

## CONSTITUTION

### THE CLUB

1. The Club shall be called the TUDOR SAILING CLUB.

The principal objects of the Club shall be:

- (a) To promote the amateur sport of sailing in Portsmouth and community participation in the same.
- (b) To encourage the arts of sailing and seamanship.
- (c) To provide accommodation for the storage of members' boats and any items specified under Bye-Law.
- (d) To provide other amenities directly connected with the use of members' boats.
- (e) To provide and maintain a clubhouse.
- (f) To promote marine and social events for the entertainment of members and their friends.

The Club burgee shall be a Tudor Rose on a white pennant.

### MANAGEMENT

2. Officers

The following Flag Officers shall be elected at the Annual General Meeting and hold office for three years, (one officer to stand down, in turn, each year):

Commodore, Vice Commodore, Rear Commodore.

These Flag Officers shall be ex-officio members of all full committees but not of sub-committees.

3. Executive Committee

To be elected at the Annual General Meeting and to hold office for one year:-

Hon. Secretary, Assistant Hon. Secretary, Sailing Secretary, Social Secretary, Maintenance Officer, Bosun.

These, together with the Flag Officers, Hon Treasurer, and the Bar Manager, shall form an Executive Committee. The Committee shall appoint a Club member to be the Hon. Treasurer who shall hold office until he/she resigns or the appointment is terminated by resolution of the Committee. The Committee shall also appoint a Club member to be the Bar Manager who shall hold this office until he/she resigns or until the appointment is terminated by resolution of the Committee. The Committee shall also nominate two representatives of the Club to serve on the Portsmouth and Langstone Sailing Association's Eastern Division Committee. Additionally the Committee is to nominate a delegate to the Portsmouth and Langstone Sailing Association to serve on the Langstone Harbour Board Advisory Committee. This delegate shall become an ex-officio member of the Executive Committee. At all meetings of the Executive Committee, six shall form a quorum.

The management of the Club shall be vested in the Executive Committee save in so far as it is specifically delegated to other committees by these rules, and shall have the following particular powers:-

- (a) To make, amend, rescind and revise the Bye-laws for the management of the Club and its activities in a manner consistent with these rules. Bye-laws so made shall be binding on all members of the Club.

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- (b) To control the finances of the Club (including expenditure by other committees), to operate a banking account and to borrow money up to the value of not more than two thirds of the Club assets as shown by the last balance sheet plus additions during the year at cost.
- (c) The Chair shall be taken by the Commodore or Senior Flag Officer present or in their absence a chairman elected by the meeting.
- (d) To fill vacancies arising in the Executive Committee for the current year which become vacated.
- (e) To be responsible for the self management of members of the Executive Committee which shall include the removal from office of a member who consistently fails to meet the requirements of the member's role. This sanction can only be enforced by a majority vote of all the other Executive Committee members at a properly convened meeting.
- (f) The Chairman shall have a casting vote.

4. Sailing Committee

To be elected at the Annual General Meeting: Seven Members

These together with a Flag Officer, the Sailing Secretary and Class Captains shall form a Sailing Committee and have exclusive control of matters provided for in the Racing Rules of the RYA and such other matters as the Executive Committee may by Bye-laws provide. The Sailing Committee shall present a report to the Annual General Meeting. Six members of the Sailing Committee shall form a quorum.

5. Social Committee

To be elected at the Annual General Meeting: Six members.

These together with a Flag Officer and the Social Secretary shall form the Social Committee which shall be responsible for organising all Club social activities and for maintaining a roster of volunteers to serve in the Galley. The Social Committee shall present a report at the Annual General Meeting. Four members of the Social Committee shall form a quorum.

6. (a) Bosuns Committee

To be elected at the Annual General Meeting:

Five assistant Bosuns and one other member to act as Secretary. These together with a Flag Officer and the Bosun shall form the Bosuns Committee. This Committee shall be responsible for allocation of moorings, dinghy park and the laying up berths. Also all Club mechanical equipment.

(b) Maintenance Committee

To be elected at the Annual General Meeting:

Four assistant Maintenance Officers. These together with a Flag Officer and the Maintenance Officer shall form the Maintenance Committee. This Committee shall be responsible for the maintenance of all Club buildings, compound fencing and slips and for maintaining and organising a roster of volunteers for general working parties and Clubhouse and toilet cleaning.

7. Membership Committee

The Committee shall consist of one Flag Officer, Secretary or Assistant Secretary, and one representative from each of the Social, Sailing, Bosuns and Maintenance Committees. They are to meet all applicants for membership and are to report monthly to the Executive Committee on the suitability of the applicants for Club membership.

8. Bar Committee

To be elected at the Annual General Meeting: Three members. These members, together with the Commodore, Hon. Treasurer and Bar Manager shall form a Bar Committee who shall be responsible for the purchase for the Club and supply by the Club of intoxicating liquor and other Bar requisites and the management of the Bar.

9. The Bar Hours shall be:

As agreed by the Executive Committee and in accordance with Licensing Hours or such other hours as the Licensing Justices may by General Order decree.

10. Sub-Committees

The five main committees may appoint sub-committees from among their members to deal with a particular matter. Each sub committee shall be given explicit terms of reference on its formation, also the power to co-opt members not on the main committee if necessary. A sub committee must report its findings to the committee from which it was formed at the earliest opportunity, after which it shall cease to exist. In the event of enquiries being extended, interim reports must be submitted at intervals not exceeding two months.

11. Hon. Auditors

Two Hon. Auditors shall be elected at the Annual General Meeting and shall be responsible for conducting an annual audit of the Club accounts and shall report their findings to the Annual General Meeting.

12. Trustees

The Property of the Club shall be vested in three Trustees who shall be appointed by the Executive Committee and shall hold office for five years or until resignation from the Club or withdrawal. The Trustees of the Club shall have the right to attend Executive Committee Meetings in a non-voting capacity.

All property of the Club shall be vested in the Trustees to be dealt with by them as the Executive Committee may from time to time direct by resolution (of which an entry in the Minute Book shall be conclusive evidence). The Trustees shall be indemnified against risk and expenses out of the Club property.

13. Election of Officers and Committees

13.1 No person shall be elected a trustee or officer of the Club unless:

- (a) He/she has completed one year of membership.
- (b) His/her name and permanent address, shown on a list of Local Government Electors, is within twenty miles radius of the Club premises.

Any person so elected and subsequently not complying with (b) above shall be required to resign forthwith. Paragraph 13 (b) shall not apply to the election of persons under 18 years but any such person who has been elected shall be required to satisfy the Executive Committee that he/she is in fact residing within 20 miles radius of the Club.

13.2 No person shall be elected or remain as a member of a committee or sub committee unless his/her name and permanent address, shown on a list of Local Government Electors (or otherwise qualified), is within twenty miles radius of the club premises.

## MEMBERSHIP

### 14. Classes of Membership

- (a) **INDIVIDUAL.** Membership is open to individuals aged 18 years and above. These members may use all the facilities of the Club, take part in all events organised by the Club and vote at all Club Meetings.
- (b) **CADETS.** Personal Cadet membership is open to young people from the age of 13 years who may enjoy the same conditions and privileges as members except that they must have reached the age of 16 years before being allowed to vote and that Club keys will only be issued at the discretion of the Executive Committee and following a probationary period which may be of variable duration. Parents / Guardians of Cadets will be required to sign the standard form of indemnity in respect of the Cadet as a condition of membership. Cadet membership is only available up to the end of the Membership year in which his/her 18<sup>th</sup> birthday falls. Cadet membership may, upon application, be extended to existing cadets who continue in full time higher education but shall cease on completion of their first certificated qualification, the end of the membership year in which their 22<sup>nd</sup> birthday falls or when leaving higher education.
- (c) **FAMILY.** Membership is open to Couples or parent(s) resident at one address, and their child/children below the age of Individual membership. Voting rights are as for Individual Members and apply to both adults and children from the age of 16 years. From the age of 13 children included in Family membership shall be classed as Cadet Members. Responsibility for the safety and behaviour of all children covered by family memberships rests solely with the parents or adults of the membership in all situations and activities whether shore based or afloat.  

Independent participation in Club organised activity afloat or ashore will be permitted only from the age of 8 years upwards. Parents, Guardians of the membership will be required to sign the standard form of indemnity in respect of their children as a condition of membership.
- (d) **TEMPORARY.** Members, who may enjoy the same facilities and privileges as members except that they may not attend Club Meetings, vote or be awarded a Club Trophy.
- (e) **DISTANT.** Existing members who move to reside permanently a distance of at least 50 miles from the Club may apply for Distant Membership. They may not keep a boat on a Club mooring nor keep a boat in the Club compound. Voting rights are as for Individual Members.
- (f) **SENIOR INDIVIDUAL.** Any member with at least one year's membership may apply for Senior Membership from the beginning of the year in which his/her 66<sup>th</sup> birthday falls. Voting rights are as for Individual Members.
- (g) **SENIOR FAMILY.** When the original applicant of a family membership achieves the age of 65 and has been a member for at least one year he/she may apply at the next annual renewal for Senior Family membership.
- (h) **RNLI SHORELINE.** Members of RNLI SHORELINE may be granted temporary membership for one day only on not more than twelve occasions in any one year. Notice of each occasion is to be posted on the Club notice board or two days before each occasion.
- (i) **43<sup>RD</sup> PORTSMOUTH SEA SCOUT GROUP MEMBERSHIP.** Only members of the 43<sup>rd</sup> Portsmouth Sea Scout Group may join in this class. Neither the Sea Scout Group nor its members may vote at General or Special General Meetings. Sea Scout Group members holding other classes of TSC membership will have the voting privileges of those other classes. Members of the 43<sup>rd</sup> Sea Scout Group who also hold other classes of TSC membership will enjoy the same conditions and privileges as all other members of those classes. The specific conditions and privileges for this group and its members are set out in Bye Law 16. The 43<sup>rd</sup> Portsmouth Sea Scout Group and its members will be subject to the whole of the Tudor Sailing Club Constitution and Bye Laws except where these are changed by the specific conditions mentioned above and in Bye Law 16.
- (j) **HONORARY LIFE MEMBERSHIP.** Honorary life membership may be awarded in recognition of outstanding service to the club, specific or extraordinary achievement or through association of a particular office which has brought benefit to the club and its members. Honorary life membership may be awarded following a proposal made at a Special or General Meeting that is carried by a 75% majority of the members present at the meeting.

An existing member will be recognised as an Honorary Life member from the start of the membership year following the award. The Honorary Life member's immediate family will be included in the award in line with the constitutional definition of family membership.

An existing member awarded Honorary Life membership may be elected to hold office or be a member of a committee and will maintain their voting rights in line with the class of membership they held immediately prior to the award. Maintenance duties will not be required but fees associated with compound space and moorings will still apply.

A non-member may be granted a non-voting Honorary Life membership as an individual. Their family may use the facilities of the club as the Honorary Life member's guests.

Honorary Life Membership is awarded to a person (and, if applicable, their spouse) for the duration of their life. The award cannot be bequeathed.

An Honorary Life member is subject to the constitution and byelaws including the rules relating to termination of membership.

- (k) **HONORARY MEMBERSHIP.** Honorary membership may be awarded for a period not exceeding one membership year in recognition of outstanding service to the club, specific or extraordinary achievement or through association of a particular office which has brought benefit to the club and its members. Honorary memberships may be awarded by a unanimous decision of the Executive Committee at a properly convened meeting.

Existing members who are awarded Honorary membership will have their normal membership subscriptions waived for the year of the award. Maintenance duties and fees associated with compound space and moorings will still apply.

Non members will be advised of their award and its duration in writing. Their family may use the facilities of the club as the Honorary member's guests. This class of member will not be entitled to keep a boat at the club, be elected to office or vote at a Special or Annual General meeting. They may however be co-opted on to a committee or sub committee to provide professional advice and guidance in a non-executive non-voting capacity.

An Honorary member is subject to the constitution and byelaws including the rules relating to termination of membership.

15. Termination of Membership

The membership of any member may be terminated by the Executive Committee if they decide it is in the interests of the Club.

They shall not be required to give any reasons but they shall give any member the opportunity of being heard and/or making representations before terminating his/her membership. No part of a subscription shall be returned.

16. New Members

Membership is open to anyone interested in the sport regardless of sex, disability, ethnicity, nationality, sexual orientation, religion or beliefs. However, limitation of membership according to facilities is allowable on a non discriminatory basis.

- (a) All applications for membership shall be in the form currently prescribed by the Executive Committee.

An application for membership must be posted on the Club notice board by the Hon. Secretary for not less than fourteen days prior to being considered by the Executive Committee in order to allow members to submit objections to an application.

Having considered any objections raised election to membership shall be by majority vote of the Executive Committee.

The Executive Committee need not give any reasons for its decisions. When a waiting list has to be enforced candidates shall, however, be informed of their position.

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- (b) Persons under 19 years. In the case of persons applying to join who do not reach their nineteenth birthday during the current year, the Hon. Secretary shall require the parents or guardians of such persons to sign a form of indemnity before submitting the nomination form to a meeting for approval.
- (c) Temporary Members may be admitted on payment of such subscription as the Executive Committee shall prescribe, provided that the nomination form is signed by four members. The term of membership shall not exceed three months in any year.

### CLUB FUNDS AND SUBSCRIPTIONS

17. Reserves

A reserve fund sufficient to meet the rates and rent liabilities of the Club for one year shall be maintained in the bank deposit account and shall only be used in the event of the annual income being insufficient to meet these expenses.

18. Committee Expenditure

Flag Officers may on behalf of the Executive Committee approve expenditure of up to £250 per item by the Committee on which they sit, up to a maximum of £500 per annum.

All other Committee and Sub-Committee expenditure shall be by consent of the Executive Committee.

19. Subscriptions

The subscriptions shall be determined annually by the Club in General Meeting.

### GENERAL MEETINGS

20. Annual General Meeting

An Annual General Meeting shall be held at intervals of not greater than fifteen months to:

- (a) Receive the reports of the Executive Committee, Sailing Committee, Social Committee and Auditors.
- (b) Receive the Hon. Treasurer's Report and the Audited Accounts for the last financial year.
- (c) Elect Officers and Committee Members.
- (d) Transact any other business mentioned in the notice convening the meeting or accepted by the Chairman at the meeting. Thirty members shall form a quorum at any Annual General or Special General Meeting.

21. Special General Meeting

A Special General Meeting may be called by the Executive Committee at any time. A Special General Meeting must be called by the Executive Committee within 31 days of written request to do so, which is made by not fewer than 15 members who shall state the business of the Special General Meeting in the form of a Special Resolution or Special Resolutions.

22. Notices for General and Special General Meetings

Ten clear days notice of the Annual General Meeting shall be given.

Ten clear days notice of any Special General Meeting shall be given.

Notices of all General Meetings incorporating the Agenda and included as part of a Club circular and delivered to every member at the last address shown in the Hon. Secretary's records shall be sufficient official notice. In addition, notice, including the Agenda, shall be posted for the same periods on the Club notice boards.

23. Voting at General and Special Meetings

Voting at a General or Special Meeting on a Special Resolution shall be by ballot. The majority required to pass a Special Resolution shall be 75% of the Members present and voting.

All other matters shall be decided by a majority vote by a show of hands. Only Members shall be entitled to vote. The Chairman shall have the casting vote.

24. All General and Special Meetings will be conducted according to RYA Guidelines.

**RULES**

25. Alterations

These rules may not be rescinded, altered, amended or added to except by a Special Resolution at a General Meeting. Any change so made shall be exhibited in the Club House and sent to every Member in a Club circular as soon as may be, and the Clerk to the Justices is to be informed by the Hon. Secretary within 28 days of the alteration.

The Executive Committee shall deal with any matter not provided for in these rules.

**STATUS / WINDING UP**

26. Status

Tudor Sailing Club is a non profit making organisation. All profits and surpluses will be used to maintain or improve the facilities of the club. No profit or surplus will be distributed.

27. Winding Up of the Club

If upon winding up or dissolution there remains, after the satisfaction of all debts and liabilities, any property whatsoever, this surplus will be transferred to another body or bodies having objects similar to that of Tudor Sailing Club that is either another CASC (Community Amateur Sports Club) within the scheme or a charity.