

# Shoreham Sailing Club



## Constitution

223 Harbour Way, Shoreham-by-sea, West Sussex, BN43 5HZ

### 1 Name

The name of the unincorporated members club shall be the Shoreham Sailing Club, hereinafter referred to in these Rules as the "Club".

### 2 Objects

The object for which the Club is formed is to promote and facilitate the sport of dinghy racing and also to promote social events for members as may be from time to time determined.

The Club is to be a non profit making organization and under its constitution any surplus or gains arising from whatever source are to be reinvested in the Club. No distribution of cash or assets to members or third parties is permitted, other than donations to Charities or registered Community Amateur Sports Clubs (CASCs).

Membership of the Club is open to all the community and without discrimination on the grounds of ethnicity, nationality, sexual orientation, religious beliefs or disability, except as a necessary consequence of the requirements of dinghy sailing in the location of Shoreham Harbour.

### 3 Membership

#### i) Qualifications

There shall be the following categories of members:

- a) **Honorary members** – who shall be deemed to be single or family members as appropriate for such a period, as a general meeting shall determine.
- b) **Single members** – who are aged over 21 on 1<sup>st</sup> January and who do not fall into any other membership category.
- c) **Family membership** – is open to a single member, the spouse or partner, and their children who have not attained 14 years of age on the 1<sup>st</sup> January.
- d) **Cadet members** – who shall be sponsored by a single, family or associate member and have attained 14 but not 17 years of age on the 1<sup>st</sup> January.
- e) **Young Person or Student members** – who shall be young persons who have attained the age of 17 but not 21 years of age on the 1<sup>st</sup> January and Students in full time study at a recognised academic institution who have attained 17 years of age.
- f) **Associate members** – who shall not exceed 40% of the total membership and who shall be persons interested in sailing but who do not sail at the Club.
- g) **Affiliate membership** – is open to any members of an approved organisation and subject to compliance of special rules deemed appropriate by the Committee.
- h) **Temporary Members** – Any person who is a member of another recognised RYA Sailing Club may become a temporary member for up to 7 days at a time (e.g. Sunday to Saturday inclusive), up to four times per year, and may sail at the Club provided:
  - 1) they are sponsored by a Committee Member
  - 2) they agree to be bound by all the rules of the Club
  - 3) they sign in the Visitors Book held in the Clubhouse.

#### ii) Voting Rights

The following members are entitled to one vote each at general meetings, provided that all subscriptions are fully paid: Honorary members, Single members and single member plus spouse or partner of Family memberships.

#### iii) Election of Members

Every candidate for membership (except Temporary members which have separate conditions specified above), must complete an application form and submit to the Membership Secretary. The Committee shall then consider the Application Form and if approved by a simple majority of those present and voting, the candidate shall be elected. No reason shall be given to any candidate in the event of his rejection.

**iv) Addresses of Members and Notices**

Periodically each member shall inform the Membership Secretary of his address, and any notices required by these Rules to members may be given by prepaid letter addressed to the member at the last address which they have furnished to the Membership Secretary and shall be deemed to have been delivered in the due course of post.

**v) Compliance with Rules and Expulsion**

Every member on joining the Club impliedly undertakes to abide by these Rules and any additional Rules and Bylaws made by the Committee. The Committee shall have power to expel any member for conduct injurious to the Club and shall be entitled to retain the unexpired balance of the subscription of any member so expelled. The Committee shall also have the power to take any other disciplinary action that they consider to be in the best interest of the Club. The power to expel or take any disciplinary action shall be exercised bona fide with proper cause and in accordance with the rules of natural justice. Before expelling a member, the Committee shall call upon such member for a written explanation of the Member's conduct and shall give the member full opportunity of making explanation to the Committee, or of resigning. A resolution to expel a member shall be carried by a simple majority by those officers of the Committee present and voting on the resolution.

**vi) Consent to Data Protection Act**

Membership of the Club and acceptance of these Rules by the member will be deemed to constitute consent to the holding of relevant personal data for the purposes of the Data Protection Act 1984.

**vii) Members' Property**

Members are responsible for their private property while on Club premises or grounds and may not claim against the Club or the Committee for any loss or damage there to, whether caused by negligence by any member of the Club or otherwise. In the event of any member (including any member expelled from the Club) leaving any property including a boat on the Club premises or grounds, the member may be given notice as provided by these Rules to remove the said property, and failing compliance with such a request, the Committee may proceed to dispose of such property, in accordance with Section 12 (iii) of these Rules.

**viii) Bills**

Members must pay their bills before they leave the Club.

**ix) Duties**

Members shall undertake duties allocated by the Committee. Such duties shall include Race Officer, Assistant Race Officer, Support Boat crew and others. Repeated failure to carry out these duties may render the member liable to expulsion from the Club.

**4 Fees**

**i) Joining Fees**

There shall be joining fees for each single member, first member of family membership, associate and young person or student member. Cadet and Honorary members are exempt from joining fees. Such joining fees will be proposed by the Committee for ratification at the AGM.

Joining fees for Affiliates may be charged but are subject to special rules deemed appropriate by the Committee. Joining fees become due on election to the Club.

**ii) Subscriptions**

**a)** The Committee shall propose subscriptions for ratification by the members at the AGM.

**b)** Subscriptions shall be due on or before 1<sup>st</sup> January. Any person wishing to withdraw from the Club shall give notice in writing to the Membership Secretary before this date.

**c)** The committee is empowered to give discounts to members for prompt payment of subscriptions and fees.

**d)** Any member whose subscription is not paid by 31<sup>st</sup> March will be deemed to have resigned from the Club and must apply for re-election, in which case that person shall be liable to pay the appropriate entrance fee above.

**e)** Temporary Membership fees are payable prior to the temporary member taking up the privileges of the Club.

**iii) Boat Fees**

The Committee shall propose boat fees for ratification by the members at the AGM.

**5 Officers**

**i) Election**

Officers shall be elected at the annual general meeting in each year and shall hold office for one year, retiring at the termination of the Annual General Meeting in each year. No member shall be nominated for election to such office at the annual meeting unless notice of such nomination shall have been submitted to the Honorary Secretary not less than 14 days prior to the annual meeting provided always that this provision shall not apply to nominations made by the Committee.

**ii) Club Officers**

There shall be a Chairman, a Vice Chairman, a Treasurer, an Honorary Secretary, a Sailing Secretary, a Membership Secretary, the Fleet Captains and upto four other members, all of whom shall be elected from the members at the Annual General Meeting in each year and shall respectively be eligible for re-

election. The Chairman may not serve more than four consecutive years. Vacancies arising during the year may be filled by the Committee co-opting any member.

## **6 General Meetings**

### **i) Annual General Meeting**

The Annual General Meeting of the Club shall be held on a date agreed by the Committee, but the interval between such meetings shall not be less than 8 or more than 14 months. The date of the meeting is to be notified to members at least 30 days prior to the meeting, and the Honorary Secretary shall give each member not less than 14 days notice of the Agenda, the time, and place of the meeting. Twenty-one days notice shall be given to the Honorary Secretary of any business to be discussed at the meeting.

### **ii) Special Meetings**

Require not less than 21 days notice in writing (stating the object of the meeting) and shall be given to each member by the Honorary Secretary. Special Meetings may be called at any time by a decision of the Committee, and must be called by the Honorary Secretary within two months after receipt of a requisition in writing (stating the object of the meeting) signed by not less than 20 members.

iii) The accidental omission or failure to give notice to any member or the non-receipt of any such notice shall not of itself invalidate proceedings at any general meeting.

### **iv) Quorum**

The quorum at any general meeting shall be 25. If no quorum is present at a duly convened meeting, a second meeting may be convened within two months and not prior to four weeks, and should no Quorum then be in attendance, the Chairman may declare the meeting to be valid, provided the Trustees have been notified in advance and agree.

## **7 Conduct of General Meetings**

### **i) Voting**

At general meetings by those eligible under Section 3 (ii) will be by the show of hands or secret ballot at the discretion of the Chairman. The Chairman shall take the chair at the annual and other general meetings and in his absence the Vice Chairman shall take his place; if neither the Chairman nor Vice Chairman is present the members attending shall before other business elect a chairman for that meeting from among their number. The Chairman or Acting Chairman of the meeting will have a casting vote in case of a tied vote.

### **ii) Auditor**

At the Annual General Meeting a member or other person shall be appointed as Auditor whose duty it shall be to audit the accounts of the Club for the current year. In the event that they are unwilling to act, the Committee shall appoint a substitute to hold office until the next annual meeting.

### **iii) Accounts**

A copy of the audited accounts shall be prominently displayed in the Club premises for at least 14 days prior to the Annual General meeting. Annual accounts will be made up to 30<sup>th</sup> September each year, unless otherwise agreed by the Committee.

## **8 Trustees**

i) There shall be at least three Trustees of the Club who shall be appointed from time to time as necessary by the Committee from among single, family or Honorary members who are willing to be so appointed. A Trustee shall hold office during their lifetime until they shall resign, by notice in writing given to the Committee, or until a resolution removing them from office shall be passed at a meeting of the Committee by a majority comprising two thirds of the members present and entitled to vote.

ii) All property of the Club including land and investments, shall be held by the Trustees for the time being, in their own names so far as is necessary and practicable, on trust for the use and benefit of the Club. On the death, resignation or removal from office of a Trustee, the Committee shall appoint a new Trustee in his place and shall as soon as possible thereafter take all lawful and practical steps to procure the vesting of all Club property into the names of the Trustees as constituted after such appointment.

iii) The Trustees shall in all respects act, in regard to any property of the Club held by them, in accordance with the directions of the Committee; and shall have power to sell, lease, mortgage or pledge any Club property so held for the purpose of raising or borrowing money for the benefit of the Club in compliance with the Committee's directions, but no purchaser, lessee or mortgagee shall be concerned to enquire whether any such direction has been given.

iv) The Trustees shall be effectively indemnified by the Committee out of the assets of the Club from and against any liability costs, expenses and payments whatsoever which may be properly incurred or made by them in the exercise of the duties or in relation to any property of the Club vested in them, or in relation to any legal proceedings, or which otherwise relate directly or indirectly to the performance of the functions of a Trustee of the Club.

## **9 Committee**

i) The Committee shall consist of the officers of the Club.

ii) Committee meetings will normally be called by the Chairman or in his absence by the Vice-Chairman, on giving of not less than 14 days notice. In exceptional circumstances where, in the opinion of the Chairman, an urgent matter requires to be resolved, the Chairman may act with the agreement of not

less than three other committee members (two of whom must include either the Vice chairman, the Treasurer, the Honorary Secretary, the Sailing Secretary and/or the Membership Secretary) without due notice being given. Any such decisions must be disclosed to the next available Committee Meeting, which shall not be delayed, more than 21 days after the decision was taken.

- iii) The quorum at a Committee meeting shall be 4 members and such quorum shall be entitled to exercise all power herein or in the Rules, which shall be given the Committee. Save as otherwise provided, the Committee shall act by simple majority decision. Each member of the Committee present shall have a vote, including the Chairman, who in the event of a tie shall have a second or casting vote.
- iv) The Chairman or in his absence the Vice-Chairman shall take the chair at all Committee meetings. In the absence of either of the above, the Committee may appoint one of their numbers to act as Chairman for the meeting.
- v) The Committee shall manage the affairs of the Club according to the Rules and shall apply all funds to the objects of the Club and shall make such byelaws, rules and resolutions, as they think fit as to the management of the Club or its premises. The Committee, or Honorary Secretary as agent for the Club and its members, shall enter into contracts only so far as they are expressly authorised, or authorised by implication from these Rules. Neither the Committee nor the Honorary Secretary shall without the express authority of the membership, pledge the credit of the membership beyond the subscription payable by the membership in the year the commitment is being made.
- vi) A member of the Committee, and the Honorary Secretary or Treasurer, in transacting business for the Club, shall disclose to third parties that they are so acting.
- vii) In pursuance of the authority vested in the Committee by members of the Club, members of the Committee are entitled to be indemnified by the Club against any liabilities properly incurred by them or the Honorary Secretary on behalf of the Club wherever the contract is of a duly authorised nature or could reasonably be assumed to be of a duly authorised nature and entered into on behalf of the Club. The limit of a member's indemnity in this respect shall be a sum equal to one year's subscription at the then current rate unless the Committee has been authorised otherwise by a general meeting of members called under Section 6 above.
- viii) It shall be the responsibility of the Honorary Treasurer to keep a complete and accurate record of the Club's finances.
- ix) The Committee shall control the banking and investment of funds of the Club. The Committee shall appoint not more than three Committee members to be joint signatories with the Treasurer in respect of the financial arrangements of the Club. All cheques, commitments and other documents involving amounts exceeding a threshold defined in the Club's financial code of practice, shall be signed by two of the above, but the Honorary Treasurer is empowered to sign as single signatory cheques up to this amount or such other amount as may from time to time be approved by the Committee.
- x) Save in respect of its powers of expulsion, the Committee shall have the power to appoint and act by subcommittees, which may include members of the Club in addition to members of the Committee.
- xi) Minutes of Committee meetings shall be circulated to the committee officers, the Trustees and also posted on the member's area of the club's website.

#### **10 Supply of Intoxicating Liquor**

- i) The purchase for the Club and the supply by the Club of intoxicating liquor shall be exclusively controlled by general meeting, or by the Committee or by a special committee.
- ii) Intoxicating liquor may only be sold to or for consumption on the premises, by persons over the age of 18, who are entitled to the use of the premises of the Club in pursuance of these Rules. No minor may purchase or attempt to purchase intoxicating liquor within the Club premises.
- iii) The supply of alcoholic liquor in the Club will be permitted during the hours specified on the licence, which is displayed at the clubhouse.
- iv) No children under the age of 14 years are allowed in the bar.

#### **11 Miscellaneous**

##### **i) Guests**

Members may introduce and entertain guests at the Club, provided both they and the guest sign in the Visitors Book, which is held in the Clubhouse. The introducing member shall be responsible for their guest strictly observing the Club's rules and regulations and must not leave the Club premises before their guest. Guests bringing their own boat into the club must apply to be Temporary members as described above. No person whose membership has been rejected under Sections 3 (iii) or 3 (v) shall at any time be introduced as a guest. The same guest may not be introduced (whoever is the introducing member) more than four times in any one year unless they are a candidate for election to the Club.

##### **ii) Property**

No property belonging to the Club shall be removed from the premises without the prior permission from a Club Officer.

##### **iii) Use of premises**

This shall be restricted to members and their visitors as defined below.

##### **iv) Opening Hours**

From 08:00 to 24:00 the Club shall be opened and prepared to receive members, but these hours shall be lengthened or shortened at the discretion of the Committee.

**v) Complaints**

Complaints of any nature relating to the management of the Club shall be addressed to the Honorary Secretary. The conduct of staff shall in no instance be a matter of personal reprimand by any member. Any complaint against staff shall be made in writing to the Honorary Secretary.

**vi) Animals**

Members may not allow animals into the clubhouse. Members may only allow animals on the Club grounds provided their animal is adequately secured and under the immediate and complete control of the Member at all times.

**vii) Wet Sailing Clothing**

Wet sailing clothing shall not be worn in the clubroom or bar.

**viii) Car Parking**

There will be no car parking in the club grounds at times when there are organised events with the exception of galley/catering and bar deliveries. Members may only bring cars onto the Club paths in order to set down or pick up boat trailers and equipment, and in all cases the cars must be removed as soon as possible to the car park.

**ix) Burgee**

The Burgee and distinctive articles of dress shall be approved by the Committee.

**12 Boat Space**

**i) Boat space allocation**

The allocation of space in the dinghy park is at all times at the absolute discretion of the Committee, who may on reasonable notice in addition to their powers under Section 3 (vii) require any member to remove his boat from the space allocated to him.

**ii) Boat Trailers**

No unloaded boat trailers are to be left on the Club premises other than on the dinghy space allocated to the member.

**iii) Abandoned boats, Trailers etc.**

If at any time Boat fees and/or membership fees shall be three or more months overdue:-

- a) The Committee shall be entitled to move the boat to any other part of the premises without being liable for any loss or damage to the boat or equipment so moved, and
- b) On the giving of one month's notice in writing to the member, or former member at his last address shown in the register of members, the Committee shall be entitled either a) to sell the boat and/or equipment and to deduct any monies due to the Club from the net proceeds of sale before accounting for the balance (if any) to the member or former member or b) if in the opinion of the Committee, such boat cannot be sold, to dispose of it in such a manner as the Committee deems fit, and any expenses incurred in so doing, recovered from the member or former member. Any arrears as aforesaid shall be deemed to be a debt owing to the Club.
- c) Further, the Club shall at all times have a lien over member's or former member's boats, trailers and other equipment parked or moored on the Club's premises in respect of all monies due to the Club.

**13 New Rules, Amendments, and Alterations**

i) Notice of any alteration to the Rules intended to be proposed by a member of the Club or by the Committee shall be given to the Honorary Secretary in writing at least 30 days before the same is to be proposed at the Annual General Meeting, or any special General Meeting at which the same is brought forward. Full particulars of any such proposed alterations or additions shall be set out in the notice convening the meeting.

ii) All such proposed alterations or additions, and any amendments to them which may be proposed and seconded, shall be put to the vote at the meeting and provided that a majority of two thirds of the votes of those members present and entitled to vote shall be cast in favour of any proposed alterations, additions or amendments, then the same shall be deemed to be carried.

**14 Dissolution of the Club**

If upon the winding up or dissolution of the Club, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed amongst the members of the Club but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Club and being registered as a Charity, a CASC or the Sport's Governing Body, such institution or institutions to be determined by the members of the Club by resolution passed at General meeting at or before the time of dissolution and, if and so far as effect cannot be given to such provision, then to some charitable object.

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