

Tollesbury Sailing Club

CLUB RULES

SECTION 1 – Name and Object

1. The name of the club shall be “The Tollesbury Sailing Club” (hereinafter referred to in these Rules as the ‘Club’).
2. The object for which the Club is formed is to promote and facilitate the sport of sailing and yachting and to provide social and other facilities for members as may from time to time be determined.
3. The club emblem shall embody a STAG’s head on a blue burgee.

SECTION 2 – Officers

4. The Officers of the Club shall be Young, Full, Adult Family or Honorary Members of the Club and shall consist of a President, Honorary Vice-Presidents, Commodore, Vice-Commodore, Rear-Commodore, Honorary Secretary, Honorary Treasurer, Honorary Membership Secretary, Honorary Sailing Secretary and Honorary Social Secretary. Officers shall be elected at the Annual General Meeting in each year and shall hold office for one year, retiring at the termination of the next following Annual General Meeting. Officers of the Club shall normally be eligible for re-election, except the President who will serve a maximum of three years.

Candidates for election as Officers shall be those retiring Officers offering themselves for re-election and such other Young, Full, Adult Family or Honorary Members whose nominations, with their written consent and duly proposed and seconded in writing by Young, Full, Adult Family or Honorary Members, shall have been received by the Honorary Secretary at least twenty-eight days before the date of the Annual General Meeting at which they are to be elected. Such nominations, together with the names of the proposers and seconders, shall be posted in the Club premises at least fourteen days prior to the Annual General Meeting.

If there is more than one candidate for election to any particular Office then there shall be a ballot and in the event of any equality of votes the candidate to be elected shall be determined by lot.

If for any reason a casual vacancy shall occur, the Committee may co-opt a Young, Full, Adult Family or Honorary Member to fill such vacancy until the next following Annual General Meeting.

5. The Honorary Secretary shall:
 - (a) keep a register of names and addresses of members;
 - (b) conduct the correspondence of the Club;
 - (c) keep custody of the club documents;
 - (d) keep minutes of all General and Committee Meetings of the Club which shall be confirmed and signed by the appropriate chairman upon agreement at the next following relevant meeting;
 - (e) administer with the Committee’s guidance such insurance policies as may be needed fully to protect the interests of the Club, its Officers and its members;

- (f) ensure that the Club's affairs are managed in accordance with current law;
- (g) maintain any such certificates or registrations and complete any such non-financial returns as may be required by law.

6. The Honorary Treasurer shall :

- (a) cause such books of account to be kept as are necessary to give a true and fair view of the state of finances of the Club;
- (b) cause all returns as may be required by law in relation to such accounts to be rendered at the due time;
- (c) cause to be prepared annual accounts showing the income and expenditure for the year ended 31st October and balance sheet at that date together with explanatory reports and notes.
- (d) cause to have the annual accounts examined by the independent accountant appointed under Rule 7.
- (e) cause to have the annual accounts and the independent accountant's report thereon circulated to members by whatever means available 14 days before the Annual General Meeting.

SECTION 3 – Independent Accountant

7. An Independent Accountant, being a member of a body recognised in the United Kingdom for audit and accounting purposes, shall be appointed at the Annual General Meeting for the following purpose and for remuneration to be agreed by the Committee on behalf of the members.

The Independent Accountant shall undertake an examination of the annual accounts and report thereon to the members in accordance with current law.

If a vacancy arises in this office, the Committee shall appoint a substitute to hold office until the termination of the next Annual General Meeting.

SECTION 4 – Membership

8. There shall be the following categories of membership with such power to vote at General Meetings of the Club as is indicated hereunder, the rights and privileges of each category being as defined in the latest edition of the Bylaws of the Club:

- (a) a Full Member, being a person who at the date of election is twenty-three years or older. A Full Member shall have one vote;
- (b) an Adult Family Member, being a person who at the date of election is twenty-three years or older and a partner in a family; each Adult Family Member shall have one vote; each family member shall be named and recorded with the Honorary Membership Secretary and that if members of the family change then they go before the Committee.
- (c) a Junior Family Member, being a person who is the child of an Adult or Young member or an Adult Family Member and who at the date of the Adult Family member's election (or in the case of an existing Cadet family member, at the commencement of the subscription year) is under the age of eighteen; A Junior Family member shall have no vote;
- (d) an Honorary Member being a person who shall be nominated and elected in the manner described in Rule 41; an Honorary Member shall have one vote;
- (e) a Temporary Member, who shall have no vote.

- (f) a Young Member, being a young person aged eighteen or over and twenty-two or under, whether in full time education, or not. Young members shall have the same voting rights as Full members.
- (g) a Cadet member is a junior member who is enrolled on the cadet training programme. A cadet member shall have no vote. Fees for the cadet training programme will be decided by the Committee.

SECTION 5 – Entrance and Subscription Fees

- 9. The rate of Entrance and Subscription Fees for each category of membership shall be proposed by the Committee to the members at the Annual General Meeting in each year. Any proposed changes shall be announced in the Agenda of the meeting and be approved by a majority of those present and entitled to vote and shall become operative with effect from and payable on the first day of March in the year for which the change of rate has been approved. The current rate of Entrance and Subscription Fees shall be prominently displayed in the Club premises. The subscription for an OAP shall be agreed at the AGM..
- 10. The Entrance Fee shall be payable on application (being returnable in the event of non-election) and the first Subscription Fee shall be payable on election to the Club. Payment of the Entrance Fee may be waived by the Committee on the re-application of a past member.

SECTION 6 – Election and Retirement of Members

- 11. Every candidate for membership (except as an Honorary Member) shall be proposed and seconded for election by Young, Full, Adult Family or Honorary Members of the Club who must be personally acquainted with the candidate.
- 12. An application for membership shall be in the form from time to time prescribed by the Committee and shall include the name, address and occupation of the candidate and the signatures of the proposer and seconder.
- 13. Upon receipt of an application for membership, the Honorary Membership Secretary shall enter such application in a Register of Candidates and shall cause the application form to be prominently displayed in the Club premises for at least two weeks before the Committee Meeting at which such application for membership shall be considered. The election of all classes of members except Honorary Members is vested in the Committee and, except where a ballot is requested, shall be by a simple majority vote of those members of the Committee present at the relevant meeting. Any member of the Committee present may request that a ballot be held on any election. The Honorary Membership Secretary shall inform each candidate in writing of the candidate's election or non-election. He shall furnish an elected candidate with a copy of the Rules and Bylaws of the club and make request for such payments as are necessary.
- 14. Upon election, a candidate shall pay, within one calendar month, such subscription or other Fees as shall be requested. In default of such payment the election shall be void unless sufficient cause for delay be shown.
- 15. The Committee may cancel, without notice being given, the membership of any member whose Annual Subscription or other fees are more than two months in arrears provided that the Committee may, at its discretion, reinstate such member upon payment of arrears. No member with payments in arrears may enter any Club event or regatta or vote at any meeting.

SECTION 7 – Conduct of Members

16. Every member shall furnish the Honorary Membership Secretary with an up-to-date address which shall be recorded in the Register of Members and notice sent to such address shall be deemed to have been duly delivered.
17. Every member, upon election and thereafter, is deemed to have notice of, and impliedly undertakes to comply with, the Club Rules and Bylaws. 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, provided that, before expelling a member, the Committee shall call upon such member for a written explanation of the member's conduct and shall give the member full opportunity of making explanation to the Committee or of resigning.

A resolution to expel a member shall be carried by a simple majority vote by those members of the Committee present and voting on the resolution. Any member expelled shall forfeit all rights to claim upon the Club, its property, its members or funds. Expulsion shall not entitle a member to refund in part or in full for any Subscription or other Fees.

18. Members shall enter the names of all guests in the Visitors' Book. Only Full, Adult Family and Honorary Members may introduce guests. Not more than two guests may be introduced in any one day and the same guest may not be introduced more than twice in any calendar year except with the approval of the Committee.
19. 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 upon the instructions of the Committee.
20. A member of any club affiliated to the Royal Yachting Association (a list whereof is published by the said Association) may be authorised to use the premises of the Club by any member of the Committee. Such authorisation may specify between which dates (not being more than fourteen days apart) the said person may so use the premises.
21. 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 by such person or guest within a period of 24 hours before and after the race in which they are competing.
22. The Honorary Secretary or any other person who has received the authority of two members of the Committee may expel, temporarily or permanently, any person who has the right to the use of the Club premises only under Rules 20 and 21.

SECTION 8 – Limitation of Club Liability

23. Members, their guests and visitors are bound by the following Rule which shall be exhibited in a prominent place within the Club premises:-

“Members of the Club, their guests or other visitors to the club may use the premises and any other facilities of the Club entirely at their own risk and impliedly accept that 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 or for any personal injury arising out of the use of the premises

and any other facilities of the Club either sustained by members, their guests or other 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, the Officers, Committee or servants of the Club.”

24. Membership of the Club and acceptance of these Rules by a member will be deemed to constitute consent to the holding of relevant personal data for the purposes of the Data Protection Act 1998.

SECTION 9 – Management Committee

25. The Management Committee (hereinafter referred to as the ‘Committee’) shall consist of the Commodore, Vice Commodore, Rear Commodore, Honorary Secretary, Honorary Treasurer, Honorary Membership Secretary, Honorary Sailing Secretary and Honorary Social Secretary ex officio and not less than five nor more than ten Young, Full, Adult Family or Honorary Members of the Club elected at the Annual General Meeting in each year to hold office until the termination of the next following Annual General Meeting.
26. Candidates for election to the Committee (not being Officers of the Club) shall be those members of the retiring Committee offering themselves for re-election and such other Young, Full, Adult Family or Honorary Members whose nominations, with their written consent, duly proposed and seconded in writing by Young, Full, Adult Family or Honorary Members, shall have been received by the Honorary Secretary at least twenty eight days before the date of the Annual General Meeting at which they are to be elected. Such nominations, together with the names of the proposer and seconder shall be posted in the Club premises at least fourteen days prior to the date of the Annual General Meeting.
27. If the number of candidates for election is greater than the number of vacancies to be filled then there shall be a ballot.
28. 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 two thirds of those present at the Annual General Meeting, and entitled to vote, vote in favour of such election.
29. 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.
30. If for any reason a casual vacancy shall occur, the Committee may co-opt a Full, Adult Family or Honorary Member to fill such a vacancy until the next following Annual General Meeting.
31. A retiring Commodore may, at the discretion of the Committee, serve as an ex officio member of the Committee in the year immediately following such retirement.
32. The committee shall meet at least every two months making such arrangements as to conduct, place of assembly and holding of such meeting as it may wish. The Commodore or in his absence a chairman elected by those present shall preside.
33. Voting (except in the case of a resolution relating to the expulsion of a member or when a ballot is requested by a member of the Committee) shall be by show of hands. In the case of

equality of votes the Commodore or other chairman (as the case may be) shall have a second and casting vote.

34. Five Committee members personally present shall form quorum at the meeting of the Committee.

SECTION 10 – Powers of the Committee

35. The Committee shall manage the affairs of the Club according to the Rules and Bylaws and shall cause the funds of the Club to be applied solely for the object of the Club or for a benevolent or charitable purpose nominated by General Meeting.
36. The Committee shall make such Bylaws 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 shall remain in force until repealed or amended by the Committee or by vote at a General Meeting of the Club.
37. The Committee may appoint such Sub-Committees as it may deem necessary and may delegate such of its powers as it may think fit upon such terms and conditions as shall be deemed expedient and/or required by the law. Such Sub-Committees shall consist of such members of the Committee or of the Club as the Committee may think fit. Officers of the Club shall be ex officio members of all such Sub-Committees.
38. A member of the Committee, of a Sub-Committee or any Officer of the Club, in transacting business for the Club, shall disclose to third parties that he is so acting.
39. 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.
40. 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 for any 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 given advance authorisation for such limit to be exceeded in any particular instance.

41. The Committee may nominate for election at an Annual General Meeting such Honorary Members as the Committee may think fit. The total of such Honorary Members shall not, however, at any time, exceed five percent of the total number of Full and Adult Family Members.

The election of an Honorary Member shall be put to the vote at an Annual General Meeting and such Honorary Member shall be duly elected if two thirds of those present, and entitled to vote, vote in favour of election.

An Honorary Membership may be terminated at a General Meeting of which due notice has been given if two thirds of those present, and entitled to vote, vote in favour of such termination.

SECTION 11 – Purchase and Supply of Excisable Goods

42. The purchase for the Club of excisable goods and the supply of the same upon Club premises shall be exclusively and solely under the control of the Committee or of a special Sub-Committee appointed by the Committee.
43. Intoxicating liquor may only be sold on the Club premises to persons over the age of eighteen who are entitled to use of the Club premises in pursuance of the Rules and Bylaws for the time being in force. No Cadet Family Member under the age of eighteen may purchase or attempt to purchase intoxicating liquor within the Club premises nor may any Cadet Family Member under the age of sixteen purchase or attempt to purchase tobacco or cigarettes within the Club premises.
44. Subject to the requirements of the licensing authorities the Committee shall cause the Club bar to be open at convenient times (and such times shall be prominently exhibited in the Club premises) for the sale of excisable goods to persons who are entitled to use the premises of the Club in pursuance of these Rules (except Cadet Family Members as aforesaid), provided that visitors' names and addresses and the names of their introducers shall have been entered in the Visitors' Book upon entry to Club premises.
45. No person shall take a commission, percentage or other such payment in connection with the purchase of excisable goods for the Club. Any profit deriving from the sale of such goods shall (after deduction of the costs of providing such goods for the benefit of the Club) be applied to the provision of additional amenities or the purchase of property to be held in trust for the benefit of the Club.
46. Proper accounts of all purchases and receipts shall be kept and such information as the Honorary Secretary may require shall be furnished to enable any statutory return or statement and the payment of excise or other duty or tax to be made.

SECTION 12 – Trustees

47. There shall be at least three and a maximum of five Trustees of the Club who shall be appointed from time to time as necessary by the Committee from among Full, Adult Family or Honorary Members who are willing to be so appointed. A Trustee shall hold office until resigning by notice in writing given to the Committee or until a resolution appointing a replacement trustee shall be passed at a meeting of the Committee by a majority comprising two thirds of the members present and entitled to vote.
48. All property of the Club, including land and investments, shall be held by the Trustees for the time being, in their own names so far as is necessary and practicable, on trust for the use and benefit of the Club. On the death, resignation, or removal from office of a Trustee, the Committee shall nominate a replacement Trustee, and shall as soon as possible thereafter take all lawful and practicable steps to procure the vesting of all Club property into the names of the Trustees as constituted after 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 Section 36 of the Trustee Act 1925 and he shall by deed duly appoint the person or persons nominated by the Committee.

49. The Trustees shall in all respects act, in regard to any property of the Club held by them, in accordance with the directions of the Committee and shall have power to sell, lease, mortgage or pledge any Club property so held for the purpose of raising or borrowing money for the benefit of the Club in compliance with the Committee's directions (which shall be duly recorded in the minutes of the proceedings of the Committee) but no purchaser, lessee or mortgagee shall be concerned to enquire whether any such direction has been given.
50. 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 in relation to any property of the Club vested in them or in relation to any legal proceedings, or which otherwise relate directly or indirectly to the performance of the functions of a Trustee of the Club.
51. 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. [To be incorporated in every contract, lease, licence or other agreement entered into by the Trustees of the Club.]

SECTION 13 – Meetings of the Club

52. An Annual General Meeting of the Club shall be held each year in the month of December on a date to be fixed by the Committee. The Honorary Secretary shall at least fourteen days before the date of such annual general meetings deliver electronically (or by such other means as agreed by the committee) to each member notice thereof and the business to be brought forward thereat'.
53. No business except the passing of the accounts and the election of Officers, committee and Auditor, and any business that the Committee may order to be inserted in the notice convening the Annual General Meeting, shall be discussed at such meeting unless notice thereof be given in writing by a member entitled to vote to the Honorary Secretary at least forty-two days before the date of the Annual General Meeting.
54. The Committee may at any time, upon giving twenty one days notice in writing, call a Extraordinary General Meeting of the Club for any special business, the nature of which shall be stated in the notice convening the meeting, and the discussion at such Meeting shall be confined to the business stated in the notice sent to members.
55. The Committee shall similarly call an Extraordinary General Meeting upon a written request addressed to the Honorary Secretary by at least thirty members or one fifth of the total members whichever is the least. The discussion at such Meeting shall be confined to the business stated in the notice sent to members.
56. At every General Meeting of the Club the Commodore or the Vice Commodore (or in their absence a chairman elected by those present) shall preside.
57. Twenty members entitled to vote and personally present shall form a quorum at any General Meeting of the Club.

58. All members of the Club except Temporary Members are entitled to attend General Meetings. Only Young, Full, Adult Family and Honorary Members are entitled to speak or vote.
59. Voting, except upon the election of Officers, members of the Committee and Honorary Members, shall be by show of hands.
60. 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 Officers and members of the Committee.
61. On any resolution properly put to a General Meeting of the Club relating to the creation, repeal or amendment of any Rule or Bylaw of the Club, such Rule or Bylaw shall not be created, repealed or amended except by a majority vote of at least two thirds of those present and entitled to vote.

SECTION 14 – Dissolution of the Club

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

BYLAWS

1. The present rights and privileges of each category of membership shall be as follows:
 - (a) Full Members shall have the full use of all the Club facilities;
 - (b) Adult Family Members shall have the full use of all the Club facilities;
 - (c) Cadet Family Members shall have full use of all the Club facilities subject to Rules 43 and 44 and to these bylaws, but shall have no right to introduce visitors to the Club or the facilities thereof;
 - (d) Honorary Members shall have the full use of all the Club facilities;
 - (e) Temporary Members (which expression may include members of another RYA affiliated club or organisation) shall have the full use of the Club facilities but they shall have no right to enter Club races or regattas (unless specifically authorised by the Honorary Secretary or Committee) or to introduce guests or visitors to the Club or the facilities thereof or to take part in the management of the Club. Temporary Members shall be deemed to have notice of and impliedly undertake to comply with the Club Rules and current Bylaws as if they were members of the Club and so far as the said Rules and Bylaws may be deemed to expulsion from the Club premises or prohibited from using Club facilities if, in the opinion of any Officer of the Club, they have not reasonably complied with the above conditions.
2. A member bringing a dog onto Club premises must remove it if requested to do so by a Committee member.
3. Children under 14 years of age may only use Club facilities when accompanied by an adult member.

4. Cars may only be parked in areas designated for such parking so as not to cause an obstruction to other cars, boats, or to other approaches to the Club premises.
5. The Club premises shall be open to members at such times as the Committee shall direct. The hours for the sale of intoxicating liquor are as follows: -

Monday to Saturday	11.00am to 11.00pm
Sunday and Good Friday	12 noon to 10.30pm
Christmas Day	12 noon to 3.00pm and 7.00pm to 10.30pm

and, except on Christmas Day, the bar will be open at these hours or at such other hours as may be decided by the Committee subject to any restrictions imposed from time to time by the Licensing Authority.

6. In addition to the powers given to the Committee under Rule 15 and Section 10 hereof if, at any time, any fees payable to the Club by any member or former member shall be two months or more in arrear and a vessel the property of a member or former member remains upon the Club premises, the Committee may:
 - (a) move the vessel to any other part of the Club premises without being liable for any loss or damage to the vessel howsoever caused;
 - (b) 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 subscriptions or annual payments, vessel parking fees or otherwise) from the net proceeds of sale before accounting for the balance (if any) to the member or former member;
 - (c) 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 a debt owing to the Club by the member or former member;
 - (d) further, the Club shall at all times have a lien over members' or former members' vessels parked on the Club premises in respect of monies due to the Club, whether in respect of arrears of vessel parking fees or subscriptions or otherwise.

Provided always that in the event of any action being taken under this Bylaw 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 a vessel is sold the proceeds of the sale (less any indebtedness by the member or former member to the Club) shall be placed upon bank deposit account and retained against the eventuality of a claim by the owner (whether by the said member or former member or otherwise) for a period of six years.

7. That children under 8 years old should not be on the Club premises after 9.30pm unless there is a specific function where children are invited.

December 2017 and including the rule changes agreed at the AGM's in 2012 and December 2017