

THE CLUB CONSTITUTION

1. Name

The name of the Club shall be "The Rossendale Valley Sailing Club" hereinafter referred to as "the club".

2. Objects

The objects for which the club was formed are: -

- a) To promote and facilitate sailing and allied non-powered water sports.
- b) To encourage interested people of all abilities to develop the skills of sailing through the provision of training and coaching, such training and coaching to remain under the control of and at the behest of the Council, for the benefit of club members.
- c) To develop appropriate usage of land and property leased from NWW Ltd as may be determined by the club.
- d) . To provide such social and other facilities for members as may be from time to time determined by the club.

3. Members

There shall be the following categories of members: -

- a) ADULT MEMBERS, which expression shall include any person who is 18 years of age or older at the commencement of the subscription year.
- b) FAMILY MEMBERS, which expression shall include a person, his/her wife/husband and all their children who are under the age of 18 years or attending a full-time educational establishment at the commencement of the subscription year OR alternatively a person, and his/her brothers and sisters providing that only he/she and one other are over 18 years of age, and living at the same address, at the commencement of the subscription year.
- c) JUNIOR MEMBERS, which expression shall include any person who is over 8 years of age but under 18 years of age or attending a full-time educational establishment at the commencement of the subscription year and who joins the club other than as a family member. Junior members 17 years of age and under at the commencement of the subscription year must be supervised by an adult at all times whilst on club premises. The parent or guardian of a prospective Junior Member must take up Social Membership if they are not already a member. On the 1st January after attaining the age of 18 years, Junior Members shall be transferred to such membership as they desire and for which they are eligible.
- d) STUDENT MEMBERS, Which expression shall include any person who is 18 years of age or older and in a full-time educational establishment at the commencement of the subscription year.
- e) SENIOR MEMBER, which expression shall include any person who is 60 years of age or older at the commencement of the subscription year.
- f) GROUP MEMBER, which shall comprise a maximum of 12 members of a bona fide organisation and must include at least one competent sailor who shall act as their representative and leader of the group.
- g) SOCIAL MEMBERS, which expression shall comprise persons who are interested in sailing but cannot or do not wish to actively take part in the sport of sailing.
- h) LIFE MEMBER. The club, on the recommendation of the Club Council, may in General Meeting elect Life Members as a reward for signal service to the club. The total number of

Life Members shall not exceed five per cent of the total members at any one time. A candidate for life membership must be accepted and achieve a two thirds majority of those present and voting at a General Meeting.

i) HONORARY MEMBER. The club, on recommendation of the Club Council, may in General Meeting elect Honorary Members. Such expression shall comprise non-members or inactive members who the club seeks to reward for signal service. The total number of Honorary Members shall not exceed five per cent of the total members at any one time. A candidate for Honorary Membership must be accepted and achieve two thirds majority of those present and voting at a General Meeting.

j) AFFILIATED GROUP MEMBER, which shall comprise any club or organisation accepted as an affiliated club or organisation under specific agreed terms. Terms to be agreed by the Council.

4. Number of Members

The number of members in any of the membership categories "a to j" shall, notwithstanding anything to the contrary in this Constitution, be at the discretion of the Club Council. Such limitations on numbers will be due to the availability of facilities and will be on a non-discriminatory basis.

5. Persons eligible to join.

Any person who satisfies the requirements of the membership categories. Membership of the club shall be open to all persons irrespective of ethnicity, nationality, sexual orientation, religion or beliefs, or of age, sex or disability except as a necessary consequence of the requirements of Sailing as a sport. Membership is open to non-boat owners since, dependent on the goodwill of other members, there may be crewing opportunities for such members. The club may also from time to time retain craft for hire at reasonable rates by the membership subject to members having reached an appropriate standard.

6. Not used

7. Temporary Member

Any person wishing to sail and who on the payment of a fee, set annually in General Meeting, and a written confirmation of 3rd Party insurance cover given to a club representative, and satisfies all conditions set from time to time by Council shall be granted Adult Membership for the period 00.00 to 23.59 of the date of the written affirmation for the purposes of sailing only.

8. Application for Membership

Every candidate for membership, shall apply using the club's online system for application and payment. The information required during the application process shall be completed in full at first application and subsequent renewal.

9. Payment of Fees

Upon application of a candidate for membership, the entrance fee, annual subscription, RYA affiliation fee, and where appropriate boat park fee and boat insurance premium become payable in accordance with the relevant membership category.

Renewal of fees are in accordance with rules 53,54, 55 and 56 hereof.

10.

All applications for membership shall be reviewed by the Membership Sec prior to acceptance by the club. During the review period of up to 14 days candidates for membership shall have full access in relation to the use of the club or its premises.

11. Election of candidates

Candidates shall be deemed elected after either a satisfactory review or after 14 days. The club may refuse membership only for good and sufficient cause. Appeal against such a decision may be made to the club's members and decided by a majority vote.

12. Resignation of Members

Any member desirous of resigning from the club shall notify his intentions in writing to the membership secretary on or before the thirty first day of December.

13. Expulsion

The club may expel from membership only for good and sufficient cause, such as conduct or character likely to bring the club or sport into disrepute. Before expelling a member, the Council shall call upon him/her for an explanation of his/her conduct and shall give him/her an opportunity of defending himself/herself or of resigning his/her membership. The decision to expel will be made by the Council providing not less than three quarters of the members of Council present and voting, vote in favour of the resolution. Appeal against such a decision may be made to the club's members and decided by a majority vote.

14. Guests

Any member may introduce as his/her guest any person provided that the member, so introducing, enters the names and addresses of the said guests in a book kept for such purposes and at no time leaves the club premises whilst the said guests are thereon. Guests shall have the privilege of using the club facilities subject to such conditions as may be imposed by the bye laws of the club.

15.

Any person who is a competitor or crew in any race sponsored by or on behalf of the club is entitled to the privileges of family membership (other than a vote at the General Meeting) within a period of 24 hours before and after the race in which they are competing.

16. Trustees

There shall be at least three trustees of the club who shall be appointed from time to time as necessary by the Council of the club from among the adult, honorary or adult family members who are willing to be appointed. A trustee shall hold office during his/her lifetime or until he/she shall resign by notice in writing given to the Honorary Secretary, or until a resolution removing him/her from office shall be passed at a meeting of the Club Council by a majority comprising two thirds of the members present and voting.

17.

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, in trust for the use and benefit of the club. On death, resignation, or removal from office of a Trustee, the Club Council shall appoint a new trustee in his/her place and shall as soon as possible thereafter take all lawful and practicable steps to procure the vesting of the club property into the names of the trustees as constituted after such appointment.

18.

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 Club Council, 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 club council directions, but no purchaser, lessee, or mortgagee shall be concerned to enquire whether any such direction has been given.

19.

The trustees shall be effectually indemnified by the club Council 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 their duties 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.

20. Officers

The officers of the club shall consist of a Commodore, a Vice-Commodore, the Honorary Secretary, and the Honorary Treasurer, who shall be elected at the club Annual General Meeting in each year to hold office until the conclusion of the next Annual general meeting. The retiring officers shall be eligible for re-election.

The length of time that a Commodore may serve is limited to a maximum of three years with a minimum of three years to have elapsed from the end of their term of office before re-election.

21. Candidates for Offices

No candidate for election to any office, other than the retiring officers, shall be proposed unless the name of such candidate and his proposer and seconder, who shall be adult, senior, life or adult family members, shall have been sent in writing to the honorary secretary at least fourteen days before the date of the Annual general meeting. In the event of an Officer of the club resigning between Annual general Meetings the Council shall have the power to co-opt another person to such office to serve until the next Annual General Meeting. The name of the person suggested shall be displayed on the notice board for 21 days and if no objection shall be lodged with the Secretary by a member within that period such person shall be deemed to be elected to the Office. If an objection is lodged the Council shall call an Extraordinary General Meeting to elect a person to such Office.

22.

Only adult, senior, life, and adult family members shall be eligible as candidates for officers of the club.

23. Paid Official

The Council may at any time if they deem it expedient engage a paid official as Secretary on such terms as they may think fit and during the continuance of any such engagement the office of Honorary Secretary shall be in abeyance.

24. Council

The Council shall consist of the officers, ex-officio and not more than twelve members of the club elected by the club at an Annual General Meeting to hold office as Council Members until the conclusion of the next Annual General Meeting. The Officers of the club shall decide

the number of Council Members which are required for the efficient management of the club being not less than three nor more than twelve.

25. Nomination of Candidates for Council

Candidates for election to the Council shall be those members of the retiring Council who shall offer themselves for re-election and such other members of the club whose nominations, duly proposed and seconded by adult, senior, life, or adult family members of the club in writing, shall have been sent to the Honorary Secretary at least fourteen days before the date of the Annual General Meeting.

26. Election of Council Members

If the number of candidates duly proposed and seconded exceeds the number of vacancies to be filled, the election shall be by ballot. Each member present and entitled to vote at the Annual General Meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies. In case there should not be enough candidates nominated, the Council shall fill up the remaining vacancies and any member so elected shall be deemed to have been elected at the Annual General Meeting. If a casual vacancy occurs for any reason, the Council may co-opt an eligible member to fill the vacancy.

27. Election of Council

The Commodore, or in his absence the Vice- Commodore shall take the chair at meetings of the Council. If both these officials are absent, then a Council member elected at the meeting shall take the chair. The Chairman shall be entitled to vote at the Council Meetings and in the case of equality of votes, he/she shall have casting vote which he/she must exercise.

28. Power of Council

The Council shall manage the affairs of the club according to this Constitution and shall apply the funds of the club to the Objects of the Club. Four Council members shall constitute a quorum at a Council Meeting.

29.

The Council shall make rules, regulations, and byelaws as they think fit as to the management of the club or its premises.

30.

The Council can amend or rescind rules made by the club in General Meetings if this is deemed to be necessary by the Council to ensure the club complies with any requirements imposed on the club by any legally constituted external bodies which have such power. Actions taken by Council under this Rule must be presented at the next Annual General Meeting of the club for ratification by the club members at the Annual General Meeting.

31.

The Council 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 Council nor the Honorary Secretary shall without the express authority of the club in General Meeting, pledge the credit of the club beyond the annual subscription payable by the members in accordance with rule 9 hereof.

32.

In pursuance of the authority vested in the council by members of the club, members of the Council are entitled to be indemnified by the members of the club against any liabilities properly incurred by them or by the Honorary Secretary on behalf of the club wherever the contract is of a duly authorised nature or could be reasonably 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 rates unless the Council has been authorised otherwise by a meeting called under Rule 46 hereof.

33.

Subject to existing employment legislation the Council shall have power to engage, direct and dismiss servants of the club as they think fit.

34.

The Council shall have power to appoint Committees selected from the members of the club to assist in its management. The Commodore, Honorary Secretary and Treasurer shall be ex officio members of all such Committees.

35.

A member of the Council and the Honorary Secretary or Honorary Treasurer in transacting business of the club shall disclose to third parties that he is so acting.

36. Duties of Honorary Treasurer

It shall be the responsibility of the honorary treasurer to keep a complete and accurate account of the club finances and make up an annual Statement of accounts and Balance Sheet of the club for presentation to the Annual General Meeting. He/she shall receive and pay all monies due to or by the club as directed by the Council and pay all monies not required for the immediate purposes of the club into such bank as the Council may from time to time direct.

37. Duties of Honorary Secretary

The Honorary Secretary shall summon all General Meetings and all Council Meetings, shall conduct the correspondence of the club, and shall have custody of all documents belonging to the club. He shall keep full and correct minutes of all proceedings of the club.

38.

The Council may appoint a member or any other to act as Honorary Secretary during any temporary absence of the Honorary Secretary.

39. Honorary Auditor

At the Annual General Meeting each year a member or other person shall be appointed as Honorary Auditor whose duty it shall be to audit the Accounts of the Club for the next year. If he/she is unwilling or unable to act, the Council shall appoint a substitute to hold office until the next Annual General Meeting.

40.

A copy of the audited accounts shall be permanently displayed in the club premises for at least 14 days immediately prior to the Annual General Meeting.

41. Annual General Meeting

An Annual General Meeting shall be held at the Club premises or some other convenient place at some day convenient to the members in the months of November or December on a date and place fixed by the Council. A notice of such meeting shall be displayed in the club premises at least 28 days before the date of such meeting. The Honorary Secretary shall at least seven days before the date of such meeting or any General Meeting as hereinafter mentioned post or deliver to each member entitled to vote at such meeting notice thereof and of the business to be brought forward thereat.

42. Business of Annual General Meeting

No business, except the passing of accounts and election of the officers, Council, Trustees and Honorary Auditor, and any business that the Council may order to be inserted in the notice delivered to each member entitled to vote at such meeting shall be discussed at such meeting unless notice, in accordance with Rule 43 be given to the Honorary Secretary at least 21 days before the date of the Annual General Meeting.

43. Business raised by a member for an Annual General Meeting

Only members entitled to vote at an Annual General Meeting can, by notice to the Honorary Secretary in accordance with Rule 42 introduce proposals for business at the Annual General Meeting. The proposal or proposals shall be seconded by one other member who is entitled to vote at an Annual General Meeting.

44.

No proposal made under rules 42 and 43 can be considered or adopted by the Annual General Meeting if the proposal is at variance with any known requirements imposed on the club by any legally constituted external bodies which have such power.

45.

All such proposed alterations or additions, and any amendments under Rules 42 and 43 which may be proposed and seconded, shall be put to the vote at the meeting and provided that if on a show of hands, a majority of two thirds of the votes of these members present and entitled to vote and voting shall be cast in favour of any proposed alterations, additions or amendments, the same shall be deemed to be carried.

46. General Meetings

The Council may at any time, upon giving fourteen days notice in writing to each member entitled to vote at such meeting, call a General Meeting of the club for any special business, the nature of which shall be stated on the notice convening the meeting and discussion at such meeting shall be confined to the business stated on the notice sent to members.

47.

The Council shall also call a General Meeting on a written request addressed to the Honorary Secretary stating the business to be discussed at such meeting to be signed by at least twelve members all of whom must be entitled to vote at such a meeting.

48. Members entitled to attend and vote at all General Meetings

At an Annual general Meeting or General Meeting of the club, providing the appropriate subscription, entrance fee (if any) and boat park fee (if any) is fully paid: -

An Adult Member shall have one vote.

A Family Member and his/her wife or husband or alternatively his/her brother/sister who is over the age of 18 years at the commencement of the subscription year shall have one vote each.

Senior Members and Life Members shall have one vote.

Adult and Junior Groups shall have one vote per group.

Junior Members, Social Members and temporary members shall be entitled to attend such meeting but shall not be entitled to vote.

Affiliated clubs and organisations shall have one vote.

49.

Those entitled to vote at an Annual General meeting or General Meeting of the club shall vote by show of hands.

50. Chairman

The Commodore, or in his absence, the Vice-Commodore shall take the Chair at all General Meetings of the club. If both these officials are absent, then a club member entitled to vote at the meeting shall be elected by the meeting to take the chair. The Chairman shall be entitled to vote at such meetings and in the case of an equality of votes, he/she shall have a casting vote which he/she must exercise.

51. Quorum at all general Meetings

Seven members entitled to vote at any General Meeting shall form a quorum at such a meeting.

52. Entrance Fee

An entrance fee of such sum and in respect of such categories of member as the club in General meeting may from time to time prescribe shall be payable upon election to the club.

53. Subscription and Boat Park

Members according to their categories shall pay an annual subscription of such sum as the club in General Meeting may from time to time prescribe. All members shall pay their first annual subscription upon election to the club and thereafter on the first day of January in each year provided that a member elected on the first day of August in each year shall pay half the annual subscription applicable and that a member elected after the first day of October in any year shall not be required to pay any subscription in respect of the year of election, but pay on his election the entrance fee and his annual subscription in respect of the year following his election.

54.

Temporary members shall pay such subscriptions (with or without an entrance fee) as the Council may prescribe.

55.

Members shall also make the following annual payments: -

a) An annual boat park fee of such a sum as the club in general Meeting shall from time to time prescribe which shall entitle a member to a space in the club's boat park.

b) Such an annual sum as shall from time to time be demanded to defray the club's subscription to the RYA as a fully affiliated club.

56.

All annual subscriptions are due on the first day of January in each year.

Members can elect to pay the annual subscription and boat park fee in monthly instalments from their second year of membership by selecting the relevant option during the application process. Such memberships will renew annually unless the member resigns in accordance with rule 12 hereof.

57.

If any member shall not have paid his annual subscription and boat park fees for any year before the thirty first day of March that year, the Council shall have power to pass, by a two thirds majority of those members of the Council present and voting, a resolution expelling him/her from the club. Thereafter, he/she shall cease to be a member but shall remain liable for the amount of all subscriptions and other monies owing by him/her to the club at the date of such resolution and a proportionate part of the subscriptions for the current year up to the date of such resolution being passed.

If at any time fees payable to the club by any member or former member (whether by way of arrears of subscription or facility fees, dinghy park fees or otherwise) shall be in arrears beyond any concessionary period and /or a boat and/or trailer the property of a member or further member remains upon the club premises one month or more after the club has given the member or former member notice to remove then the member or former member shall remove the boat and/or trailer from the club immediately. If the member or former member fails to remove the boat and /or trailer, then the committee may: -

a) Move the boat and /or trailer to any part of the club premises without being liable for any loss or damage to the vessel howsoever caused.

b) Give three months' notice in writing by registered post to the member or former member at his last known address as shown in the club register and thereafter sell the boat and /or trailer and deduct any monies due to the club from the net proceeds of sales before accounting for the balance (if any) to the member or former member.

c) Alternatively, if the boat and /or trailer is unsaleable, after giving notice in writing as aforesaid, dispose of the boat and /or trailer in any manner the committee may think fit and deem the cost of doing and any arrears as aforesaid to be a debt owing to the club by the member or former member.

d) The club reserves the right to charge storage for the boat and /or trailer until such time as the owner collects the boat and /or trailer or until notice has been served under rule (B) above.

PROVIDED ALWAYS THAT: Proper evidence is available to show that all reasonable steps have been taken to trace a member or former member and that, when and if the boat and /or trailer is sold, if the club is unable to account to the member or former member for the balance of the proceeds of sale pursuant to rule (b) above then the balance of the sale shall be placed upon bank deposit account and retained against the eventuality of a claim by the owner (whether he be said member or former member or otherwise) for a period of six years.

58.

Changes in the rate of entrance fee, subscription and boat park fees shall be proposed by the Council to the members in General Meeting. Any such changes, if passed by a majority vote

of the members present and entitled to vote and voting shall become operative as from the following first day of January.

59. Club Money or Property

The income and Property of the club shall be applied solely toward promoting the club's objects as set forth in this constitution and no portion thereof shall be paid or transferred, directly or indirectly, to the members of the club.

60. Supply of Intoxicating Liquor

The purchase for the club and supply by the club of intoxicating liquor shall be exclusively controlled by General meeting or the Council or a special committee appointed for that purpose. The permitted hours for the supply of intoxicating liquor shall be fixed by the Council and notified to the Clerk of the Justices.

61.

Intoxicating Liquor may only be sold to, or for consumption on the premises by persons over the age of 18 years, who are entitled to use the premises of the club in pursuance of these Rules with the exception of temporary members, unless a guest of a full member (the temporary membership category is for the purposes of sailing only). No Junior Members may purchase or attempt to purchase intoxicating liquor within the club premises. Subject as aforesaid a junior member shall be entitled to the full amenities of the club.

62. Questions to be decided by Council

If any question shall arise as to the construction and interpretation of any of these Rules, or as to any matter connected with the club, or the administration of its affairs, or the privileges or liabilities of any member, for which no provision is otherwise made by these Rules, every such question shall be decided by the Council whose decision shall be final.

63. Dissolution

In the event of the dissolution of the club, any assets remaining after the satisfaction of all debts and liabilities shall not be paid to or distributed among the members of the club, but shall be given or transferred to one or more of the following approved sporting or charitable bodies:

- a) A registered charitable organisation(s).
- b) Another club which is a registered CASC.
- c) The sports national governing body for use by them for related community sports.