



MUDEFORD SAILING AND WATER SPORTS CLUB

Mudeford Sailing and Water sports Club Governing Document



MUDEFORD SAILING AND WATERSPORTS CLUB
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THE RULES OF MUDEFORD SAILING
AND WATER SPORTS CLUB

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1 **Section 1. Name and Objectives**

- 2 The name of the Club shall be Mudeford Sailing and Water sports Club (hereinafter referred to in these Rules as the Club).
- 3 The object for which the Club is formed is to promote and facilitate water sports (non-motorized) and to provide social and other facilities for members as may be from time to time determined. All activities of the Club will be on a non-profit-making basis.

4 **Section 2. Club Committee**

- 5 The Club and its property shall be managed and administered by the Committee.
- 6 The Committee shall comprise of a minimum of three members and a maximum of twelve elected in accordance with this constitution.
- 7 Members of the Committee must be Full Members of the Club
- 8 At the first Committee meeting following the Club AGM, the Committee members shall appoint from their number the following office holders: a chair, a secretary, a treasurer and a membership secretary
- 9 Individuals nominated as signatories to the Club bank accounts must not be related to one another.

- 10 The Committee may co-opt at their normal meetings additional Committee members to act between AGM's. Provided that the total number of co-opted Committee members does not exceed one third of the total number of elected members.

11 Terms of appointment

- 12 . Chairperson/Commodore;
- 13 . Secretary;
- 14 . Treasurer;
- 15 . Membership Secretary
- 16 . Vice-chairperson (where possible)
- 17 . The elected Committee members will hold office for one year and may stand for re-election at each AGM
- 18 . All co-opted members must stand down at the next AGM following their co-option and may stand for election.

19 **Section 3. Committee Meetings**

- 20 The Committee shall meet formally and regularly at least every two months so that its members may keep in touch regarding management of the Club.
- 21 Voting (except in the case of a resolution relating to the expulsion of a member) shall be by show of hands.

- 22 Four Committee members shall form a quorum at a meeting of the Committee assuming the Committee is made up of more than the minimum number.

- 23 If, for any reason, a vacancy occurs, the Committee may co-opt a voting member to fill such a vacancy until the next following AGM/EGM.

24 **Section 4. Annual General Meeting (AGM)**

- 25 The purpose of holding an AGM is to approve the Club's accounts, elect Committee members, approve resolutions and update the Club membership on the achievements of the Club throughout the year.

- 26 Club members will be deemed to be present at a club meeting either in person or on-line via a video link



- 27 The Club will hold an AGM: Annually in March or April (but no more than fifteen months may elapse between successive AGM's)
- 28 Notice of an AGM must be distributed to all voting Club members at least 21 clear days in advance of the AGM via the Club's main communication channel and via its social media platform.
- 29 The notice should include:
- 30 · Date/Time/Venue information
 - 31 · Agenda Items.
 - 32 · Information on nominations for Committee members
 - 33 · Any other business
- 34 In the case of an equality of votes the Chairman shall have a second or casting vote on any matter other than the election of members of the Committee.
- 35 On any resolution properly put to a meeting of the Club relating to the creation, repeal or amendment of any Rule, Bylaw or Regulation of the Club such Rule, Bylaw or Regulation shall not be created, repealed, or amended except by a majority vote of those present and entitled to vote.
- 36 Voting Members must be over the age of eighteen and a fully paid-up member of the Club.
- 37 No individual may have more than one vote.
- 38 Non-voting members - are those where membership has lapsed and those with temporary membership.
- 39 All items voted upon must have a "Proposer" and "Seconder" and be passed by a majority.
- 40 Minutes should contain as a minimum:
- 41 a. Names of Club members present.
 - 42 b. Details of all elections and resignations of Committee members.
 - 43 c. Proceedings of AGM.
 - 44 d. Decisions/resolutions made, including names of proposers and seconders.
 - 45 e. Where appropriate, the reasons for the decisions.
- 46 **Section 5. Quorum**
- 47 No AGM business can be conducted unless a quorum is present.
- 48 A quorum is 10% of the voting membership. They must attend the meeting either in person or online.
- 49 If a quorum is not present within half an hour of the appointed time of the meeting, or a quorum ceases to be present during the meeting, the meeting must be adjourned to such time and place as the Committee shall determine.
- 50 If the meeting is adjourned for lack of a quorum the Committee members must re-convene the meeting and must give at least 7 clear days' notice of the re-convened meeting, stating the date, time and place of the meeting.
- 51 **Section 6. Election of the Committee**
- 52 Candidates for election to the Committee shall be any voting member who is duly proposed and seconded by voting members of the Club and who has given their consent for election.
- 53 If the number of candidates, duly proposed and seconded, shall exceed the number of vacancies to be filled the election at the AGM shall be by ballot.
- 54 If the number of candidates for election is equal to or less than the number of vacancies to be filled then all candidates shall be deemed to be elected if a majority of those present at the Annual General Meeting and entitled to vote, vote in favour of such election.



122 **Section 17. Trustees**

- 123 There shall be at least four (and not more than six) Trustees of the Club who shall be appointed from time to time as necessary by the Committee of the Club from among Members eligible to vote and who are willing to be so appointed.
- 124 A Trustee shall hold office during his or her lifetime.
- 125 A trustee must give notice of their resignation in writing to the Committee, who will inform the solicitors and start the process of having them removed.
- 126 A Trustee may be removed from office by resignation letter, or a resolution removing them from office is passed at a meeting of the Committee by a majority comprising of two-thirds. The committee will then inform the solicitors.
- 127 All the 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 it is necessary and practicable on trust for the use and benefit of the Club. In the event of the death, resignation, or removal from office of the Trustee the Committee shall nominate a new Trustee in their place and shall as soon as possible thereafter take all lawful and practicable steps to procure the vesting of all Club property in the names of the Trustees as constituted by such nomination. For the purpose of giving effect to any such nomination the Honorary Secretary for the time being is hereby nominated as the person to appoint new Trustees of the Club within the meaning of the Trustee Act 1925 and the Secretary shall by deed duly appoint the person or persons so nominated by the Committee.
- 128 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 benefit of the Club in compliance with the Committee's directions (which shall be duly recorded in the Minutes of the proceedings of the Committee).
- 129 The Trustees shall be effectually 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 their duties or 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.
- 130 The liability of the Trustees for the performance of any contractual or other obligation undertaken by them on behalf of the Club shall be limited to the assets of the Club.



- 112 In addition to the powers given to the Committee under Rule 81 and Rule 100 hereof, if at any time, any fees payable to the Club by any member or former member shall be three months or more in arrears, and a vessel the property of the member or former member remains on the Club premises the Committee may:
- 113 Move the vessel to any other part of the Club premises without being liable for any loss or damage to the vessel howsoever caused.
- 114 Give one month's notice in writing to the member or former member at his last known address as shown in the Club Register and thereafter sell the vessel and deduct any monies due to the Club (whether by way of arrears of subscription or annual payments, mooring, dinghy park fees or otherwise) from the proceeds of sale before accounting for the balance (if any) to the member or former member.
- 115 Alternatively, if the vessel is unsaleable, after giving notice in writing as aforesaid, dispose of the vessel in any manner the Committee may think fit and deem the cost of so doing and any arrears as aforesaid to be debt owing to the Club by the member or former member.
- 116 Provided 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 vessel is sold the proceeds of sale (less any indebtedness by the member or former member of the Club) shall be placed upon bank deposit account and retained against the eventuality of a claim by the owner (whether he or she be the said member or former member or otherwise) for a period of six years.
- 117 No notice, periodicals, publications, ware, gear, or other property of the Club shall be removed from the Club premises without the authority of a member of the Committee or sub-Committee.
- 118 Any breakages or damage caused to the Club property by a member shall be paid for by such member if requested to do so by the Committee.
- 119 No act shall be carried out by a member on the water or on the Club premises which shall cause or be likely to cause annoyance or damage to any person or persons or to the Club property.
- 120 Any complaint shall be made in writing, signed by the member making it, to the Secretary who, if unable to deal with it satisfactorily, shall refer it to the Committee whose decision will be final.
- 121 No smoking shall be allowed within the Club premises (including cigarettes and vapor cigarettes).



- 55 In the event of the ballot failing to determine the members of the Committee because of an equality of votes the candidate or candidates to be elected from those having an equal number of votes shall be determined by lot.
- 56 **Section 7. Finance**
- 57 All monies collected by the Club are to be used exclusively to further the aims and objects of the Club and for no other purpose whatsoever.
- 58 **Section 8. Honorary Auditor**
- 59 The Honorary Auditor shall be appointed at the Annual General Meeting each year.
- 60 The auditor shall audit the accounts of the Club when called upon to do so and shall give such a certificate of assurance as to the accuracy of the said accounts as shall be required by the Committee.
- 61 If he or she is unwilling or unable to act, they shall inform the Committee who shall appoint a substitute to hold office until the termination at the next Annual General Meeting.
- 62 **Section 9. Extraordinary General Meeting (EGM)**
- 63 An EGM can be called at any time to conduct the business specified in the notice.
- 64 The Committee may at any time, upon giving fourteen days' notice in writing, call a EGM of the Club for any special business, the nature of which shall be stated in the summons convening the meeting and the discussion at such meeting shall be confined to the business stated in the notice sent to members.
- 65 An EGM may be called by the Chairperson, an elected Committee member or upon a written request addressed to the Secretary by at least 20% of the voting members.
- 66 Fourteen days' notice shall be given when calling an EGM of the Club for any special business via the Club's main communication channel and via its social media platform.
- 67 On any resolution properly put to a meeting of the Club relating to the creation, repeal or amendment of any Rule, Bylaw or Regulation of the Club such Rule, Bylaw or Regulation shall not be created, repealed, or amended except by a majority vote of those present and entitled to vote.
- 68 **Section 10. Membership**
- 69 Membership of the Club is open to all the community and without discrimination on the grounds of ethnicity, nationality, sexual orientation, religion, beliefs, sex, age or disability except as a necessary consequence of the requirements of the water sports activity.
- 70 The rights and privileges of each category of members are as defined in the latest edition of the Bylaws of the Club.
- 71 The Rate of Entrance and Subscription Fee for each category of membership shall be decided by the Committee and communicated to the membership at least one month before the new membership year.
- 72 The Annual Subscription to the Club runs from the first day of January until the last day of December each year.
- 73 All members shall pay the Joining Fee and their first Annual Subscription upon joining the Club. However, a member joining after the first day of August in any year shall pay the Joining Fee and half the Annual Subscription. A member joining after the first day of October in any year shall be deemed to have joined at the beginning of the following year.
- 74 If the Annual Subscription for any category of membership is not paid before 1st April in any year membership will be terminated. Reinstatement will be subject to payment of the appropriate joining fee together with the Annual Subscription.
- 75 No member whose annual subscription is in arrears may enter a Club event or vote at any meeting.



- 76 Every member shall furnish the Secretary with an up-to-date address, phone number and e-mail details, which shall be recorded in the Register of Members, and any notice sent to one of these contact methods shall be deemed to have been duly delivered.
- 77 Every member will hold insurance for their watercraft with a public liability value of 5 million.
- 78 Every candidate for membership shall introduce themselves to a member of the Committee to discuss membership. If considered acceptable the Committee Member shall recommend acceptance and sign the application form to that effect.
- 79 An application for membership shall be in the form from time to time prescribed by the Committee.
- 80 The election of all classes of member is vested in the Committee and shall be by a simple majority vote of those Committee members present and voting at the relevant meeting of the Committee
- 81 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 and GDPR
- 82 Section 11. Conduct of Club Members**
- 83 Every member, upon joining and thereafter, is deemed to have notice of and impliedly undertakes to comply with the Club Rules, the Current Bylaws and Regulations of the Club. Any refusal or neglect to do so or any conduct which, in the opinion of the Committee, is either unworthy of a member or otherwise injurious to the interests of the Club shall render a member liable to expulsion by the Committee.
- 84 A member of any Club recognised by the Royal Yachting Association (a list thereof is published by the said Association) may be authorised to use the premises of the Club by a member of the Committee. Such authorisation shall specify between which dates (not being more than fourteen days apart) the said person may use the premises.
- 85 Any person who is a competitor or crew member in any race sponsored by or on behalf of the Club is entitled to the use of the Club premises within a period of 24 hours before and after the race in which they are competing.
- 86 A member shall not knowingly remove, injure, destroy, or damage any property of the Club and shall make restitution for the same if called upon to do so by the Committee or by the Secretary on the instructions of the Committee.
- 87 Club members may invite members of the public into the club premises. These people will be guests of the member and must comply with the club rules.

88 Section 12. Expulsion by the Committee

- 89 Provided that, before expelling a member, the Committee shall call upon the member for a written explanation of the member's conduct and shall give the member full opportunity of making an explanation to the Committee or of resigning.
- 90 A Resolution to expel a member shall be carried by a simple majority vote by those members of the Committee present and voting on the Resolution.
- 91 In the event of the extreme misconduct of a member, any Committee member may temporarily suspend such member pending a decision by the Committee. Such suspension may not exceed a period of 48 hours.
- 92 Section 13. Limitation of Club Liability**
- 93 Members, their guests, and visitors are bound by the following Rules:
- 94 Members of the Club, their guests and visitors may use the Club premises and any other facilities of the Club entirely at their own risk.



- 95 The Club will not accept any liability for any damage to or loss of property belonging to members, their guests, or visitors to the Club.
- 96 The Club will not accept any liability for personal injury arising out of the use of the Club premises and any other facilities of the Club either sustained by members, their guests or visitors or caused by the said members, guests, or visitors; whether or not such damage or injury could have been attributed to or was occasioned by the neglect, default, or negligence of any of them, any race Officers, Committee, or servants of the Club.
- 97 The two sections above shall be exhibited in a prominent place within the Club premises.
- 98 Section 14. Powers of the Committee**
- 99 The Committee shall manage the affairs of the Club according to the Rules and shall cause the funds of the Club to be applied solely to the objects of the Club, or for a benevolent or charitable purpose nominated by General Meeting.
- 100 The Committee shall make such Bylaws and Regulations as it shall from time to time think fit and shall cause the same to be exhibited in the Club premises for fourteen days before the date of implementation. Such Bylaws and Regulations shall remain in force until approved or set aside by a vote at an AEGM of the Club.
- 101 A member of the Committee, a sub-Committee of the Club, in transacting business for the Club shall disclose to third parties that he or she is so acting.
- 102 The Committee, or any person or sub-Committee delegated by the Committee to act as agent for the Club or its members, shall enter into contracts only so far as expressly authorised, or authorised by implication, by the members. No one shall, without the express authority of the membership in General Meeting, pledge the credit of the membership.
- 103 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 members of the Club against any liabilities properly incurred by them or any one of them on behalf of the Club wherever the contract is of a duly authorised nature or could be assumed to be of a duly authorised nature and entered into on behalf of the Club. The limit of an individual member's indemnity in this respect shall be a sum equal to one year's subscription at the then current rate for that category of membership unless the Committee has been authorised to exceed such a limit by a General Meeting of the Club.

- 104 The Committee may create such Life Members as they may think fit.

105 Section 15. Dissolution of the Club

- 106 If, upon the winding up or dissolution of the Club, there remains after the satisfaction of all its debts and liabilities any property or assets whatsoever, the same shall not be paid to or distributed amongst the members of the Club but shall be given or transferred to some registered Community Amateur Sports Club or Clubs, any registered charity or charities or the Royal Yachting Association. Such recipients to be determined by the members of the Club by Resolution passed at an EGM at or before the time of the dissolution.

107 Section 16. Bylaws

- 108 The present rights and privileges of each category of membership shall be as follows: all members shall have full use of all Club facilities; social members will not be permitted to use the Clubs watercraft but may join a full member as a passenger or crew.
- 109 The Committee may approve 'Temporary Membership' as required.
- 110 Temporary members have no rights or privileges within the Club. They are to comply with Club Rules and Bylaws and are to be governed by them.
- 111 Temporary Membership shall be granted for a maximum period of 28 days.