any proposed resolution submitted in writing 15 days before the date of the AGM, which has been proposed and seconded by two members of the County entitled to vote at General Meetings
(vii) To agree the Membership Fees for each membership category as defined in clause 6.1.2
(viii) Consider any proposed amendments to this Constitution put forward by the CNA Committee or any voting member of the County (as defined in 4.2.1 above).

8.5. Each voting member as defined in clause 4.2.1 shall be entitled to send one authorised representative to attend, speak and vote at General Meetings of the County.

8.6. Each non-voting member as defined in clause 4.2.2 shall be entitled to attend, or send a representative to attend, General Meetings of the County. They may speak but are not entitled to vote unless they are representing a voting member as defined in clause 7.5.

8.7. CNA Committee Members are entitled to attend and speak but may not vote unless they are representing a voting member as defined in clause 7.5.

8.8. At all General Meetings, if the Chair is not present then the Chair of the meeting shall be a current CNA Committee member elected from those present at the meeting.

8.9. No person attending shall be permitted to more than one individual vote but may cast up to an additional 2 representative votes.

8.10. At all General Meetings, if the Chair is not present then the Chair of the meeting shall be a current CNA Committee member elected from those present at the meeting.

8.11. A quorum of a General Meeting shall be two thirds of the current number of voting members.

8.12. At General Meetings all resolutions shall be passed by simple majority of those present and entitled to vote. In the event of a tie of votes cast**,** the Chair of the meeting shall have a second and/or casting vote.

8.13. A (Special) General Meeting may be requested at any time:

8.13.1. Upon the written request from [30] voting members, stating the purpose for which the meeting is required and setting out in sufficient detail to be able to understand what each resolution is about; or

8.13.2. By order of the CNA Committee.

Such a meeting shall be called by the CNA Committee secretariat within 30 days from the order or request being received.

8.14. The minutes of all General Meetings will be taken by a member of the CNA Committee.

9. NOTICES

9.1. Any notice**,** document or information to be given**,** sent supplied or delivered to or by any person or member shall be in writing to that person's/member's last known postal address or electronically by email to that person's/member's last known email address. Unless the contrary is proved, a notice**,** document or information shall be deemed to be given**,** sent, supplied or delivered at the expiration of 48 hours after: (i) the envelope containing it was posted by first class mail or (ii) the electronic communication was sent.

9.2. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person/member entitled to receive such notice shall not invalidate any resolution passed or the proceedings at that meeting.

10. ACCOUNTING RECORDS AND CNA COMMITTEE RESPONSIBILITIES

10.1. The CNA Committee shall cause accurate accounting records for the County to be kept that are sufficient to show and explain the Association's transactions and disclose with reasonable accuracy, at any time, the financial position of the Association. The financial year ends on 30 June.

10.2. The CNA Committee are responsible for the preparation of the annual accounts and must not approve them unless they are satisfied they give a true and fair view of the state of affairs of the County and of the surplus or deficit of the Association for that period.

10.3. In preparing the annual accounts, the CNA Committee are required to:

10.3.1. select suitable accounting policies and apply them consistently;

10.3.2. make judgments and accounting estimates that are reasonable and prudent; and

10.3.3. prepare the accounts on the going concern basis unless it is inappropriate to presume that the Association will continue in business.

10.4. The accounting records shall be kept at such place as is determined by the CNA Committee and must be retained for a minimum period of six years.

10.5. The annual accounts shall be scrutinised by an Independent Examiner, appointed by the CNA Committee, who has the requisite ability and experience to carry out a competent financial examination.

10.6. The CNA Committee shall determine and be responsible for all financial procedures and regulations, including the Expenses Regulations and Reserves Policy.

10.7. The CNA Committee are also responsible for safeguarding the assets of the Association and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

10.8. The County is a 'not for profit' organisation, all funds generated will be paid towards the furtherance of its objects. All funds or other property of the County shall not be paid to or distributed among members of the CNA Committee, with the exception of the dissolution clause below. Payments to individuals, other than petty cash expenses, shall be sanctioned by the CNA Committee and subject to the appropriate employment/contractual legislation.

10.9. The County may purchase or by any other means acquire and take options, and any rights or privileges of any kind over or in respect of any property and other assets, and if it does so:

10.9.1. Any property of the County, other than cash at the bank, must be vested in not more than 3 members of the CNA Committee. These members of the CNA Committee must deal with the property/asset as directed by resolution of the CNA

Committee and entry in the minutes shall be conclusive evidence of such a resolution.

10.9.2. The property/asset will remain vested in 3 or less members of the CNA Committee until the individuals are no longer members of the CNA Committee, at which point the transfer will be endorsed by resolution of the CNA Committee and the individual will be responsible for transferring title.

11. INDEMNITY

11.1. Members of the CNA Committee, TSG's and WG's shall be indemnified out of the assets of the County against all reasonable expenses and all reasonable costs, losses or liabilities, judgments, fines and amounts paid in settlement, which they may reasonably incur or sustain in relation to the proper and lawful execution of their duties, or by reason of any task properly performed for and with the authority of the CNA Committee.

11.2. The indemnity in clause 10.1 above only applies if the person acted honestly and in good faith and in the best interests of the County. Also, in the case of criminal proceedings, the person must have had no reasonable cause to believe that her/his conduct was unlawful.

12. DISPUTE RESOLUTIONS

12.1. If a dispute should arise, every attempt should be made to resolve this issue at a local level. When both parties (the CNA Committee & the complainant) are unable to resolve between themselves then the dispute shall be referred to Sports Resolutions (UK) (a trading name of the Sports Dispute Resolution Panel Ltd – Company No. 03351039) for final and binding arbitration in accordance with the Arbitration Act 1996 and Sports Resolutions (UK)'s Arbitration Rules, which Rules are deemed to be incorporated by this clause.

13. DISCIPLINARY POWERS, PROCEDURES AND APPEALS

13.1. The County adopts the England Netball Disciplinary Regulations which shall apply to and bind all members of the County and all persons and entities participating in any way in activities controlled and/or sanctioned by the County. The County shall report any known breaches of those Regulations to EN who have the power to discipline such persons and entities for such breaches.

13.2. The CNA Committee shall appoint a Resolution Lead (or alternative officer) who will be responsible for:

13.2.1. Facilitating local informal resolutions of complaints that fall outside of the jurisdiction of EN Disciplinary Regulations
13.2.2. Keeping up-to-date with England Netball's Governance Toolkit, Code of Conducts, Feedback & Complaints, Safeguarding, Whistleblowing Policies and England Netball's Formal Resolution Flowchart
13.2.3. Record-keeping and reporting to the CNA Committee on related complaint and disciplinary matters as they consider appropriate

13.3. COMPLAINTS PROCEDURE:

13.4. The CNA will handle all complaints that fall outside the jurisdiction of the EN Disciplinary Regulations through the following process:

13.5. Stage 1 Informal Resolution - the initial point of contact will attempt to resolve the comment or complaint informally if possible.

13.6. Stage 2 – Formal Resolution – if the complaint cannot be resolved informally, the complaint may raise a formal complaint with the County which will be handled under the County's Complaints Procedure as shared on the County website and as amended from time to time.

13.7. APPEALS PROCEDURE:

13.8. All appeals of a North Durham County Committee competition or regulation decision will be dealt with in line with the North Durham County Netball Association appeals procedure.

14. AMENDMENTS TO THE CONSTITUTION

14.1. Proposals to alter the constitution shall be submitted in writing to the Secretary not later than 21 days before the Annual General Meeting by a member of the County Committee seconded by another member of the Committee.

14.2. No alteration or addition to the constitution shall be made except by special resolution passed at a General Meeting (AGM or EGM) with not less than two/thirds of the votes cast being in favour.

14.3. Where pending changes have yet to be made by way of General Meeting following the above procedure, the Committee with not less than two/thirds of the votes cast being in favour, shall have special dispensation to, with immediate effect, implement and act upon provisional changes until it is written into the constitution.

15. DISSOLUTION

In the event of dissolution, any assets remaining after satisfaction of all debts and liabilities shall be dealt with in a manner to be determined by resolution of a General Meeting so as to promote the objects of the County or of some organisation with kindred aims, which further and develop amateur sport. In the event of there being a deficit, the General Meeting shall decide how this should be met.

15.1. In the event of dissolution where there are funds remaining after satisfying all the debts and liabilities, the CNA Committee can nominate to distribute the funds to:

15.1.1. Any organisation within the County with similar objects to those of the CNA Committee; or

15.1.2. England Netball for the benefit of the County in line with the objects detailed in the County Constitution; or

15.1.3. Members (for the avoidance of doubt this could either mean all members or a sub-category of membership e.g. clubs).

CNA Committee members must not receive any gain from the dissolution.

In the event of a dissolution where there are not sufficient funds remaining to satisfy all the debts and the liabilities, the individual members of the County Committee are responsible for absolving those debts and liabilities. These debts and liabilities may be divided equally between County Committee members at the time of dissolution but remain joint and several.

16. GOVERNING LAW AND JURISDICTION

16.1. This Agreement and any dispute or claim arising out of or in connection with it or its subject matter or formation (including non-contractual disputes or claims) shall be governed by and construed in accordance with the law of England and Wales.