



ROYAL DART YACHT CLUB - CONSTITUTION AND RULES – October 2019

NAME, OBJECTS AND SYMBOLS

1 NAME

The Royal Dart Yacht Club.

2 OBJECTS

The objects of the Club are:

- i) To foster yachting in all its aspects and associated activities and interests.
- ii) To develop and sustain the Club as a centre of excellence teaching establishment recognised by the RYA, with particular concern to provide facilities for and to train young people in sailing, motor cruising and associated skills and, where appropriate, in association with other clubs on the River Dart.
- iii) To provide social and other amenities for its Members and visitors.
- iv) The Club is a non-profit making organisation. All surpluses will be used to maintain or improve the Club's facilities. No profits or surpluses will be distributed.

3 CLUB FLAGS AND BURGEES

- 3.1 The Club burgee shall be a Burgee Gules charged in fess by a royal crown and dart in flight to the sinister Or.
- 3.2 The Club flag shall be the Red Ensign charged in fess with the royal crown and a dart in flight to the sinister Or and in the canton the elements of the union flag.
- 3.3 The Club flag shall be worn according to the regulations made from time to time by the Secretary of State for Defence and only on a certificate of authority issued by the Club. Members holding certificates of authority must return their certificates to the Secretary on selling their yachts or interests in any vessel. Members chartering or lending their yachts to others must retain the Club flag and burgee in their possession.

MEMBERSHIP

4 GRADES

- 4.1 There shall be the following general grades of membership:

a) Full Member. Each Full Member (which expression will include each member of a Joint Membership) who has attained the age of 22 years shall have all rights, privileges and responsibilities of membership of the Club as are contained within these Rules and may additionally be defined in each current edition of the Regulations of the Club. Full Members (and in the case of Joint membership each Full Member) shall, subject to Rule 18.9 have one vote at all General meetings of the Club.

b) Associate Member. Associate Members shall have the rights, privileges and responsibilities of Associate membership of the Club as are contained within these Rules and are restricted to participate in the Club as defined in each current edition of the Regulations of the Club; but they shall not have power to vote or speak at and shall not be eligible to attend General Meetings of the Club but they may receive papers relating to the business to be transacted at General Meetings and be entitled to attend Open Meetings.

c) Honorary Member. The General Committee may nominate for election at an Annual General Meeting such Honorary Members as the General Committee may think fit. An Honorary Member shall have the rights and privileges of a Full Member but shall have no vote.

d) Temporary Member. Temporary Members will have no rights or privileges other than the right to use the Club facilities during membership in the same manner as if the Temporary Member was a Guest under these Rules. Temporary membership shall be granted for a fixed period not exceeding twelve months on such terms and conditions as set out in the Regulations.

e) Junior Member. Members under the age of 18. Junior Members shall have the same rights and privileges as an Associate Member.

Review of Grades

4.2 a) The General Committee shall from time to time review the grades of membership and shall cause details of these grades to be published to the Members together with subscriptions and details of any variations in the rights of any grade.

b) Any changes in the grades of Membership, subscriptions and variations in rights and privileges shall not become effective until the date contained in the Resolution approved by a simple majority of Members at any General Meeting.

Prospective Members

4.3 Candidates for any category or grade of membership, except Temporary Members, shall have no privileges whatsoever in relation to the use of the Club its facilities or premises until after the date of their election and payment of their entrance fee and first subscription (as applicable).

5 ENTRANCE AND OTHER FEES AND SUBSCRIPTIONS

Current Fees

5.1 The annual subscriptions payable for each grade of membership shall be detailed in each current edition of the Regulations of the Club.

Setting of Fees

5.2 The rate of subscription fee for Members shall be proposed by the General Committee to the Members at the Annual General Meeting in each year. Any proposed changes shall be approved by a simple majority of those Members, eligible to vote and shall become operative on 1st January in the year following.

Date due

- 5.3 All prospective members must tender their first annual subscription prior to election to the Club and thereafter on the anniversary of their election. Fees are payable for a full year and should be paid in full. Persons applying for full membership may also choose to pay in instalments by direct debit.

Contact details

- 5.4 Every Member will provide the Secretary with their current correspondence address, telephone number, and if applicable e-mail address and Boat Name together with any Category of Interest which shall be recorded in the Register of Members (and, if determined by the General Committee, in any yearbook of the Club). Any notice sent to the correspondence address shall be deemed to have been duly delivered.

Bonds

- 5.5 A Member holding one or more redeemable bonds issued by the Club shall be entitled to a reduction in the annual subscription for each bond held by the Member throughout the year in respect of which the Member's subscription is payable and at the rate of reduction prescribed at the time of issue of the bond. The General Committee may, from time to time determine the reduction in subscription or any other condition relating to the redemption of a bond but this shall be stated at the time of issue of the bond. The maximum reduction to which any Member shall, at any time, be so entitled shall not exceed the annual subscription, or any other rate of subscription which the Member would be liable to pay under the Rules if that Member were not the holder of any such bonds.

Hardship

- 5.6 Any member facing hardship in affording the subscription may apply to the General Committee for consideration of a concessionary rate but any concession is at the absolute discretion of the General Committee which shall treat each case on its own merits.

- 5.7 The General Committee shall from time to time provide for a reduction to the subscription of Full Members who for personal reasons are restricted in visiting the Club during one year and shall publish the parameters for such from time to time.

Non Payment of Subscriptions

- 5.8 If any subscription or any other monies due from a Member are not paid within three months of the due date the name of such defaulting Member and the amount of the arrears shall be considered by the General Committee, which shall advise the Member in writing that the membership will be terminated if the subscription or debt remains unpaid at the expiration of one month of the date of that letter and the sums due may be recovered by the Club as a debt together with interest at the rate of two per centum above the Club's banker's base rate from time to time.

- 5.9 If such amount as specified in Rule 5.8 is not paid at the expiration of one month of the demand under that Rule the General Committee may decide that the defaulting Member shall cease to be a Member of the Club but the General Committee may re-admit such Member upon receiving a satisfactory explanation and payment of the subscription due.

Debts due by Members

- 5.10 If at any time any mooring or other fees payable to the Club by any Member or former Member shall be three months or more in arrears:

a) The General Committee shall be entitled to move the Member's boat or other items owned by the Member and on the Club premises or moorings to any other part of the premises without being liable for any loss or damages to the boat or items howsoever caused.

b) The General Committee shall be entitled upon giving notice in writing to the Member or former Member, at their last known correspondence address, to sell the boat or other items and to deduct any monies including costs and legal expenses due to the Club (whether by way of arrears of subscription or mooring fee or otherwise) from the net proceeds of sale before accounting for the balance to the Member or former Member.

c) Alternatively any boat or other items which in the opinion of the General Committee cannot be sold may, upon such notice as aforesaid, be disposed of in accordance with current law and the expenses recovered from the Member or former Member. Any arrears as aforesaid shall be deemed to be a debt owing to the Club by the Member or former Member.

d) The Club shall at all times have a lien over Members' or former Members' boats or other items on the Club's premises or Club moorings, whether in respect of arrears of subscriptions or any other debt owing to the Club.

6 ELECTION, RETIREMENT AND EXPULSION OF MEMBERS

Application procedure

6.1 a) Every candidate for any grade of membership under Rule 4 (other than Honorary and Temporary Membership) shall complete an application form including the name, address and occupation of the candidate and any further information the General Committee shall from time to time require and which shall be countersigned by two referees.

b) Upon receipt of an application the Secretary shall enter such application in a register of candidates and may apply to the referees nominated by the applicant for such information that it thinks appropriate about the applicant in the context of becoming a Member.

c) The application together with the references will then be submitted to the General Committee and the application shall be published at least fourteen days prior to the meeting of the General Committee at which the decision is to be made.

d) With the exception of Honorary Members and Temporary Members, the election of all grades of members is vested in the General Committee and shall be by simple majority. The General Committee may request an applicant to appear before it for interview. The Secretary shall inform each candidate in writing of the candidate's election or non-election; furnish an elected candidate with a copy of the Rules and Regulations of the Club; make request for such payments by the candidate as are necessary; and publish the result of the election.

6.2 Prior to election a prospective member must tender their first annual subscription to the Club. In default of such payments after one calendar month the election shall be void unless, sufficient cause for the delay can be shown to the General Committee.

6.3 a) Temporary members shall provide information required by the General Committee which shall include the name, occupation, the home and local address of the applicant.

b) The Secretary shall be authorised by the General Committee to accept or reject at his absolute discretion an application for Temporary membership and on acceptance the application shall be recorded by the Secretary and such details shall be available to members on requisition and shall take effect immediately.

6.4 The General Committee may propose an Honorary Member under 4.1(c) above. The Honorary Member shall be duly elected if two thirds of those members entitled to vote, vote in favour at a General Meeting.

6.5 Special Interest Groups

Members may indicate if they wish to join a Special Interest Group of the Club. There will be no limitation on the number of Special Interest Groups a Member may join.

6.6 Retirement

A Member wishing to retire from membership shall give notice in writing to the Secretary one calendar month prior to their annual renewal due date and shall not then be liable to pay the subscription for the following year. On retiring from membership a Member relinquishes all claims on the Club property and its facilities.

6.7 Expulsion

Any Member who refuses to accept or neglects to observe Club Rules and Regulations or whose behaviour or conduct, in the opinion of the General Committee in their absolute discretion, is either unworthy as a Member or injurious to the interests of the Club, shall render that Member liable to expulsion by the General Committee provided that, before expelling a Member, the General Committee shall call upon such a Member for an explanation of the Member's conduct and shall give the Member full opportunity, orally or in writing, of making explanation to the General Committee or resigning.

6.8 A proposal by the General Committee to consider the expulsion of a member shall be published by it at least fourteen days prior to the General Committee Meeting at which it is to be heard. Any resolution to expel a Member shall be carried by two thirds of the Members of the General Committee present and voting.

6.9 Data Protection

Membership of the Club and acceptance of these Rules by the Member will be deemed to constitute consent by the Member to the holding of relevant personal data for the purposes of all applicable Data Protection legislation and the publication and inclusion in any yearbook of information referred to in Rule 5.4.

7 CONDUCT OF MEMBERS

7.1 Members who join the Club become entitled to all benefits of the Club according to their category and grade of membership. Their agreement and acceptance and those of their guests in all Rules and Regulations are implied.

7.2 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 General Committee or by the Secretary upon the instructions of the General Committee.

- 7.3** A Member shall not exhibit any material on Club notice boards or website or premises without permission of the Secretary.
- 7.4** Complaints of any nature relating to the Management of the Club shall be addressed in writing to the Secretary. Under no circumstances shall any employee of the Club be reprimanded by a Member.
- 7.5** Subject to the provisions of Rule 7.6 Members may not be paid employees of the Club but all proper costs incurred by Members in services to or on behalf of the Club may be reimbursed provided they shall have first been approved and authorized by the Secretary or the Treasurer or the General Committee.
- 7.6** Members may not be paid employees of the Club, except:
- a) the Rear Commodore House and one other member of the General Committee may from time to time agree that a Junior member may be paid for casual work in the bar or catering sections of the Club.
 - b) the General Committee may agree to the employment of a Member if it is unanimous in its recommendation of appointment and the appointment is subject to a period of notice of not more than one month on either side (or the minimum period of notice of termination proscribed by law) and at a remuneration consistent with the market at the date of appointment, and at the first General Meeting of the Club following the appointment it obtains the approval of the members of its decision in accordance with Rule 18.7.

8 VISITORS

- 8.1** Visitors, other than Full Members' guests, may be admitted to the Club premises on such occasions and subject to such conditions as the General Committee may from time to time decide. Intoxicating liquor may be sold to such visitors by or on behalf of the Club for consumption on the Club premises; providing that such visitors shall be either:-
- i)** Members of Yacht or Sailing Clubs and foreign sailors visiting Dartmouth by sea
 - ii)** Members of Clubs which have reciprocal arrangements with the RDYC.
 - iii)** Any person who is a competitor or crew member in any Regional, National or International race or event in which the Club has an involvement but limited to the period during the course of any event in which they are competing and for a period of 24 hours before and after such an event.
 - iv)** A member of the Port of Dartmouth Royal Regatta Committee within the period immediately before, after and during the Regatta.
- 8.2** Members of Clubs on the River Dart and owners of boats permanently moored or berthed on the River Dart do not have visitors' rights and privileges under Rule 8.1 except at the discretion of the General Committee.
- 8.3** All visitors are required to enter their name, address and credentials as a visitor in the Visitors book.
- 8.4** The Secretary or any other person who has received the authority of two members of the General Committee may expel, temporarily or permanently, any visitor who has the right to the use of the Club premises under this section.

9 GUESTS AND PRIVATE FUNCTIONS

- 9.1** A Full Member of the Club shall be allowed to introduce a guest or guests. The number of guests and occasions on which any guest may be introduced during the course of one calendar year are defined in the current edition of the Regulations.
- 9.2** Before introducing a guest or guests Full Members shall enter their own name and that of their guest(s) in the appropriate book and the Full Member shall be liable for all liabilities incurred by their guest(s) or on the guest(s') behalf.
- 9.3** A Member may, subject to notification to the Secretary and approval of the General Committee, be able to use the Club facilities for a private function to which he or she might invite guests.

10 PUBLIC FUNCTIONS

- 10.1** Public functions may be organised and held in the Club premises from time to time and in accordance with the Regulations with the approval of the General Committee.

11 GENERAL COMMITTEE AND SUB-COMMITTEES

ELECTION OF GENERAL COMMITTEE

Number and period of office

- 11.1** The General Committee shall comprise the Commodore, the Vice Commodore (when in post), the Rear Commodore Sailing, the Rear Commodore House, the Secretary, the Treasurer and up to seven Full Members, all of whom shall be elected to hold office for a period of one year after which they shall retire but subject to Rule 11.2 retiring members may offer themselves for re-election. Members of the General Committee shall take up their posts with effect from the Annual General Meeting or another date in the next succeeding six months which shall be prescribed in the Regulations and will hold a responsibility for a particular aspect of the Club's affairs.

Limitation of continuous service

- 11.2** At the Annual General Meeting each year any Officer or General Committee member who has served continuously for the Maximum Service Period shall retire and not be eligible for re-election to the General Committee until the Annual General Meeting next following the meeting at which that Member retires.

Election

- 11.3** Candidates for election shall be Full Members. Candidates shall only be nominated with their consent and all nominations shall be proposed and seconded in writing by Full Members of the Club. All nominations will be received by the Secretary at least 35 days before the date of the General Meeting at which such election is to be held. Such nominations, which will have the names of the Proposer and Secunder and attached to the Nomination from the Proposer, his or her reasons for proposing a candidate, shall be notified to Members by post and published at least seven days prior to the date of the General Meeting. In the event that no nominations are received in the time limit above the Club shall publish this fact and invite late applications up to 21 days before the date of the Meeting but in such circumstances the details of the candidate and his or her Proposer and Secunder will be Published

on the Club website only and be available in paper form on the Club Notice board and on the day of the Meeting.

11.4 All members of the General Committee shall be elected by the Members in General Meeting (except those co-opted under Rule 11.9) by simple majority of votes.

11.5 Nothing shall prevent any member or members of the General Committee from proposing or seconding any Member for any position or office.

Disentitlement

11.6 By resolution of the General Committee passed by a simple majority of members present and voting a Member of the General Committee or any sub-committee or an Officer or the Chair of any Committee of the Club may be required to retire from his or her position or the committee on the basis of neglect of, or inappropriate conduct in carrying out, the duties and responsibilities of the office in the opinion of the members present and voting, provided that:

i) In the first instance the Commodore is empowered to invite the member to consider his or her retirement from the position or committee or if the Commodore is the subject of the proposal then the President shall fulfill this role on behalf of the General Committee (if he or she shall agree to do so).

ii) At least seven days written notice shall be given to members of the General Committee of the proposed resolution and the time and date of the meeting at which the proposed resolution shall be discussed.

iii) All discussions and the voting on such a resolution shall be conducted by the General Committee chaired by one of their Member elected by them by simple majority and the chair of the meeting shall have one vote and shall not have a second or casting vote.

iv) The member being the subject of the proposed resolution shall have the right to be heard at such meeting and shall have one vote.

Disqualification

11.7 No member shall be eligible to be a Member of any committee of the Club unless his or her current subscription is paid in full and no debt is owing to the Club

11.8 Any Member of the General Committee (including ex officio Members) who shall be absent from all meetings for a period of three consecutive months shall be deemed to have resigned his/her office unless an explanation satisfactory to the General Committee at its absolute discretion shall have been received.

Temporary vacancy

11.9 If a vacancy occurs, for any reason, the General Committee may co-opt a Full Member to fill such a vacancy until the next following Annual General Meeting. Such a co-opted member shall have one vote in the General Committee. Co-option will not be permitted for any other reason.

11.10 The General Committee may ask any Member from without their membership to provide special services or assistance to that committee without that member becoming a permanent or co-opted member of that committee.

Spouse/Partner

- 11.11 Not more than one member of the General Committee may serve with another who is his or her spouse or partner.

12 MEETINGS OF GENERAL COMMITTEE

Time and Place

- 12.1 Meetings of the General Committee shall be held at the Club House not less often than two monthly unless, the General Committee may from time to time decide otherwise, on days and at times when Members are usually available and set by the General Committee and notice of all meetings to be held shall be given to all by publishing the same.

Quorum

- 12.2 Five members of the General Committee shall form a quorum.

Voting

- 12.3 Voting, except in the case of a resolution relating to the expulsion of a Member, shall be by show of hands. If the votes are equal (except under Rule 11.6) the Chairman shall have a second and casting vote. The proceedings of the General Committee shall not be invalidated in consequence of there being any vacancy in its body.

Chair

- 12.4 The Commodore shall be the chairman of the General Committee and ex officio member of all Club committees and sub-committees and shall have one vote except when elected by a committee or subcommittee to be its chairman when he/she shall have a second or casting vote as provided for in these Rules.
- 12.5 In the absence of the Commodore the General Committee will elect one of their number to act as chair of the meeting.

13 DUTIES OF GENERAL COMMITTEE

Management of the Club

- 13.1 All matters relating to the management of the Club, the Club house and other Club property shall be in the hands of the General Committee which shall act as a whole (and notwithstanding the delegation to any particular member of the General Committee of a specific role or responsibility) and as an executive body except in such matters as are expressly by these Rules reserved to the Members in General Meeting.
- 13.2 The General Committee shall manage the affairs of the Club according to these Rules but also in accordance with sound commercial practice and shall cause the funds of the Club to be applied solely to the objects of the Club or for charitable purposes nominated by the Club in General Meeting.

Making Regulations

- 13.3 The General Committee may from time to time make, alter and repeal Regulations of, inter-alia, Club activities and generally for the good conduct of the affairs of the Club. Regulations will be made for the benefit of the day to day running of the Club, its house rules, and matters that need to be flexible in their approach to Club business but will be invalid if they seek to alter or impede the effect of these Rules. All such Regulations made by the General Committee, provided they are not inconsistent with the

Rules of the Club or any current resolution of the Members in General Meeting for the time being, shall be binding on all Members and be construed as part of the Rules of the Club. Any alteration or rescission of the Regulations or any addition thereto shall be published at least fourteen days before the date of the proposed implementation and shall be deemed to be in force on the date prescribed in the General Committee resolution. Any addition, alteration or rescission of the Regulations made, or proposed to be made, by the General Committee shall be proposed, seconded, voted upon and approved by the Members at the next following General Meeting of the Club where a simple majority shall apply.

Staff Management

- 13.4** The day to day line management of the staff of the Club will be in the hands of the Secretary of the Club or any other member of the General Committee who they shall from time to time appoint but the engagement and dismissal of any staff of the Club shall be in the hands of and under the control of the General Committee which shall also approve their job description and form of annual appraisal.

Disclosure

- 13.5** A member of the General Committee, of a sub-committee or any Officer of the Club, in transacting business for the Club, shall disclose to third parties that he/she is so acting.

Indemnity

- 13.6** The General Committee, or any person or sub-committee delegated by the General Committee to act as agent for the Club or its Members, shall enter into contracts only as far as expressly authorised, or authorised by implication, by the Members in General Meeting. In pursuance of the authority vested in the General Committee by Members of the Club, Members of the General Committee are entitled to be indemnified out of the assets of the Club against any liabilities properly incurred by them or anyone 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.

Insurance

- 13.7** The General Committee shall ensure that all appropriate steps are taken to ensure that as far as permitted by law the liability of the Club its Members and Officers is limited and that Members, guests, and invitees and employees use the facilities at their own risk.
- 13.8** The members of the General Committee shall at all times (as far as they may be able within reasonable cost constraints) keep themselves and all officers of the Club fully and effectually insured against all liability that may be incurred by them as agents and officers of the Club in so far as they are so able to do by law and in any act or transaction deed or matter properly authorized and entered into lawfully and honestly.

Borrowing Money

- 13.9** The General Committee can be empowered at any time by a resolution of the Club in General Meeting to borrow money for the purposes of the Club, in such amount whether at one time or from time to time, at such rate of interest and in such form and manner and upon such security (if such security is approved under Rule 20.5) as shall be specified in such a resolution at that meeting.
- 13.10** No person shall pledge the assets of the Club without the express authority of the membership in General Meeting.

14 SUB-COMMITTEES AND SPECIAL INTEREST GROUPS

Special Interest Groups

- 14.1** Members may be asked to represent a Special Interest Group and to represent that Group by serving on a Sub-Committee of the Club. The Group Leader (who will be a representative of the Group) will be chosen and endorsed annually by members of the Special Interest Group. The Special Interest Group may (but need not) have an informal committee. Special Interest Groups will be listed in the Regulations from time to time.

Sub-Committees

- 14.2** Sub-Committees may be formed as necessary by the General Committee who may delegate such of their operational powers and duties as it shall think fit and upon such terms and conditions as prescribed by it to such Sub-Committee and if formed will be listed in the Regulations from time to time. Where Sub-Committees are formed the members of those Committees will choose a representative from their number to chair the Sub-Committee.

15 OFFICERS

- 15.1** The Officers of the Club shall be the Secretary and the Treasurer and four flag officers being a Commodore, Vice-Commodore (where applicable), and not more than two Rear Commodores.

15.2 Election of Officers

All Officers must be Full Members of the Club and shall be elected at the Annual General Meeting each year by a vote of a simple majority of the Members. Officers shall retire at the next succeeding Annual General Meeting. Retiring officers shall be eligible for re-election except where prohibited under rule 11.2.

Vacancy

- 15.3** In the event of an office becoming vacant after appointment, the General Committee may appoint some Member to perform the duties of the office so vacated until the date of the next following Annual General Meeting.

Qualification of Commodore and Vice Commodore

- 15.4** The Commodore and the Vice Commodore on the day of appointment shall have been Full Members of the Club for more than one year and may (but not necessarily - in exceptional circumstances may not) have been a member of the General Committee for at least one year and will usually have held a representative position on a Sub-Committee on behalf of a Special Interest Group or will have held a senior committee appointment in a yacht club of similar size for a number of years.

Election of Commodore Elect

- 15.5** A Vice Commodore of the Club may be elected at the Annual General Meeting held at least ten months prior to the General Meeting at which he/she will expect to be elected as Commodore and hold office as Commodore Elect and will (subject to vote under Rule 18.1 (b)) succeed the retiring Commodore at the next following Annual General Meeting. Nomination documentation (as per rule 11.3) in respect of candidates for Commodore Elect will additionally include a written statement of his/her vision for the Clubs future development and style of operations.

ADMIRAL AND PRESIDENT

16.1 The Club may, at an Annual General Meeting, elect an Admiral and/or President of the Club if a name is proposed by the General Committee and shall be duly elected if such a proposal is carried by two thirds majority of votes. The President shall normally serve for one year but shall be eligible for re-election at the end of that period for a further term or terms not exceeding three years. Both positions are honorary and will bear no executive responsibility.

17 THE CLUB SECRETARY, TREASURER AND AUDITORS

Secretary

17.1 The General Committee shall from time to time prescribe the duties of the Secretary but expressly the Secretary shall:

- i)** Keep a register of Club Members names and addresses.
- ii)** Keep correct minutes of all General Members meetings and General Committee meetings and produce the same when required, subject only to items which the General Committee deems to be of a confidential nature (and which items will be indicated as such in the Agenda and in the minutes). Minutes shall be confirmed and signed by the chairman of the relevant Committee as appropriate upon the agreement of the Members or the General Committee at the next following Meeting. The Agendas of all Meetings of the Club shall be available for inspection by any Member by publishing the same prior to any Meeting and the Minutes of the same will be available likewise within fourteen days of such approval.
- iii)** Ensure as far as possible that the Club's affairs are managed in accordance with current law and sound commercial practice.
- iv)** Ensure that all appropriate insurance as may be needed fully to protect the interests of the Club, its assets, its Officers, Employees and its Members.
- v)** Liaise with and take all expedient advice from advisers of the Club appropriately experienced in the area of Law, Risk, Employment, Health and Safety and any other relevant issues.
- vi)** Ensure that at all times vacancies for membership of any Committee are made known to Members of the Club by publishing the same with a note of key tasks expected of that member of that Committee and the amount of time likely to be needed to be devoted to the same.

Treasurer

17.2 The General Committee shall from time to time prescribe the duties of the Treasurer but expressly the Treasurer shall:

- i)** Cause such records of accounts to be kept as are necessary to give a true and fair view of the state of the finances of the Club.
- ii)** Cause all returns as may be required by law in relation to such accounts to be rendered at the due time.
- iii)** Prepare Annual Accounts as at each financial year end and cause such accounts to be certified as a true and fair view of the state of the finances of the Club once annually and shall send to every Member a copy of the certified accounts with the notice of the Annual General Meeting.

- iv) To consult with and take advice from professionally qualified Accountants and Tax Advisers as the case may be for the purpose of giving to the General Committee such advice as is necessary to keep proper accounts and to guide the Committee on matters relating to tax and other commercial matters as is appropriate.

Accounts Review Committee

17.3 There shall be not less than three members forming the Accounts Review Committee. They shall:

- i) Be appointed by the Annual General Meeting in each year and shall be empowered to employ professional help if necessary
- ii) Report in the Club's annual accounts that the Committee have examined the accounts of the Club and obtained such further information and explanations as they required. The Committee should, if able, confirm that no material matters have come to their attention that give them cause to believe that in any material respect (i) accounting records were not properly kept or (ii) the accounts do not accord with those records. If able, the Committee should also confirm no matters have been observed to which they consider attention should be drawn in order to allow a proper understanding of the accounts.
- (iii) Report as often as they shall think fit to the General Committee.

18 MEETINGS OF THE CLUB

GENERAL MEETINGS

A.G.M

18.1 The Annual General Meeting shall be held in March or April each year. The business of the meeting shall be limited to:

- a) receiving and adopting the Annual Report and Accounts.
- b) electing the Commodore, the Vice Commodore or Vice Commodore Elect (where applicable), Rear Commodores, the Secretary and the Treasurer.
- c) electing members of the General Committee.
- d) receiving a Report from the Commodore and the Treasurer (including a brief overview on the current year's budget).
- e) such business as is contained in the Notice convening the Annual General Meeting and which the General Committee may require.
- f) business that has been asked to be included in the Meeting by a Full Member of which notice shall have been given to the Secretary not later than thirty five days preceding the date fixed for the Meeting.

- g) the approval of the current Regulations and the approval of any new, altered, amended or rescinded Regulations made by the General Committee under Rule 13.3 since the last General Meeting each to be taken and, if requested by any Member present, voted upon separately.
- h) any proposed changes to the Rules
- i) election of the Audit Committee.
- j) election (where appropriate) of a President and Admiral.

In each case any business to be placed on the Agenda must be in sufficiently detailed form to allow the notice convening the Meeting to contain appropriate information in support of the business proposed and reason for such a proposal together in the case of a proposed change in the Rules an annotated copy of the Rule with the proposed changes.

E.G.M.

- 18.2** The General Committee may summon an Extraordinary General Meeting of Members at any time and such a meeting shall also be summoned by the Secretary on the written requisition of not less than thirty Members. The notice convening an Extraordinary General Meeting shall state the special business to be dealt with.

Notice

- 18.3** a) At least twenty-one days notice of all General Meetings shall be given by the Secretary to every Member at his/her address in the Club books, stating the date and time when it will be held and the business to be brought before it. No business, other than business of which notice shall have been given, shall be conducted.
- b) Any proposal voted upon at any General Meeting of the Club shall be proposed and seconded and the proposer and seconder shall be Full Members.

Chair

- 18.4** At all General Meetings the Chair shall be taken by the President or if the President is unavailable or feels that it is inappropriate for him to do so, or is absent by the Commodore (if in post) or by some Member of the General Committee proposed by the General Committee and approved by the General Committee and approved by those attending the Meeting.

Venue

- 18.5** General Meetings shall be held in the Club House unless the General Committee considers an alternative local venue would be more appropriate.

Quorum

- 18.6** Thirty members present at a General Meeting shall constitute a quorum.

Voting

- 18.7** All voting, except as otherwise expressly provided by these Rules, shall be by show of hands or by proxy or (if applicable) by postal votes and shall be decided by a simple majority of those eligible to vote and voting. In the case of equality of votes on any matter, other than the election of members of the General Committee or the expulsion of any Member, the Chairman shall have a second or casting vote.

Postal Voting

- 18.8** Provision shall be made for a postal vote or the use of Proxies at a General Meeting of the Club when called for by written request of not less than thirty Members, or where any position for General Committee is contested or where there is any proposed change in the Rules or at the discretion of the General Committee. In the case of a postal vote tellers will be appointed by the General Committee who will have no connection with the Club or its Members and whose identity shall be declared on the voting form. Each voting form will be numbered and the number allocated to each member's name provided on one confidential record in the hands only of the tellers and which will be destroyed after counting by the tellers. The voting slips need not be signed nor will the identity of the member be carried on the face of such voting paper). Proxy forms will be in the form prescribed by the Regulations.
- 18.9** Members shall not be entitled to vote at any meeting until their current subscription shall have been paid.

Open Meetings

- 18.10** In addition to General Meetings of the Club, Open Meetings will also be held from time to time and in any event at least once each year. The business and format of the Meeting shall be decided by the General Committee and published at least twenty-one days prior to the date fixed for the Meeting. The Meeting shall consider and discuss such business as well as any other associated topics that are required to be added to the Agenda by Members at least five days prior to the date of the Meeting by a request in writing or by email to the Secretary of the Club. The Meeting shall be limited to two hours in length. The Meeting will be chaired by the Commodore or by such person as the General Committee shall nominate from their number. The Chairman may, if circumstances permit, break up the Meeting into workshops or groups for discussion purposes. A Report and Minute of the Meeting will be published. The Meeting will have an informative bias and no resolutions will be passed but the General Committee will be bound to consider the results of such Meeting at their next following Meeting and publish its response.

19 CHANGES AND AMENDMENTS TO THE RULES

- 19.1** A member wishing to propose new Rules or amendments to existing Rules shall give to the Secretary notice in writing of the proposed new Rule or amendment and his/her reasons for such a proposal at least two months prior to the date fixed for the Annual General Meeting unless the Proposal is supported by at least thirty Full members in writing who require the Secretary to call an Extraordinary Meeting which the Secretary will be bound to do.
- 19.2** Notice of such proposed new Rule or amendment to any existing Rule shall be given to all Members at least twenty-eight days prior to such General Meeting and shall be published. Rule 20.5 shall not be changed removed altered or amended except in accordance with the procedure prescribed in Rule 20.5 and no other Rule shall be created, repealed or amended except by vote of at least two-thirds of those entitled to vote.

TRUSTEES AND CLUB ASSETS

20 TRUSTEES

- 20.1** There shall be at least three Trustees who shall be appointed from time to time as necessary by the General Committee from among the Full Members who are willing to be so appointed. Trustees shall hold office until age 75 years or until they shall resign by notice in writing given to the General Committee or until a resolution removing a Trustee from office shall be passed at a meeting of the General Committee by a simple majority of members voting.
- 20.2** 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 practical, on trust for the use and benefit of the members of the Club. The Trustees shall in all respects act in regard to any property of the Club held by them, in accordance with the direction of the members of the Club in General Meeting 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 directions of the General Committee. An entry in the minute book of the General Committee shall be conclusive evidence of any direction given to the Trustees.
- 20.3** On the age, death, resignation, or removal from office of a Trustee the General Committee shall nominate a new Trustee to fill the vacancy. For the purpose of giving effect to any such nomination, the Secretary for the time being is hereby nominated as the person to appoint the new Trustee in accordance with current Trust legislation and he shall by Deed duly appoint the person or persons so nominated by the General Committee.
- 20.4** The Trustees shall be effectively indemnified by the Members out of the assets of the Club for and against any liability, costs, expenses and payments which may be properly incurred or made by them in the exercise of their 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 their performance of the functions of a Trustee of the Club.

CLUB ASSETS

- 20.5** No sale or disposal or charge of the whole or any part of the Club's land, buildings, property assets or moorings, rights of access or foreshore and river rights and easements shall be made without the approval at a General Meeting of at least seventy five percentum of the Full Members of the Club at which a postal vote is held and the numbers of those voting will be at least sixty percentum of the Club's Full Membership.

21. DEFINITIONS AND ORGANISATION

"Rules" are the rules of the Royal Dart Yacht Club which are set out herein and which shall be its Constitution.

"Regulations" shall mean the regulations from time to time made under Rule 13.3 of the Rules by the General Committee for the day to day management of the Club.

"Publishing" "published" and "publish" shall mean displaying the material in full on the Club notice board and publishing the same on the Club website. In the case of Agendas displaying such material prior to the date fixed for the meeting and in the case of Minutes of a meeting within fourteen days of such approval.

“Notify” and “notifying” shall mean a written notice by second class post addressed to the correspondence address of the Member or by e-mail if the Member has notified the Secretary in writing that he/she wishes to receive communication in that manner provided that he/she agrees to confirm receipt of the same and also by exhibiting the same on the Club notice board.

Notices that are posted will be deemed to have been properly given if posted by second class post to the correspondence address appearing in the Club records and will be deemed to have been received on the second day next following the day of posting. Notices that are sent by email to an address given by the member are deemed to have been received on the day next following dispatch. All periods of notice will be deemed to have commenced on the day upon which the Notice is deemed to have been received under these Rules.

“Category of Interest” means a category of the Club’s activities that a Member has advised the Secretary that he/she is interested in and that category forms a group or part of a group of Members who elect one of their number to a Sub-Committee of the Club.

“Special Interest Group” means a group of Members in which Members have indicated to the Secretary that they wish to join as they are within a Category of Interest.

“Committee” means a General Committee, a Sub-Committee or a Special Interest Group of the Club.

“Approved” in the context of voting on a proposal means by a simple majority unless otherwise specified in these Rules.

“Financial Year End” means the accounting year end of the Club as agreed from time to time by the General Committee and approved at the next following Annual General Meeting.

“Meeting” and “General Meeting” means any meeting called by the Secretary of the Club or the Chairman of any Committee of the Club under these Rules.

“Vote”, “votes” “and “voting” shall mean in the case of a Rule where Members are required to vote at a meeting at which they are present, valid votes shown by a show of hands and in cases where Members may vote without the need to be present by proxy by a vote cast, or in the case of postal voting by an unspoiled voting paper and in all cases by members entitled to vote according to the Rules.

“Maximum Service Periods” shall mean that a General Committee Member, who is not an Officer, may not serve on the General Committee for more than four consecutive years, except that in addition to any period served as a General Committee Member:

A Treasurer or a Secretary may serve a maximum period of seven years.

A Commodore, Vice Commodore, or Rear Commodore may serve a maximum period of three years in any office.

Provided that, if there are no candidates for Flag Officer, or Rear Commodore or as a Member of the General Committee the Chairman may so announce at a General Meeting and if an existing Flag Officer or Member of the General Committee is willing and able to continue in office he or she may continue in office for a further year.

A declaration by the Chairman in any Meeting that a resolution has been carried or lost shall be conclusive.