



Ocean Motion
WINDSURFING CLUB

Club Constitution

Proposed draft February 2008

**OCEAN MOTION WINDSURFING CLUB
RULES**

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OCEAN MOTION WINDSURFING CLUB

RULES

(In these Rules, “he” shall be taken to mean “he or she”)

1. NAME

The name of the club shall be “Ocean Motion Windsurfing Club” (“the Club”). The Club may also be known as “Ocean Motion” and “OMWC”.

2. OBJECTS

2.1 The objects of the Club are

- (i) to promote the sport of windsurfing so as to enable members of all abilities to gather together to enjoy their shared interest in a friendly and sociable atmosphere
- (ii) to provide a regular and varied programme of windsurfing venues
- (iii) to arrange additional activities to maintain links between members
- (iv) to provide and maintain a website to inform members of all of the activities of the Club and to act as a channel of communication among them. The website shall serve as the medium for all communication both formal and informal and it will be each Member’s responsibility to ensure that he is in receipt of all notices that might be posted and issued by email.

2.2 The Club shall be a non-profit making organisation

3. MEMBERSHIP

3.1 Eligibility and application

Any person shall be entitled to apply for membership of the Club (“the Applicant”).

The Applicant shall apply by recording his details on the website and completing a declaration that he has effected third party insurance of at least the RYA minimum – see Rule 11.2 and that such cover will be in place for the duration of his membership.

Rejection of application

The Committee may refuse or defer the application for membership of an Applicant whom the Committee deems to be unsuitable.

3.2 Categories of membership

There shall be three categories of membership of the Club.

- (i) Member, being an approved user of the website who can receive emails and add content.
- (ii) Guest, being an approved user of the website who can receive emails but cannot add content.
- (iii) Honorary Member, as defined in Rule 3.3.

3.3 Honorary Members of the Club

The Committee may invite to be an Honorary Member of the Club any person who, in the opinion of the Committee, has rendered conspicuous service to the Club and who is not, at the time of the invitation, a Committee Member. Subject to Rule 4, an Honorary Member shall remain a Member of the club throughout his lifetime or the lifetime of the Club, whichever is shorter. Commencement of membership of an Honorary Member shall be, for a Member, the date on which he became a Member and for any other person the date of acceptance of the invitation to become an Honorary Member.

3.4 Acceptance of Rules

All categories of Members shall be deemed to have accepted and to have undertaken to comply with the Rules of the Club.

4. TERMINATION OF MEMBERSHIP

4.1 Expulsion

Any Member refusing or neglecting to comply with the rules of the Club, or conducting himself in a manner which in the opinion of the Committee is either unworthy of a Member or otherwise injurious to the interests of the Club, shall render that Member liable to expulsion from the Club by the Committee.

Before considering the expulsion of a Member, the Committee shall call upon that Member for a written explanation of his conduct and shall give him an opportunity either to appear before the Committee or to resign. If no written explanation has been received within twenty-one days of recorded proof of receipt by him of the letter from the Committee, he shall be deemed to have resigned.

A resolution to expel a Member shall be carried by a two thirds majority of votes cast by Committee Members present at the meeting of the Committee at which the proposed expulsion is considered. The Member shall be notified in writing within seven days of the result.

4.2 Right of Appeal

A Member who has been expelled or who has been deemed to have resigned may request that his case be considered by the whole membership. Following his request the Committee will prepare and circulate to all Members a summary of the reasons for the expulsion and the Member's response, if any, and a ballot paper enabling Members to vote on the issue. A majority of the votes cast shall decide the issue and the Member shall be advised in writing of the result within seven days.

Any Member who is expelled or who resigns from the Club may apply to be re-admitted after such period as the Committee shall decide.

4.3 Ending of Member's Rights

Any person who ceases to be a Member of the Club, for whatever reason, shall have no claim upon, or be entitled to participate in, any of the effects or property or events of or organised on behalf of the Club, nor shall he be entitled to vote at any general meeting of the Club.

5. SUBSCRIPTIONS

Membership of the Club shall be free

6. THE COMMITTEE

The general management of the affairs and finances of the Club, shall be entrusted to the discretion and be under the control of the Committee.

6.1 Constitution of the Committee

The Committee shall consist of a Chairman, a Treasurer, an Events Organiser, a Webmaster and such others as are considered appropriate from time to time. There shall be a maximum of twelve Members and a minimum of three Members of the Committee ("Committee Members").

6.2 Election of the Committee

Any Member may be proposed or offer himself for membership of the Committee. Candidates for election to the Committee, being any Members whose nominations, duly proposed and seconded by members of the Club, with their consent, have been received by the Chairman not less than three weeks before the date of the Annual General Meeting ("AGM") shall be eligible for election. Any such nominations will be included in the Notice of the AGM. The Committee shall be elected at the AGM of the Club to hold office until the end of the next AGM.

6.3 Ballot

Unless more than one candidate stands for election to any position, no vote on that position need take place. If there is no contest in any of the positions then all candidates shall be deemed to be elected if a simple majority of votes cast by Members present in person or by proxy in Rule 9.4.2 is in favour of such election.

If two or more candidates stand for election to any one position on the Committee, there shall be a ballot in relation to that position and the candidate who has the majority of votes shall be elected to that position. If the ballot fails to determine who shall be elected because of an equality of votes, the election to that position shall be determined by lot.

6.4 Maximum term in office

Committee Members shall be eligible for re-election and may serve indefinitely

6.5 Co-option and casual vacancies

Unless there are already twelve Members of the Committee, the Committee shall have power to co-opt additional Members of the Club to the Committee such appointees remaining in post until the end of the next AGM. In the case of the temporary absence of one of its Members, the Committee may appoint another of its Members or a Member of the Club to perform his duties.

6.6 Sub-committees

The Committee may appoint sub-committees to exercise any of the functions of the Committee which the Committee considers would be better exercised by a sub-committee. Any sub-committee shall conform to directions of the Committee and may co-opt additional Members of the Club for such period as it may think fit. A sub-committee shall have a maximum of four Members.

7. COMMITTEE MEETINGS

7.1 Notice

Seven days notice of all Committee meetings shall be sent to every Committee Member by the Chairman by email.

7.2 Quorum

If the Committee consists of fewer than ten Members, three Members shall form a quorum. If it consists of ten or more Members, five Members shall form a quorum.

7.3 Voting at meetings of the Committee

Voting shall be by show of hands. In the case of equality of votes, the Chairman of the meeting shall have a casting vote.

8. DUTIES OF THE COMMITTEE AND COMMITTEE MEMBERS

8.1 Collective Duties

8.1.1 Management of the Club

The Committee shall

- (i) hold as many meetings annually as will allow it to transact the business of the Club and will act at all times according to these Rules, in the best interests of the Club and in furtherance of the Club's

objectives. It shall apply the funds of the Club solely to the Club's objectives, or for charitable purposes, as provided in Rule 16.

- (ii) prepare annually a report ("the Annual Report") upon the affairs of the Club for each financial year and present it at the AGM. The Annual Report will be posted on the website together with the Notice of the AGM.
- (iii) conduct the correspondence of the Club, keep custody of all club documents, administer such insurance policy or policies as may be needed fully to protect the interests of the Club, its Committee Members and its Members, maintain any relevant certificates or registrations, and complete any requisite non-financial returns, such duties being divided among the Members of the Committee by agreement at the first Committee meeting following the AGM.
- (iv) maintain a website to provide the principal means for communication not only between the Committee and the Members but also between the Members themselves.

8.1.2 Authority to contract

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 Member shall, without the express authority of the membership in general meeting, pledge the credit of the membership.

8.1.3 Non payment of Committee Members

Committee Members shall not be paid for carrying out the functions of the Committee except that they shall be reimbursed their reasonable expenses incurred in doing so.

8.1.4 Limitation of power of the Committee

If the Committee wishes to purchase any item or group of related items with a value of more than 10% of the Club's funds at any time it must have obtained the approval of the Members at a general meeting.

8.1.5 Limitation of Personal Liability of Committee Members

A Committee Member shall be answerable only for losses arising from his own defaults and not for acts or defaults of another Committee Member, nor shall a Committee Member be liable for the neglect or default of any agent reasonably employed by the Committee Member for the purposes of achieving the objectives of the Club.

8.1.6 Duties of the Committee Members

The duties of the Committee Members shall include those specified in these Rules and any others deemed necessary by the Committee to ensure the proper running of the Club.

8.2 Treasurer

The Treasurer shall

8.2.1 open and maintain in the name of the Club at such bank as the Committee may from time to time appoint an account ("the Club Account"), crediting all monies received by or on behalf of the Club to the Club Account;

8.2.2 reimburse any person who provides or purchases goods or services for or on behalf of the Club for those goods or services provided that receipts shall have been produced and given to the Treasurer prior to such reimbursement and that such payments have been approved in advance by the Committee and that such approval has been minuted;

8.2.3 pay to charities such sums as have been approved by the Committee under Rules 16 and 20.2.3;

8.2.4 keep or arrange for the keeping of such books of account as are necessary to give a true and fair view of the finances of the Club;

8.2.5 prepare annually an income and expenditure statement and, if necessary, a balance sheet within twenty-one days of the end of the financial year, such documents forming part of the Annual Report, and arrange for an audit of the books and statements of account at least once annually by the Honorary Auditor;

8.2.6 make all books of account and the annual balance sheet available to the Honorary Auditor within fourteen days of receipt in writing of any reasonable request for them;

8.2.7 make or arrange to have made all such returns as may be required by law in relation to such accounts.

8.3 The Chairman

The Chairman shall make and keep proper minutes of all proceedings of the Club and of the Committee and post on the website such notices as are required by these Rules.

8.4 Webmaster

The Webmaster shall maintain a website to serve as a means of communication not only between the Committee and the Members but also to enable the Members to communicate freely with each other and the Committee at any time.

9. GENERAL MEETINGS

9.1 AGM

9.1.1 Convening of AGM

The Club shall hold an AGM of the Club at such time and place as the Committee shall direct. Notice of the AGM shall be sent to all Members not less than fourteen days beforehand, giving details of the date, time and venue and of the business to be conducted at the meeting. Any resolutions for the meeting which have been proposed and seconded in writing by Members and received by the Secretary, Chairman, not less than twenty eight days before the AGM, shall be included in the Notice of the AGM.

9.1.2 Quorum

A quorum for the AGM shall be ten members present in person. If there are insufficient Members to form a quorum then the AGM shall be adjourned to a later date. When a date has been set for an adjourned meeting the Chairman will send a fresh Notice to all Members.

9.1.3 Business at the AGM

The business at the AGM shall be to

Approve the minutes of the previous year's AGM

Receive the Annual Report

Elect the Members of the Committee

Appoint an Honorary Auditor

Consider any other business, details of which have been included in the Notice of the Meeting

9.2 Informal Meeting

There shall also be, on the same date, at the same venue and following on from the AGM, an informal meeting for the purpose of obtaining opinions and suggestions from Members to assist in promoting the objectives of the Club. At this Meeting Members may at the discretion of the Chairman raise relevant topics. Any resolution arising from discussion of any such topic shall be carried by a simple majority of votes cast by Members in person.

9.3 Extraordinary General Meeting ("EGM")

An EGM may be called

- a) by the Committee, in circumstances where the Committee deems that items are of special importance and need to be discussed before the next AGM; or
- b) at the written request of fifteen Members or ten per cent of Members, whichever is the less.

The procedure for the Notice and quorum for an EGM will be as for the AGM.

9.4 Voting at general meetings

9.4.1 Except in Rule 9.2 voting shall be by show of hands of Members in person and by proxy of absent Members. Except for the purposes of Rules 18 and 19 a motion will be carried by a simple majority.

9.4.2 Proxy

Any Member unable to attend any general meeting may instruct either the Chairman of the meeting or any Member to vote in his place and at his direction on any item of business. A form (a specimen of which is shown in the appendix) enabling such voting will be sent to each Member with the Notice for the meeting. The completed form must be returned to the Chairman not less than three days before the meeting.

9.4.3 In the case of equality of votes, the Chairman of the meeting shall have a second or casting vote on any matter other than the election of Members of the Committee.

9.5 Chairman of the Meeting

The Chairman of the Club, or in his absence, another Committee Member, shall preside at general meetings.

10. PUBLIC LIABILITY AND INSURANCE

10.1 The Club

10.1.1 Limitation of liability of the Club

Members, their guests and visitors who participate in, assist or attend at events organised by or on behalf of the Club do so at their own risk and the Club will not accept any liability for the death or personal injury of any Member guest or visitor nor for any loss of or damage to any property of any Member guest or visitor, however caused, arising out of participation in or attendance at any event organised by or on behalf of the Club, whether such damage, injury or death could have been attributed to or was occasioned by the neglect, default or negligence of any Member or Committee Member of the Club.

10.1.2 Insurance

The Committee shall effect and maintain insurance against liability arising from any activities of the Club such insurance covering the Club its Committee Members and Members and anyone organising any event or part of any event for or on behalf of the Club.

10.2 Members

Every Member attending an event organised by or on behalf of the Club shall have third party windsurfing insurance. It shall be compulsory, upon joining the Club to provide a declaration that such insurance is in existence, that it will be in existence during the currency of membership of the Club and that the cover provided by such insurance is one million pounds or that included with membership of the Royal Yachting Association at the relevant date if greater.

11. ACCOUNTING YEAR

The financial year of the Club shall commence on the 1st December and end on the 30th November.

12. AUDITOR

An Honorary Auditor who, wherever possible, shall be a Member of the Club acting in an unpaid capacity and who shall not be a Committee Member, shall audit the accounts produced by the Treasurer and ensure that the Club Account is being managed in a proper manner by the Treasurer.

13. DATA PROTECTION

For the purposes of the Data Protection Acts 1984 and 1998, any person who accepts membership of the Club shall be deemed to have agreed to having his details held and distributed by the Club for the purposes of the Club. Neither the Club nor any Member of the Club shall distribute any such details to third parties.

14. CHANGE OF ADDRESS

Every Applicant and Member of the Club shall provide to the website a valid email address and any change(s) to it.

15. CHARITABLE DONATIONS

After making such provision for the general purposes of the Club as the Committee thinks fit, sums may be paid out of its general revenue in every year to such charitable institutions as the Committee may from time to time determine.

16. COMPLAINTS ABOUT THE CLUB

Complaints of any nature relating to the management of the Club shall be addressed in writing to the ~~Secretary~~ Chairman. In no circumstances shall a servant or agent of the Club be personally reprimanded by a Member.

17. MEMBER AS AGENT

Any Member when transacting business for the Club shall disclose to third parties that he is so acting.

18. AMENDMENTS TO THE RULES

These Rules or any part of them may be amended, augmented or repealed by a resolution properly put to a General Meeting of the Club and passed by a majority of at least two thirds of votes cast by Members either in person or by proxy.

19. DISSOLUTION OF THE CLUB

The Club may be wound up or dissolved at a properly convened general meeting of the Club by a majority of at least two thirds of votes cast by Members voting in person or by proxy.

Upon the winding up or dissolution of the Club the Treasurer will from any funds or property whatsoever remaining

19.2.1 reimburse any outstanding expenses of the Committee Members

19.2.2 pay any outstanding debts and liabilities of the Club

19.2.3 Any funds remaining thereafter will be donated to charitable institutions of the committee's choice.

The value of any cheques unrepresented six months after their dates of issue shall be given or transferred to a charitable institution of the Committee's choice such institution having objectives consistent with or similar to those of the Club.