



# Portland Yacht Club Constitution

## 1. Name and Objectives

The name of the Club shall be Portland Yacht Club ('PYC') hereinafter referred to in these Rules as the Club.

The objectives for which the Club is formed are to:

- go cruising/sailing in company;
- provide networking and communication channels to build social interaction and friendship within the Club;
- broaden the knowledge and experience of our members;
- provide peer support to build sailor confidence;
- facilitate training through connecting with local RYA training centres;
- support members in the search for crew and crew vacancies;
- organise expert speakers and specialist advice and provide other such facilities as may from time to time be determined.

## 2. Officers and Election

The Officers of the Club shall be Full Members of the Club and shall consist of:

- Commodore
- Treasurer
- Secretary
- Membership Secretary
- Committee Members as required

Officers shall be elected at the Annual General Meeting ('AGM') and shall hold office for a maximum of five years, retiring at the termination of the AGM in each year. All the Officers shall be eligible for re-election.

## 3. Duties of Commodore

The Commodore shall:

- Maintain an overview of all Club activities and engagements;
- Chair regular Management Committee meetings and Club meetings;
- Review and authorize Minutes of the Management Committee and AGM;
- Communicate the decisions of the Management Committee to the Club as required;
- Lead the Management Committee in pursuance of Club objectives;
- Lead the Management Committee in reviewing progress against Club objectives; and
- Ensure all the obligations in the Club Rules are met.

## 4. Duties of Secretary

The Secretary shall:

- Organize Committee Meetings and the AGM;
- Conduct the correspondence of the Club;
- Keep custody of all Club documents;
- Set the Agenda for the Committee Meetings to be agreed with the Chair;
- Set the Agenda for the AGM to be agreed with the Commodore/Chair fourteen days prior to the meeting; Keep Minutes of all Meetings of the Club and of the Management

Committee and shall upload them to the PYC website in a timely manner after the Minutes have been approved by the Committee;

- Maintain any such certificates or registrations, and complete any such non-financial returns as may be required by law;
- Administer such insurance policy or policies as may be needed fully to protect the interests of the Club, its Officers and its Members;
- To liaise with the Treasurer.

#### **5. Duties of the Membership Secretary**

The Membership Secretary shall:

- Maintain the records of club membership including names, correspondence & email addresses and the issue of club membership cards
- Report Membership levels at Management Committee meetings;
- Report to the Management Committee any Club Member whose behaviour has caused concern/brought the Club into disrepute;
- Report to the Management Committee any Temporary Members;
- Monitor Member renewals and suspend Members who fail to renew within an appropriate period agreed by the Committee;
- Liaise with the Treasurer to administer membership fees.
- Liaise with the management of Portland and Weymouth Marinas to promote the Club to new and existing berth holders

#### **6. Duties of Treasurer**

The Treasurer shall:

- Prepare an annual budget and report income and expenditure progress at Management Committee meetings;
- Monitor the collection of fees from Members and notify the Committee of progress and debtors at regular Management Committee meetings;
- 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;
- Cause all returns as may be required by law in relation to such accounts to be rendered at the due time;
- Make such payments on behalf of the Club as the Management Committee shall direct;
- Prepare an annual financial statement each year and cause such financial statement to be independently reviewed at least annually and shall thereafter cause the same to be made available to all Members of the Club at least fourteen days before the date of the AGM;
- Present the annual financial statement to the Club at its AGM;

#### **7. Duties of Events Officer**

The Events Officer shall:

- Chair the Events sub-committee
- Coordinate the schedule of Events agreed by the committee
- Lead the sub-committee in organising cruises in company and rallies both along the Dorset Coast the Solent and further afield.
- Liaise with the RYA and training centres to help support Member's training needs;
- Coordinate visits to establishments that shall be of interest to Club Members;

## **8. Membership**

There shall be the following categories of Membership as indicated hereunder:

- Membership is per boat/family
- Social membership (non-boat owner)

## **9. Membership Fee**

The rate of annual subscription fee for each category of Membership of the Club shall be proposed by the Management Committee to the Members at the AGM in each year. Any proposed changes shall be approved by a majority of those Full Members present at the AGM and shall become operative on the first day of the month following the AGM.

All Members shall pay their first annual membership fee upon application of Membership and on the first of April in the following year. Those joining after the first of January their fee will be valid until the first of April in the following year.

### **Application for Membership and Renewal**

An application for Membership shall be made via the Club website. Application confirms you have read and agree to the Club Rules and agree to provide your name, correspondence and email address. You agree for your name and email address to be listed in the Members section of the website. Payment of your subscription fee will be made upon application by BACS details on the website. In default of such payment, Membership shall be void unless sufficient cause for delay be shown. Renewal shall be notified to Members by the website, one month from expiry date.

Every Member will be responsible for maintaining their personal data on the Club website. Membership of the Club constitutes consent to the holding of relevant data for the purposes of the Data Protection Acts

### **1. Conduct of Members**

Every Member, is deemed to have notice of, and impliedly undertakes to comply with, the Club Rules.

Any refusal or neglect to do so, or any conduct which, in the opinion of the Management 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 Management Committee.

Provided that, if requested by the Member, before expelling a member, the Management 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 Management Committee or of resigning.

A Resolution to expel a Member shall be carried by a simple majority vote by those Members of the Management Committee present and voting on the Resolution. Appeal against expulsion may be made to the Members in General Meeting.

### **2. Communications Policy**

Communication to Club Members shall be electronically via the website and emails. Members are responsible for ensuring their contact details are up to date with a current email address. The Committee may amend the Communications Policy at any time.

### **Management Committee**

The affairs of the Club shall be managed by the Management Committee. The Management Committee shall consist of five Officers, and five Committee Members who have attained the age of eighteen years elected at the AGM each year to hold office until the termination of the next following AGM.

### **13. Candidates for Election to Management Committee**

Candidates for election to the Management Committee shall be those Members of the retiring Management Committee eligible to offer themselves for re-election and such other Full Members whose nominations (duly proposed and seconded in writing by Full Members of the Club) with their consent shall have been received by the Secretary at least fourteen days before the date of the AGM in each year. Such nominations, together with the names of the Proposer and Secunder shall be sent to the Members of the Club at least fourteen days prior to the date of the AGM.

### **14. Election of Management Committee by Ballot**

If the number of candidates for election is greater than the number of vacancies to be filled then there shall be a ballot under which a majority vote carries.

### **15. No Contest for Election**

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 the majority of Full Members present at the AGM vote in favour of such election.

### **16. Vacancy on Management Committee**

If, for any reason, a vacancy shall occur, the Management Committee may co-opt a Full Member to fill such a vacancy until the next AGM.

### **17. Management Committee Meetings**

The Management Committee shall meet at least every three months. The Commodore or in their absence a Chair elected by the Commodore shall preside.

### **18. Voting at Management Committee Meetings**

Voting (except in the case of a resolution relating to the expulsion of a Member) shall be by show of hands. In the case of equality of votes the Commodore or elected Chair shall have a second and casting vote.

### **19. Quorum at Management Committee Meetings**

Five Members (three of which must be Officers) personally present shall form a quorum at a meeting of the Management Committee.

### **20. Powers of the Management Committee**

The Management Committee has the power to enforce Club Rules.

### **22. Management of PYC by Management Committee**

The Committee shall manage the affairs of the Club according to Club Rules and shall cause the funds of the Club to be applied solely to the objectives of the Club or for a benevolent or charitable purpose nominated by the Club in General Meeting.

### **23. Appointment of sub-committees**

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 Management Committee Members and may include other Club Members. Officers of the Club shall be ex officio Members of all such subcommittees.

### **24. Disclosure of interest to third parties**

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.

### **25. Limitation of Members Liability**

The Management Committee, or any person or sub-committee delegated by the Management Committee to act as agent for the Club or its members, shall enter into contract only as 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.

### **26. Member's indemnification of Committee**

In pursuance of the authority vested in the Management Committee by Members of the Club, Members of the Management Committee are entitled to be indemnified by the Members of the Club against any liabilities properly incurred by them or any one of them on behalf of the Club wherever the contract is of a duly authorised nature or could be assumed to be of a duly authorised nature and entered into on behalf of the Club.

The limit of any individual Member's indemnity in this respect shall be a sum equal to one year's subscription at the then current rate of that category of Membership unless the Membership Committee has been authorised to exceed such limit by a General Meeting of the Club.

### **27. Club Meetings of PYC**

Club Meetings for all members will be arranged by the Committee. Dates will be notified to members via email and via the PYC website.

### **28. Annual General Meeting**

An AGM of the Club shall be held each year between November and the end of February on a date to be fixed by the Management Committee. The Secretary shall, at least twenty-eight days before the date of such Meeting, deliver to each Member Notice hereof and of the business to be brought forward thereat via the website. The Secretary will make available the Agenda and supporting papers on the website fourteen days before the date of the AGM.

### **29. Business at Annual General Meeting**

No business, except the passing of the Accounts, the election of the Officers, and any business that the Management Committee may order to be inserted in the notice convening the Meeting shall be discussed at such Meeting unless Notice thereof be given in writing by a Member entitled to vote to the Secretary at least twenty-eight days before the date of the AGM.

### **30. Quorum at annual General Meeting**

20% of the Clubs Full Members personally present shall form a quorum at the AGM.

### **31. Extraordinary General Meeting**

The Committee may at any time, upon giving seven days' notice via the website, call an Extraordinary General Meeting ('EGM') of the Club for any special business, the nature of which shall be stated in the summons convening the Meeting, and the discussion at such Meeting shall be confined to the business stated in the Notice sent to Members.

### **32. Extraordinary General Meeting upon request of members**

The Management Committee shall call an EGM upon a written request addressed to the Secretary by at least 20% of the Club's Full Members. The Management Committee shall give between seven and 28 days' notice in writing of any such EGM. The discussion at such Meeting shall be confined to the business stated in the Notice sent to Members.

### **33. Chair at Meetings**

At every Meeting of the Club the Commodore (or, in their absence, a Chair elected by those present) shall preside.

### **34. Entitlement to vote at Meetings**

Only Full Members shall speak and vote at any meeting of the Club. The adults within a Family Membership shall be Full Members. Temporary members may attend but not vote.

### **35. Voting at Meetings**

Voting, except upon the election of Members of the Committee, shall be a simple majority vote by show of hands.

### **36. Equality of Votes**

In the case of an equality of votes the Commodore or nominated Chair shall have a second or casting vote, on any matter other than the election of Members of the Management Committee.

### **37. Dissolution of the Group**

If, upon the winding up or dissolution of the Club, there remains after the satisfaction of all its debts and liabilities any property whatsoever, it shall be donated to the RNLI.