

ENGLAND BOXING - REGIONAL ASSOCIATION TEMPLATE

CONSTITUTION

1. Name

The Association shall be called XXXXXX region Boxing Association (hereinafter called the “region”).

2. Vision and Mission Statement

Vision -To provide boxing opportunities for all in XXXXXX region.

Mission - Promote Boxing for all ages and ability in xxxxxx region, and respect the rights, dignity and worth of all people involved in Boxing, regardless of any protected characteristic (age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex, and sexual orientation). Growing the sport by making the England Boxing pathways in performance, officiating and coaching easily accessible and supporting member clubs and individual members to provide Boxing opportunities to the grassroots of amateur boxing.

3. Objects

- 3.1. As an autonomous body, to adopt and abide by all regulations, policies and procedures formulated by England Boxing as applicable to members of England Boxing.
- 3.2. To co-ordinate, within the national strategic framework, the implementation and monitoring of the regional Plan and any associated and aligned constituent club Plans.
- 3.3. To promote the sport of Boxing and encourage and enable the growth and development of the sport within the region, acting as an advocate for the sport.
- 3.4. To organise and deliver regional rounds of competitions and events in support of the England Boxing National Championships C Events, including – but not limited to – the National Amateur Championships; National Schools Championships; National Youth Championships; National Junior Championships; National Development Championships
- 3.5. To generally promote the delivery of Boxing within the region in a safe, equitable and inclusive manner.
- 3.6. To nominate representatives from the region to serve on committees and advisory groups as and when relevant, following the appropriate processes and procedures outlined by England Boxing
- 3.7. To ensure robust governance procedures and high operational standards are in place at regional level to enable the needs of our members to be met.
- 3.8. To raise funds through legitimate and accepted means. For clarity, Regional Associations are not permitted to charge England Boxing member clubs or individual members duplicate or similar fees to those that are already centrally charged and administrated by England Boxing. These include – but are not limited to – the following: membership fees; championship entry fees; gym inspection fees; licensing fees for shows and events; or

any other such fees that may be reasonably perceived to reflect any of these or are already charged and by England Boxing to its members. England Boxing will charge these payments to its member clubs and individual members directly, and award funding to Regional Associations on a bi-annual basis in support of their recognised operations in accordance with the Regional Expenses Regulations.

- 3.9. To operate bank account(s)/investments in the name of the region; manage regional resources in an effective and efficient manner whilst overseeing the achievement of targeted annual objectives.
- 3.10. To provide leadership, support and guidance to club and individual members of the region. Promote and uphold the sport's core values of teamwork, respect, enjoyment, achievement and fun.
- 3.11. To do all such other lawful things as are considered by England Boxing and its members to further the interests of the region or to be incidental or conducive to the attainment of the above objects or any of them.

4. Jurisdiction and Membership

- 4.1. The Regional Association shall operate in accordance with the England Boxing [Regional Associations Policy](#) at all times.
- 4.2. The region shall comprise the geographical area of the Boxing Counties of xxxxxx (hereinafter called the "regional Boundaries").
- 4.3. Clubs from outside of this geographical area shall only be permitted to request affiliation to the Regional Association in accordance with England Boxing's Club Membership Policy
- 4.4. Upon payment of the annual regional membership fee, the members of the region shall be:
 - Voting Members:
 - 4.4.1. Each England Boxing registered member club situated within the regional boundaries and any others approved in accordance with clause 4.3
 - Non-Voting Members:
 - 4.4.2. All individuals that are members of a club within the region.
 - 4.4.3. regional Honorary Life Members
- 4.5. The Regional Management Board (RMB) may confer regional Honorary Life Membership on any person who has given special or outstanding service to the region.
- 4.6. This Constitution is the governing document of the region and applies to all members of the region and provides the legal framework for the RMB, its Technical Support Groups, Working Groups and the Members of England Boxing who are located within the region.

5. Regional Management Board

- 5.1. The RMB shall have the power to do all other things necessary to achieve the objects and is responsible for the management of the day-to-day business of the region.
- 5.2. Only one individual can hold one elected or appointed position at any given time.
- 5.3. No more than one person from the same club can hold one elected or appointed position during the same term. For clarity, only one person from the same club can hold one

elected position, and only one other person from the same club can hold an appointed position at the same time.

5.4. The RMB shall comprise of the following voting members (Elected and Appointed members on an RMB must be members of different clubs):

Elected Members

- President
- Treasurer
- Secretary
- Registrar

Appointed Members

- Officials' Appointment Secretary
- Regional Welfare Officer

5.4.1 The roles of Secretary and Registrar may be combined and held by the same individual, subject to approval by the members at an Annual General Meeting. Where these roles are combined, an additional elected RMB member shall be elected at the AGM to ensure that the RMB continues to comprise a minimum of six (6) voting members. This role shall not carry a specific officer portfolio. Where the roles of Secretary and Registrar are combined, the individual holding those roles shall be entitled to one vote only on the RMB.

5.5 The RMB shall also include the following non-voting members (A maximum of 2 EB Honorary Life Members and 2 Regional Honorary Life Members can sit on an RMB at any given time)

- EB Honorary Life Member
- Regional Honorary Life Member

5.6 All elected and appointed members of the RMB must be registered and active individual members of England Boxing at their time of election or appointment and for the entirety of their term in office. Elected and appointed members should be nominated via an England Boxing member club within the region.

5.7 Anyone who has a commercial relationship with clubs or persons within the region, e.g. supply or rental of equipment, or the provision of professional services, shall be deemed to have a conflict of interest and is therefore ineligible to stand for either the elected or appointed positions within the region.

5.8 All elected and appointed members of the RMB are required to complete annual training C development as directed by England Boxing.

5.9 All elected and appointed persons on the RMB are to be unrelated to one another, unless the role being covered is on an interim basis in accordance with clause 5.12 and 5.13 below

5.10 All elected persons on the RMB may serve for a term of two years and must offer themselves for re-election at the AGM at the end that term.

5.11 Elected persons may only serve for a maximum of two consecutive terms of two years. For avoidance of doubt, any person may only serve in an elected position for the maximum term outlined above. Elected persons are not able to renew their term upon starting a new elected or appointed role.

5.12 Appointed persons shall be appointed by the RMB for a two-year term and that they serve

for a maximum of four consecutive terms of two years,

5.13 Members of the region 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 region, for up to the specified number of elected persons on the RMB (see section 5.2).

5.14 Any member club of the region (as defined in 4.3 above) may nominate person(s) to be an elected person of the RMB, and such nominations should be seconded by a further member club of the region. Completed nominations must be signed by the nominee indicating consent to their nomination. A member club of the region may nominate only one candidate for each vacant post. All nominations should be accompanied by a Curriculum Vitae (CV) highlighting appropriate experience and suitability for the role. Recruitment to the RMB through either election or appointment will be made against the skills required to deliver the vision, mission and objects and identified in the relevant role description for that role.

5.15 Nomination forms will be circulated to member clubs of the region by the Regional Secretary. England Boxing reserve the right to decline any member's nomination to stand for election. Elections will be by a simple majority vote at the AGM.

5.15.1 The RMB may fill any vacancies that occur during the year in partnership with England Boxing via the Membership C Volunteer Manager.

5.15.2 If this involves filling an elected position, then it will be on an interim basis only, and that person must offer themselves for re-election at the next Annual General Meeting following their appointment.

5.16 A person will no longer be a member of the RMB and the position shall be vacated if she/he:

5.16.1 resigns the post by giving notice to the RMB; or

5.16.2 is absent for more than two consecutive RMB meetings, without justifiable reason being accepted by the other members of the RMB and the RMB resolve that her/his position be vacated; or

5.16.3 is required to resign by a majority vote of all other persons on the RMB; or

5.16.4 becomes incapable, by reason of mental disorder, illness or injury, of managing her/his own affairs; or

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

5.16.6 discloses an unspent conviction or is found to have a conviction (excluding minor motoring offences) for fraud, dishonesty, or theft. The RMB reserve the right to make a decision based on the justifiably perceived reputational risk to the region.

5.16.7 Is removed from their post by England Boxing.

5.17 The RMB shall meet not less than three times a year on dates determined by the RMB members. A quorum shall be a simple majority of voting members of the RMB. The dates, venue and start times of meetings shall be determined by the RMB collectively.

5.18 The President is responsible for ensuring RMB members receive accurate, timely and clear information.

- 5.19 The President shall chair all meetings of the RMB. In the absence of the Chair, the RMB members present at the meeting will appoint the Vice-Chair to chair the meeting. If both parties are not available, one of the other members present may chair the meeting.
- 5.20 The RMB, collectively, may invite other people, including representatives of England Boxing and the regional franchises, to attend and speak at RMB 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.
- 5.21 Subject to the over-riding principle of one person one vote, each voting member present at a meeting of the RMB shall have one vote. A matter will be carried if supported by a simple majority of the RMB voting members present. In the event of equal votes, the Chair shall have a (further) casting vote.
- 5.22 RMB 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.
- 5.23 Any RMB 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 RMB on the matter under consideration.
- 5.24 The minutes of meetings of the RMB will be taken by the Secretary in accordance with EB's Recording Minutes Guidelines, or in their absence, the Chair will appoint a member of the RMB to cover this role.
- 5.25 No minutes of meetings or copies of correspondence shall be passed to a third party without the prior permission of the Chair of the RMB.
- 5.26 The RMB shall establish Technical Support Groups (TSG) and Working Groups (WG) to assist and advise the RMB, on such terms of reference and with such powers as the RMB thinks fit, from time to time. The RMB shall determine their membership and Terms of Reference and bi-annually designate the Chair of each TSG and annually designate the Chair of each WG.
- 5.27 The RMB 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.
- 5.28 The RMB may from time-to-time delegate certain areas of responsibility to a person who may or may not be a member of the RMB and/or to TSG/WG. The RMB may also appoint authorised intermediaries for the purposes of assisting with bookkeeping and other forms of administration, on such conditions as the RMB may determine, and may at any time remove such appointment.
- 5.29 Members of the RMB/TSGs/WGs shall act in an honest and ethical manner and shall discharge their duties:
- 5.29.1 in good faith
 - 5.29.2 with the care an ordinary prudent person in a like position would exercise under similar circumstances; and

- 5.29.3 in a manner that they reasonably believe to be in the best interests of the region in keeping with the values of the sport mentioned above.
- 5.29.4 Members of the RMB, its TSGs/WGs and any person duly appointed by the RMB to act with its authority shall be reimbursed by the region, in accordance with rates set out in the region'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 RMB.

6 Role and Powers of the Regional Management Board

6.1 The RMB has the following authority, powers and principal roles:

- 6.1.1 Make key decisions relating to strategy, policy, finance and business management so that the objects set out in clause 3 above can be achieved
- 6.1.2 Propose amendments to regional projects and processes for consideration by the members at the AGM
- 6.1.3 Create an environment conducive to high achievements
- 6.1.4 Set the region's values and standards, protecting the future of the region and ensuring it operates in a compliant and ethical way
- 6.1.5 Establish policy and oversee its implementation in a safe, equitable and inclusive manner
- 6.1.6 Be responsible for the management of the affairs and for the success of the region
- 6.1.7 Implement an organised approach to succession planning for the RMB and each TSG/WG so as to ensure an appropriate level of stability and continuity of the region
- 6.1.8 Make, vary and revoke regulations, procedures, codes of behaviour, terms of reference, standing orders and byelaws for the better administration of the region in-line with England Boxing's policies and guidance from the Membership Department
- 6.1.9 Adopt those rules, regulations, policies and resolutions of England Boxing as applicable to members of England Boxing including – but not limited to – the Regional Disciplinary Code.

6.2 The members of RMB shall, on a joint and several basis:

- 6.2.1 ensure that the region complies with the terms of any contract with a third party; and
- 6.2.2 indemnify any member of the RMB who enters into a contract under 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.

6.2.3 Engage with Sport England and Active Partnerships in the promotion and delivery of effective safeguarding practices

- 6.3 The region will provide direction, support and guidance to its constituent TSG's / WG's , to ensure that the overall policies and strategies for the development of the sport are communicated consistently and effectively to regional partners and that any additional funding opportunities within the region are identified, secured and used in line with regional priorities and the aims of this constitution.
- 6.4 The RMB has the power to make, amend or revoke Bye-Laws and Regulations of the region and such Bye-Laws and Regulations, and all changes thereto, shall not be effective until the earlier of: i. the date of approval at a General Meeting of the region; or ii. one month after the passing of an appropriate resolution by the RMB.
- 6.5 Any action that may be taken by the RMB at a meeting may also be taken by a resolution consented to in writing or email by a simple majority of the RMB members provided that a copy of the resolution is sent to all voting members of the RMB.
- 6.6 Where a resolution has been circulated to an RMB member pursuant to clause 6.5 above and has not been received back by the regional Co-ordinator within 21 days of being sent out, that RMB member will be deemed to have approved the resolution.
- 6.7 Members of the RMB 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.
- 6.8 Any resolutions agreed by the RMB must be documented in the official minutes of RMB meetings and circulated to regional members and England Boxing Member C Volunteer Manager within 7 days of their passing. Any such resolutions must be permanently published on the regional website and/or social media pages for member clubs to view.

7 GENERAL MEETINGS OF THE REGION

- 7.1 The Annual General Meeting (AGM) shall be held before xxxxxx in each year. The RMB shall determine the date of the Annual General Meeting and formal notification will be posted 90 days in advance of the date of such meeting which will be deemed notice to all members. In addition, at least 90 days in advance of the set date the RMB will advise all members listed in clause 4.4.1 above as well as the England Boxing Member C Volunteer Manager. This notice shall include details of how members can make nominations and proposals in preparation for the AGM.
- 7.2 All nominations and proposals must be received by the RMB and forwarded to the England Boxing Member C Volunteer Manager at least 60 days prior to the date of the AGM.
- 7.3 Formal Notice of the AGM together with a copy of the Agenda, together with all proposals and details of nominations for office, shall be circulated in writing not less than 30 days prior to the date of such a meeting, to each member of the RMB and members listed in

4.4.1 above as well as the England Boxing Member C Volunteer Manager. The notice shall give details of the time, date, location and format 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. For the purposes of this clause, format can mean physical, hybrid or virtual meeting.

- 7.4 England Boxing members who are members of the region are entitled to receive notice and attend all General Meetings.
- 7.5 All General Meetings are to be chaired by the President, or, in his/her absence, by the Secretary. If the Secretary is not present, then the Chair of the meeting shall be a current RMB member elected from those present at the meeting.
- 7.6 Business to be transacted at the Annual General Meeting shall be;
 - 7.6.1 To approve the minutes of the previous year's AGM
 - 7.6.2 To receive the annual report of the RMB
 - 7.6.3 To adopt an independently audited Statement of Accounts produced by an external and suitably qualified individual
 - 7.6.4 To elect Members of the Board as appropriate
 - 7.6.5 To consider any proposed resolutions submitted in writing 60 days before the date of the General Meeting, which has been proposed and seconded by two member clubs of the region entitled to vote at General Meetings
 - 7.6.6 Consider any proposed amendments to this Constitution put forward by the RMB or any voting member of the region (as defined in 4.3 above)
 - 7.6.7 Any member who might struggle to comply with 7.6.5 should be afforded reasonable adjustments and support by the Region to ensure that their proposed resolutions can be submitted within the 60-day window as required
- 7.7 No club or person attending shall be permitted to more than one individual vote. Each member club shall be entitled to one voting member. Additional members of that club shall be entitled to attend but will not be entitled to vote.
- 7.8 In the event of a tied vote, the Chair shall hold a casting vote
- 7.9 A (Special) General Meeting may be requested at any time:
 - 7.9.1 Upon the written request from 20% of the member clubs 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
 - 7.9.2 By order of the RMB; Such a meeting shall be called by the regional secretary within 60 days from the order or request being received.
 - 7.9.3 Any such resolutions are to be sent to member clubs and the England Boxing Membership C Volunteer Manager within 60 days of the Special General Meeting
- 7.10 A quorum of a General Meeting shall be 20% of the voting member clubs. Except as provided in 7.11, no person shall be permitted to cast more than one vote and no proxy voting is allowed.

- 7.11 At General Meetings all resolutions, except changes to the Constitution, shall be passed by simple majority of those present and entitled to vote. Notwithstanding 4.3.4 and 7.4, in the event of a tie of votes cast, the Chair of the Meeting shall have a second and/or casting vote. No alteration or addition to the Constitution shall be made except by special resolution passed at a General Meeting – including Special General Meetings – by unanimous votes cast.
- 7.12 The minutes of all general meetings will be taken by the Secretary, or in their absence, the Chair will appoint a member of the RMB to cover this role.

8 NOTICES

- 8.1 Any notice, document, or information to be given, sent supplied or delivered to or by any person or member shall be in writing 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 the electronic communication was sent.
- 8.2 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.

G ACCOUNTING RECORDS AND RMB RESPONSIBILITIES

- 9.1 The RMB shall cause accurate accounting records for the region 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 of the Association ends on xxxxxx.
- 9.2 The RMB 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 region and of the surplus or deficit of the region for that period.
- 9.3 In preparing the annual accounts, the RMB are required to:
- 9.3.1 select suitable accounting policies and apply them consistently;
 - 9.3.2 make judgments and accounting estimates that are reasonable and prudent; and
 - 9.3.3 prepare the accounts on the going concern basis unless it is inappropriate to presume that the region will continue in business.
- 9.4 The accounting records shall be kept at a secure place as is determined by the RMB and must be retained for a minimum period of six years.
- 9.5 The annual accounts shall be scrutinised by an Independent Auditor, appointed by the RMB, who has the requisite ability and experience to carry out a competent financial examination.

- 9.6 The RMB shall determine and be responsible for all financial procedures and regulations, in accordance with the Expenses Regulations.
- 9.7 The RMB are also responsible for safeguarding the assets of the region and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.
- 9.8 The region 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 region shall not be paid to or distributed among members of the RMB, with the exception of the dissolution clause below. Payments to individuals, other than petty cash expenses, shall be sanctioned by the RMB and subject to the appropriate employment/contractual legislation.
- 9.9 The region shall hold no less than 3 months expenditure in reserves, and no more than 6 months expenditure in reserves at any given time. Monthly expenditure is to be determined by the average monthly expenditure of the previous financial year's accounts.
- 9.10 The accounts of the region are to be held in a bank account in the name of the Regional Association "XXXXXX" with at least two unrelated signatories from the RMB, the primary of which is to be the Treasurer. For clarity, the signatories must not be in a committed relationship or cohabiting whilst performing the duties of that role.
- 9.11 The region 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:
- 9.11.1 Any property of the region, other than cash at the bank, must be vested in not more than three members of the RMB. These members of the RMB must deal with the property/asset as directed by resolution of the RMB and entry in the minutes shall be conclusive evidence of such a resolution.
 - 9.11.2 The property/asset will remain vested in three or less members of the RMB until the individuals are no longer members of the RMB, at which point the transfer will be endorsed by resolution of the RMB and the individual will be responsible for transferring title.
- 9.12 Members of the RMB should not undertake any paid work for the Regional Association that might represent a conflict of interest. The guidance for [charitable trustees](#) should be followed wherever relevant.

10 INDEMNITY

- 10.1 Elected Members of the RMB as outlined in clause 5.4 shall be paid an annual honorarium by England Boxing to cover 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.

- 10.1.1 Any such honorarium shall be paid in accordance with the Regional Expenses Regulations published by England Boxing.
 - 10.1.2 For clarity, member clubs may opt – at their discretion and by way of resolution at a General Meeting – to pay an additional honorarium to the members of the RMB that is in-line with the Expenses Regulations published by England Boxing
- 10.2 Members of the TSGs and WGs are permitted to be indemnified out of the assets of the region 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 RMB.
 - 10.2.1 Any such expenses shall be paid in accordance with the Regional Expenses Regulations published by England Boxing.
 - 10.2.2 For clarity, any members of the RMB who otherwise additionally sit on a TSG or WG are not permitted to receive any additional reimbursement beyond that which is outlined in the Regional Expenses Regulations.
- 10.3 The indemnity in clause 10.1 C 10.2 above only applies if the person acted honestly and in good faith and in the best interests of the region. Also, in the case of criminal proceedings, the person must have had no reasonable cause to believe that her/his conduct was unlawful.

11 DISPUTE RESOLUTION

- 11.1 If a dispute should arise, every attempt should be made to resolve this issue at a local level. When both parties (the RMB C the complainant) are unable to resolve between themselves then the dispute shall be referred to the England Boxing Membership C Volunteer Manager and/or the England Boxing Compliance Manager.

12 DISCIPLINARY POWERS, PROCEDURES AND APPEALS

- 12.1 The region adopts the England Boxing Regional Disciplinary Code which shall apply to and bind all members of the region and all persons and entities participating in any way in activities controlled and/or sanctioned by the region. All policies can be found [here](#).

13 DISSOLUTION

- 13.1 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 region or of some organisation with kindred aims, which further and develop amateur boxing

- 13.2 In the event of dissolution where there are funds remaining after satisfying all the debts and liabilities, the RMB can nominate to distribute the funds to:
- 13.2.1 England Boxing for the benefit of member clubs within the region in line with the objects detailed in the regional Constitution
 - 13.2.2 Member clubs within the Regional Association
- 13.3 RMB 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 RMB are responsible for absolving those debts and liabilities. These debts and liabilities may be divided equally between RMB members at the time of dissolution but remain joint and several.

14 GOVERNING LAW AND JURISDICTION

- 14.1 This Constitution 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.