The Combs Sailing Club Constitution

1. Name

The name of the Club shall be "THE COMBS SAILING CLUB".

2. Objects

To promote and facilitate community participation in the arts of sailing, racing, rowing and paddling small craft. With the exception of power for the propulsion of patrol craft the use of any form of power is specifically excluded.

3. Membership

Membership of the club shall be open to anyone interested in the pursuit of the club's objectives on application regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs. Membership may however be limited according to available facilities on a non-discriminatory basis.

Membership subscriptions will be kept at levels that will not pose a significant obstacle to people participating.

The General Purposes (GP) Committee may refuse membership or, subject to the provisions on conduct of members below in this section, remove it, only for good cause such as conduct or character likely to bring the club or sport into disrepute. Appeal against refusal of membership may be made to the members.

Sailing membership is open to anyone who wants to take part in the full range of club activities.

Paddling membership is available at a discounted rate to anyone who wants to paddle but not to sail. Paddling members will not be asked to perform sail racing duties but may volunteer to do so.

The following categories of membership will be available to both of the above:

Individual
Family
Junior
Outport
Honorary
Temporary
Visiting
Group

An application for membership shall be in the form from time to time prescribed by the GP Committee, and shall include the name, address, email and telephone of the applicant.

The Membership Secretary shall inform each applicant in writing of the outcome of their application and shall provide new members with a copy of the Rules and Byelaws of the club and make request for such payments as are necessary.

An appeal against refused applications may be made first to the General Purposes Committee of the club and second to the members in General Meeting.

Every member shall provide the Secretary with an up-to-date address which shall be recorded and any notice sent to such address shall be deemed to have been duly delivered.

Individual membership

This is the standard membership for adults over the age of 18 on the 1st January.

Family membership

Family members consist of one or two adults and all children within their guardianship under the age of 18, or if in full-time education and over 18, on the 1st of January.

Junior membership

Junior members shall be under the age of 18, or in full-time education and over 18, on the 1st of January. Junior members are under no obligation other than to obey club rules.

Outport membership

Outport membership is available for any member who sails less than four times a year and does not intend to leave their boat at the club.

Honorary membership

Honorary membership is conferred at the discretion of the GP Committee on those who have notably helped the Club or the cause of sailing or paddling.

Temporary membership

Temporary membership for a minimum period of a month and a maximum period of three months may be granted by the GP Committee to individuals who reside more than 25 miles from the club and who can prove membership of an RYA affiliated club. Temporary members may participate, but may not be awarded the trophy, in trophy events.

Visiting membership.

Visiting membership is available to visiting sailors and paddlers who wish to use the water for a limited period when visiting the area but not permanently resident.

Group membership

To be considered at the discretion of the GP committee on a year to year basis.

Membership Subscriptions

Membership subscriptions become due on 1st January and are considered to be in arrears if unpaid after 31st January. Members in arrears with their subscription may not normally exercise any of the privileges of club membership until they have paid the outstanding sum in full.

Any member who does not have a craft and/or associated equipment at the club and whose subscription is four months in arrears may, at the discretion of the General Purposes Committee and after due warning, be deemed to have resigned.

A member who, for any reason, anticipates inability to use the club or its facilities for the whole of any one year shall be excused payment of the annual subscription and other annual fees provided that notice in writing is given to the Secretary before the last day of the subscription year. A member wishing to be re-instated during the year in question shall pay such portion of the annual subscription as the Committee shall require. Members may not defer their membership in this way for more than two years.

Club rules

Every member is deemed to have notice of, and undertakes to comply with, the Club Rules and the current Byelaws and Regulations of the club. Any refusal or neglect to do so, or any conduct which, in the opinion of the GP Committee, is either unworthy of a member or otherwise injurious to the interests of the club, shall render a member liable to disciplinary action by the Committee, which may include expulsion or non-renewal of membership.

PROVIDED THAT, before taking any such disciplinary action, the GP 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 GP Committee, or of resigning. A Resolution to apply any sanction shall be carried by a simple majority vote by those members of the GP Committee present and voting on the resolution. Appeal against expulsion or non-renewal of membership may be made to the members in General Meeting.

Membership Voting Rights

Individual membership

Individual sailing members who have been members for less than two years are entitled to vote at general meetings but not on matters which affect the Constitution of the Club, election of the General Purposes (GP) committee, or the Dissolution of the club

Individual sailing members of more than two years membership are entitled to vote on all matters at general meetings.

Individual paddling members who have been members for less than two years are entitled to vote at general meetings but not on matters which affect the Constitution of the Club, election of the General Purposes (GP) committee, or the Dissolution of the club.

Individual paddling members of more than two years membership are not entitled to vote on matters which affect the Constitution of the Club, election of the General Purposes (GP) committee, or the dissolution of the club.

Family membership

Adult family members have the same voting rights as Individual members with the same length of membership. Children, and those over 18 in full-time education, have the same voting rights as junior members.

Junior membership

Juniors may attend general meetings but may not vote.

Outport membership

Outport members may not vote at general meetings

Honorary membership

Honorary members may not vote at general meetings unless they also maintain a subscription in an appropriate category of membership.

Temporary membership

Temporary members may not vote at general meetings

Visiting membership

Visiting members may not vote at general meetings

Group membership

Group members may nominate an individual to cast a single vote at general meetings but not on matters which affect the Constitution of the Club, election of the General Purposes (GP) committee, or the dissolution of the club.

4. Management.

The club's governing body is the membership in general meeting.

Election of the Officers named in this section (except the Chair and Secretary of the Sailing and Paddling Committees, the Captain of Matches and the fleet representatives) and of the Committees, shall be made at a General Meeting. Written nominations, signed by two Members and countersigned by the nominee, are normally required; failing these, verbal nominations may be accepted.

Officers and committee members shall hold office until the termination of the following Annual General Meeting.

All meetings will generally take place through the actual attendance of members however if circumstances require it, meetings may take place by electronic means.

(a) GP Committee

The general affairs of the Club shall be managed by a General Purposes (GP) Committee consisting of three Flag Officers (Commodore, Vice-Commodore and Rear-Commodore), a Secretary, Treasurer, and three other Members. It may co-opt one or two Members (with voting powers) for special purposes.

No Flag Officer may hold the same office for more than five consecutive years. The Commodore is ex-officio a member of all Committees; if necessary the Commodore may appoint the Vice or Rear-Commodore to deputise.

Only sailing members who have been members for more than two years are eligible for the GP committee. For all other offices only Individual and adult family members are eligible.

The GP Committee shall have power to decide any matter not provided for in the Constitution and shall decide on any Bye-Laws for the efficient running of the Club. It shall determine the times when dinghy and board sailing and paddling can take place on Combs Reservoir.

If, for any reason, a casual vacancy shall occur, the GP Committee may co-opt an eligible member to fill such a vacancy until the next following Annual General Meeting.

Four members shall form a quorum at a meeting of the Committee.

(b) Sailing Committee

The Sailing Committee consists of up to eight members and four members of the Sailing Committee shall form a quorum at any meeting of that Committee. Once elected, the Sailing Committee shall choose its own Chair and Secretary from its members.

The Sailing Committee manages all activities on the water. This includes:

Setting the calendar of water based activities

Setting the sailing fixtures of the club

Setting boat and personal handicaps for racing

Managing the recording of all races

Managing the awards for trophy and series events

Choosing a Captain of Matches who shall decide tactics in inter-club matches and

Choosing a Representative for each Fleet.

Establishing a link with Derbyshire Youth Sailing

Establishing a link between the various open meeting events to be held at Combs

Managing the training provision

The chair of the sailing committee is ex-officio a member of the General Purposes committee.

The racing records of the Club shall be kept by an Official Recorder. The Official Recorder is ex-officio a member of the Sailing committee.

(c) Paddling Committee

The Paddling Committee, with reference to the sailing committee, shall manage, develop and promote paddling activities at the club.

The Paddling Committee shall consist of up to six members.

Three members of the Paddling Committee shall form a quorum at any meeting of that Committee. Once elected, the Paddling Committee shall choose its own Chair and Secretary from its members.

The chair of the Paddling Committee is an ex-officio member of the General Purposes committee.

The Paddling Committee will appoint a representative to attend the sailing committee to ensure appropriate liaison concerning the calendar and sailing and paddling sessions.

5. Abandoned craft

If, at any time, any fees payable to the Club by any member or former member (whether by way of arrears of subscription or facilities fees, dinghy park fees or otherwise) shall be three months or more in arrears and craft and/or trailer and/or associated equipment the property of a member or former member remains upon the Club premises then the member or former member shall remove the craft and/or trailer and associated equipment from the Club immediately. If the member or former

member fails to remove the boat and/or trailer and associated equipment then the Committee may: -

(a) Move the craft and/or trailer and associated equipment to any part of the Club premises without being liable for any loss or damage to the boat and/or trailer and/or associated equipment howsoever caused.

(b) Give three months notice in writing by recorded delivery post to the member or former member at his last known address as shown in the Club Register and thereafter sell the craft and/or trailer and/or associated equipment and deduct any monies due to the Club from the net proceeds of sale before accounting for the balance (if any) to the member or former member.

(c) Alternatively, if the craft and/or trailer and/or associated equipment is unsaleable, after giving notice in writing as aforesaid, dispose of the craft and/or trailer and/or associated equipment in any manner the Committee may think fit and deem the cost of doing and any arrears as aforesaid to be a debt owing to the Club by the member or former member.

In addition the Club shall at all times have a lien over members' or former members' boats and /or associated equipment parked on the Club's premises in respect of all monies due to the Club, whether in respect of arrears of facilities fees or subscriptions or otherwise and shall be entitled to retain possession of the craft and/or trailer and/or associated equipment until such time as all monies due to the Club have been paid in full.

(d) The Club reserves the right to charge storage for the craft and/or trailer and/or associated equipment until such time as the owner collects the craft and/or trailer and/or associated equipment or until notice has been served under Rule (b) above.

PROVIDED ALWAYS THAT:

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 the craft and/or trailer and/or associated equipment is sold, if the Club is unable to account to the member or former member for the balance of the proceeds of sale pursuant to Rule (b) above then the balance of the proceeds of sale shall be placed upon bank deposit account and retained against the eventuality of a claim by the owner (whether he be the said member or former member or otherwise) for a period of six years.

6. Finance

The Club is a non-profit making organisation and all surplus income or gains will be re-invested in the Club. The Club does not permit any distribution of club assets, in cash or kind, to members or third parties. In particular the GP Committee shall ensure that the property and funds of the club will not be used for the direct or indirect private benefit of members other than as reasonably allowed by the rules. Donations to the RNLI and to support the development of sailing are permitted.

The Annual Subscriptions and Boat Registration Fees shall be determined by a General Meeting; but any change shall not be considered as a change in Constitution. The subscription year is the calendar year from 1st January to 31st December.

The examined accounts of the Club shall be presented to the Annual General Meeting.

The Club financial year is the 12 months from November 1st to October 31st the following year.

7. Type of Craft

All craft except keelboats multi-hulls and power boats are permitted to use the water at Combs.

The GP committee may at their discretion decide that certain craft otherwise permitted by this rule are inappropriate and withdraw permission for those craft.

8. General Meetings

The Annual General Meeting of the Club shall be held within five months of the end of the Club Financial Year on a date to be fixed by the General Purposes Committee. Thirty five days or more before that date the Secretary shall convene the Meeting and invite motions for the Agenda and nominations for office; the notice shall state which retiring Officers, if any, refuse re-nomination. Motions and nominations must reach the Secretary at least twenty one days before the Meeting. At least seven days before the Meeting the Secretary shall send a copy of the Agenda to each Member.

Notices of Club meetings will be properly served if posted by first or second class mail, or delivered by hand, to the last address held in the Club membership records or by electronic means direct to the member to the email address held in the membership records. Where an email address has been supplied by a member this will be used as the method of service in preference to delivery by other means.

Extraordinary General Meetings may be called at any time on giving at least seven days notice to all Members either:

(1) By the majority vote of the General Purposes Committee; or

(2) By the Secretary at the written request of four or more Members; such request to include at least one formal proposition on a matter of importance to the Club as a whole.

At every meeting of the club the presiding officer shall be: The Commodore, or if absent, the Vice Commodore, or if absent, a Chair elected by those present.

Fifteen members entitled to vote shall form a quorum at any General Meeting of the club.

9. Change in Constitution

No change in the Constitution may be made except by a General Meeting voting on a proposition included in the Agenda; though such propositions may be amended at the Meeting in any way which does not affect seriously the sense and purpose of the original proposition.

A change in the Constitution shall be made if, and only if, two thirds of the Members entitled to vote who are present and voting at the Meeting vote in its favour and provided that no such change shall jeopardise the club's status as a Community Amateur Sports Club within the meaning of the Finance Acts.

10. Trustees

There shall be at least four Trustees of the club who shall be appointed from time to time as necessary by the GP Committee from among Individual, Adult Family or Honorary Members who are willing to be so appointed. A Trustee shall hold office during his lifetime or until he shall resign, by notice in writing given to the GP Committee, or until a resolution removing him from office shall be passed at a meeting of the GP Committee by a majority comprising two-thirds of the members present and entitled to vote.

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 practicable, on trust for the use and benefit of the club. In the event of the death, resignation, or removal from office of a Trustee, the GP Committee shall nominate a new Trustee in his place, 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 Commodore of the Club 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 so nominated by the Committee.

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 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.

(To be incorporated in every contract, lease, licence or other agreement entered into by the Trustees of the Club).

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.

11. Borrowing Powers

If at any time the Club in general meeting shall pass a resolution authorising the General Purposes Committee to borrow money, the Committee shall thereupon be empowered to borrow for the purposes of the Club such amount of money either at

one time or from time to time and as such rate of interest and in such form and manner and upon such security as shall be specified in such resolution, and thereupon the Trustees shall at the direction of the Committee make all such dispositions of the Club property or any part thereof and enter into such agreements in relation thereto as the Committee may deem proper for giving security for such loans and interest. All members of the Club, whether voting on such resolution or not, and all persons becoming members of the Club after the passing of such resolution, shall be deemed to have assented to the same as if they had voted in favour of such resolution.

12. Dissolution of the Club

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. Any assets remaining will be donated to the sport's governing body, the Royal Yachting Association or another Community Amateur Sports Club which has similar objects to those of Combs Sailing Club.

The dissolution of the Club requires the support of two thirds of members attending a General Meeting and entitled to vote on dissolution.

Accepted at the 2020 AGM March 15th 2021