

## **THE BYE-LAWS/REGULATIONS OF:**

## **KENT BADMINTON LIMITED** ("The Company")

Adopted by the Board on 17<sup>th</sup> June 2003  
Amended: 8 June 2004 (6.2 Indep Examiner)  
Amended: 6 Nov 2008 (5.1 Prior to BE AGM)  
Amended: 9 June 2010 (6.5.3 Banking  
arrangements)

A COMPANY LIMITED BY GUARANTEE  
AND NOT HAVING A SHARE CAPITAL

### Classes of Membership

- 1.1 In accordance with the Articles of the Company, membership of Kent Badminton is open to:  
individuals (of 18 years of age and above) playing badminton within Kent,  
badminton clubs in Kent,  
badminton clubs outside Kent that wish to use the facilities or services  
provided by the Company, direct associations as defined by the Badminton Association of  
England.
- 1.2 Directors of the Company are also members of it.
- 1.3 An individual, club or association becomes a member by paying their affiliation fee to the Company  
or in the case of coaches working within Kent to the Badminton Association of England.
- 1.4 One parent/guardian of each playing member of a Kent Junior County Squad/Cell becomes a  
member of the Company by paying the squad/cell subscription of that junior squad/cell member.
- 1.5 Badminton clubs outside Kent using Kent's facilities or services become members by paying an  
affiliation fee to Kent.
- 1.6 Each member (individual, club or association) is entitled to one vote at meetings of the Company.
- 1.7 Each member club or association has one vote in addition to those of its individual members.
- 1.8 No individual (whether in person or by proxy) may register more than one vote at any general  
meeting of the Company, apart from the Chairman who has a casting vote and may apply proxies  
received in the manner indicated.
- 1.9 The rules and regulations (and all amendments thereto) of every Regional Association or League  
shall not contravene or conflict with those of the Company and shall be sent to the Company  
Secretary as soon as they are available.
- 1.10 Regional Associations and Leagues must have at least 70% of their member clubs situated in Kent.
- 1.11 No Regional Association or League may extend membership to any club situated in Kent or any  
other county which is not a member of the Company.
- 1.12 Regional Associations and Leagues shall send to the Company Secretary the names of their affiliated  
clubs and the names and addresses of their officers not later than 31<sup>st</sup> October in each year.
- 1.13 Regional Associations and Leagues with not less than ten clubs shall appoint a representative (with  
an alternate) to attend the District Committee of the Company.
- 1.14 Associate Membership of the Company may be granted to any individual over the age of sixteen  
whose interests and activities fit within the objects of the Company. Associate membership gives the  
right to attend and speak at meetings of the Company but not to vote. Associate membership may be  
granted free or on reduced terms for one or more seasons, or for life, at the sole discretion of the  
Board to recognise and reward exceptional service to the Company.

### Conditions of Membership

- 2.1 All directors and officers of the Company are members of the Company but are not, solely by reason  
of their position within the Company, required to be affiliated to the Badminton Association of  
England Ltd.
- 2.2 All other members of the Company (individual, club or association) shall be affiliated to the  
Badminton Association of England Ltd and conform to its rules.
- 2.3 All clubs who are members of the Company shall send details of the Secretary, Match Secretary and  
venue of the club and courts and Regional Associations and Leagues or other similar organisations

shall provide details of their Secretary, to the Company Secretary by 1<sup>st</sup> September in each year. Those that do not do so will have their details omitted from the Company's publications.

2.4 Membership Subscriptions and Fees

- a. The membership subscription year of the Company shall run from 1<sup>st</sup> September in each year to the 31<sup>st</sup> August of the following year.
- b. Details of the annual membership fees of the Company will be published and agreed at the annual general meeting of the Company.
- c. All annual membership and affiliation fees for any club member must be paid to the Badminton Association of England Ltd (or, if appropriate, to the Company) by 1<sup>st</sup> October in each year.
- d. Payment of membership subscriptions of the Company and affiliation fees to the Badminton Association of England Ltd shall be paid for each individual member. Subscriptions and fees are also payable for each new member of a club who joins during a season, unless other specific arrangements are made with the Company and the Badminton Association of England.
- e. Any individual or organisation whose membership or affiliation fees are not paid by 31<sup>st</sup> October in each year shall, at the discretion of the Board, cease to be a member of the Company and will be barred from any form of match or tournament until their subscription or fees have been paid. Any match or tournament played by any defaulting member between 1<sup>st</sup> September and the date fees are paid shall be void insofar as the defaulting club and member(s) are concerned but the results of any competitor club or individual who are fully paid up members shall stand. Matches and tournaments between more than one defaulting or unaffiliated clubs shall be void and shall not be replayed.

- 2.5 The Company is a company limited by guarantee, whose members in the event of the dissolution or winding up of the Company have a liability of £1 (one pound sterling) each.

Resignation and Termination of Membership

- 3.1 Any member whether individual, club, association or other organisation wishing to resign from the Company shall give written notice of that intention to the Company Secretary by 1<sup>st</sup> September in each year, otherwise that member shall be considered to remain a member, including their liability in respect of the Company in the event of its dissolution or winding up until the end of the subscription year of the Company.
- 3.2 Any member, whether individual, club, association or league, after one written warning and reasonable opportunity to reply, shall be given one month's notice of termination of membership in the event that they do not abide by the byelaws of the Company, do not pay their subscriptions by the date required or undertake any form of conduct which, in the view of the Board of the Company operates against the spirit and objects of the Company. The balance of subscriptions and other fees are not refundable and membership is granted on this understanding.

Functional Committees

- 4.1 The following committees are those which will normally operate and manage the day-to-day affairs of the Company. They may meet formally, or may operate informally according to the needs perceived by the director responsible for the function concerned. Minutes of meetings or notes of agreements reached shall be circulated promptly to all members of the Board.

The Performance Committee

Scope: Identifying talented players and potential coaches and managing their development and training.

Membership: The Performance Director and two experienced coaches.

The Schools and Youth Committee

Scope: Organising, managing and coordinating the Junior and Youth Squads and Cells, including squad sessions, coaching staff and matches.

Membership: The Performance Director, the Lead Coach of each Squad, the Match Secretary and, when appropriate, parent representatives.

#### The Network Committee

Scope: Developing the Company's delivery network and encouraging/supporting the development of badminton-friendly schools.

Membership: The Network Director and Area Managers/Representatives from each of the areas of Kent plus a Schools Support Officer.

#### The District Committee

Scope: Organising and coordinating the regional and local league associations, supporting the development of new youth-oriented initiatives and controlling the rules and regulations relating to league match play and league competition.

Membership: The Network Director and one representative from each regional or local league association.

#### The Competition Committee

Scope: Organising, managing and coordinating all forms of competition involving individuals and pairs – ladders, tournaments and new events at all levels of play, including the issue and maintenance of the rules and regulations.

Membership: The Competition Director, tournament managers/secretaries.

#### The Selection Committee

Scope: Selection of players and pairings for the senior county teams. Liasing with the Performance Director to ensure junior and youth players are given opportunities of adult county play as early as possible, whilst retaining a commitment to their natural age group.

Membership: The Team Director and Team Managers from each senior county team, plus any other suitably qualified person appointed by the Team Director.

#### The Veterans Committee

Scope: Organising, managing and coordinating all the veterans teams and competitions.

Membership: The Chairman (or such other Director with responsibility for Veterans), the Vets Tournaments Manager, Match Secretary and Age Group Captains.

- 4.2 Every committee shall include at least one member of the Board who shall normally take the chair.
- 4.3 Members of committees may be proposed by any member of the Company but shall be appointed by the Board Director with overall responsibility for the subject of that Committee. All members of committees shall be members of the Company.
- 4.4 The Company's Board shall focus primarily on the business development of the Company leaving the day-to-day, functional management to the officers and committees.

#### Meetings of the Company

- 5.1 The annual general meeting of the Company shall normally take place once a year, with at least 21 clear days' notice, including of any ordinary resolutions, such meeting shall be held no later than 3 days before the AGM of BADMINTON England Limited.
- 5.2 Extraordinary meetings called for passing a special resolution shall be called by at least 14 clear days' notice, and may be called by at least four directors or ten members of the Company whether or not those members are directors, such request being made in writing to the Company Secretary and such meetings shall be restricted to the subject specified in the notice of the meeting.
- 5.3 The quorum at a general meeting of the Company shall be ten persons entitled to vote on the business to be transacted. Voting is by majority with the chairman having a casting vote.
- 5.4 The Board of the Company shall meet at least four times per year. Any member of the Board may call a meeting at any time with fourteen clear days' notice. A quorum of the Board shall be one half

(rounded down) of the total number of members of the Board holding office at the date of the meeting.

- 5.5 Committees shall normally meet at least twice a year. All committees may make decisions in respect of matters which fall within their area of responsibility but only while a member of the Board of the Company is present. Matters that create precedents or may have an impact on the public image of the Company must be referred to the Board of the Company. All committees will develop a terms of reference for their activities and responsibilities. Committee voting is on a majority basis, with the chairman having a casting vote.
- 5.6 All meetings of the Board of the Company and the committees shall be minuted and copies of the minutes shall be provided to all directors promptly.
- 5.7 Notice of all general meetings of the Company shall be given to all members, directors and the auditor.
- 5.8 Current directors shall be appointed at the annual general meeting and retire at the next following annual general meeting. All directors shall be eligible to stand for reappointment and their nomination, and any new nominations, may be made by any member of the Company to the Company Secretary at least 30 clear days prior to the annual general meeting [to permit circulation of nomination details and annual general meeting papers to all members]. In accordance with Regulation 46 of Table A of the Companies Act, a poll may be demanded by the chairman. Nominations of new directors should contain the signed agreement of the nominee and the particulars required by the Registrar of Companies.

## Management Policies

### 6.1 Financial Year

The financial year of the Company shall end at 30<sup>th</sup> June annually.

### 6.2 Accounts and Budgets

- 6.2.1 Draft accounts shall be submitted to the annual general meeting.
- 6.2.2 Independently Examined accounts shall be registered with Companies House.
- 6.2.3 The last examined accounts of the Company will be available on the Company's website.
- 6.2.4 Budgets by director line of activity will be prepared annually for reporting to the annual general meeting and six monthly for presentation to the Board.
- 6.2.5 The Independent Examiner shall be appointed at each annual general meeting.

### 6.3 Expenses

- 6.3.1 All expenses incurred on behalf of the Company shall be evidenced by some form of receipt, paid invoice or written confirmation of payment.
- 6.3.2 All members of the Board, committees and working parties may claim travel expenses for attendance at meetings, on a scale to be decided by the Board.

### 6.4 Publications

- 6.4.1 The Board shall prepare a summary of the Company's activities and current plans every six months for distribution to its members.
- 6.4.2 The Company will make its publications available by means of its website.

### 6.5 Banking Arrangements

- 6.5.1 The Finance Director shall maintain such bank, building society or other accounts in the name of the Company as the Board shall consider reasonable.
- 6.5.2 All monies received on behalf of the Company shall be paid into the appropriate account, with the exception of cash which is used to discharge debts or liabilities of the Company and for which records and/or receipts have been maintained.
- 6.5.3 Cheques drawn upon the banking and other accounts of the Company and any other forms of withdrawal shall be signed by any two directors. Cheques for expenditure (within an approved budget) equal to or less than a limit agreed by the directors at a board meeting may be signed solely by the Finance Director.

6.6 Regulations for Competitions and Tournaments

Regulations for competitions and tournaments shall be issued by the Competition Committee.

6.7 Regulations for Exhibition Matches and Similar Functions

No Member shall hold any exhibition match or other similar function, in which the public are invited to attend, without the agreement of the Board of the Company which shall have the right to receive a percentage of any profit made.

6.8 Company Branding and Playing Colours

6.8.1 The Company shall have a company logo and branding with a dominant colour which should appear on its stationery, team kit and awards. Use of the Company's logo or branding by any member requires the approval of the Company Secretary.

6.8.2 The standards and criteria for awards will be proposed by the Performance, Competition and Team Directors and agreed by the Board.

6.8.3 Awards will generally be presented at the annual general meeting of the Company.

6.9 Health and Safety

6.9.1 Accidents and injuries at any of the premises or activities of the Company shall be reported to the Board and the Company Secretary shall maintain a detailed record of such occurrences.

6.9.2 A documented Coaching Policy will be issued to which all coaches will be subject, dealing with such issues as safety within facilities used by the Company, requirements of coaches and the welfare of players.

6.10 Child Protection and Equal Opportunities

The Company shall have a Child Protection Policy with appropriate reporting procedures and a responsible Officer. The Company shall also have an Equal Opportunities Policy.

6.11 Insurance

The Company shall have Badminton Association of England public liability insurance at all times.

6.12 Discipline, Conduct and Grievances

The Disciplinary Panel of KBL shall comprise the Chairman, the Company Secretary and the Child Protection Officer or such other persons as shall be appointed by the Board.

The Panel will consider all matters of discipline, conduct and grievance in a manner consistent with the Disciplinary & Grievance Procedures of the Badminton Association of England.

Appeals from matters raised within the KBL Disciplinary Panel shall be to a Panel comprised of three members of the Board, and a Chairman with appropriate skills (e.g., Solicitor or Magistrate) from outside the Company. No member may sit on an appeal where that person has been associated with the complaint or conduct being considered.