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## 1. The Club

- a) The name of the Club shall be: PORT DINORWIC SAILING CLUB – CLWB HWYLLO Y FELINHELI.
- b) The objectives of the club shall be:
  - i. To promote sailing and the sport of sailing amongst its members and in particular to promote and facilitate sailing from its base in Y Felinheli.
  - ii. (ii) The furtherance of high standards of seamanship and sportsmanship both on and off the water
- c) The Club shall operate a bilingual policy where practicable.

## 2. Constitution

- a) The club is a member's only club. In order to use or benefit from the club facilities or services a person must be:
  - i. A fully paid-up member in one of the categories designated in section 2(b) of the club constitution.
  - ii. A signed in guest under conditions detailed in section 3(g) of the club constitution.
- b) The Club shall consist of persons who are Full Members (Single or Family), Associate Members, Youth Members, Affiliated Group Members, Honorary Members, Honorary Life Members and Social Members.
- c) To be eligible for election as a Full Member, a person must be over the age of 18 on 1st January of that year. To be eligible for election as, or eligible to continue as an Associate Member, a person must be over the age of 18 and under the age of 21 on 1st January of that year. To be eligible for election as, or eligible to continue as a Youth Member, a person must be under the age of 18 on 1st January of that year. Affiliated Group Members are members of Groups affiliated to the Club. Honorary Membership and Honorary Life Membership shall be decided upon by the Management Committee. A Family Membership shall consist of an adult and their spouse / partner who shall be Full Members and the children of that family who are under the age of 18 on the 1<sup>st</sup> of January of that year or are associate members in full time education on 1<sup>st</sup> Jan of that year, who shall be youth or associate members.
- d)
  - i. Full, Associate and Youth members shall be entitled to use club facilities, partake in on the water activities and keep boats at the club.
  - ii. Social membership is available to persons who wish to be associated with the club. They may use its on-shore facilities but cannot partake in any on the water activities nor keep boats at the club.
  - iii. The membership terms of Affiliated Group, Honorary and Honorary life members shall be determined by the management committee on a case-by-case basis.



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### 3. Members and Subscriptions

- a)
- i. Every candidate for election as a member of the Club shall complete and sign a form of application provided for the purpose. and forward this, together with the appropriate subscription and entrance fee, to the Secretary. The election of the Candidate shall be proceeded with at the next meeting of the Management Committee. The election shall be by ballot of the Committee of whom there must be at least five present and voting. The name of each candidate shall be taken separately.
  - ii. Membership shall be decided by a simple majority.
  - iii. No one will be refused membership on the grounds of race, sex, occupation or religious, political or other opinion. If application is refused, the Committee will be prepared, if asked, to state their reasons in writing.
- b) Except that Affiliated Group subscriptions and fees shall be determined in accordance with clause 7(f), the annual subscription and entrance fee of each class of members shall be determined by the Club in general meeting and may be varied from time to time. The Club may, if it thinks fit, fix the annual subscription of those members who have belonged to the Club for 25 years or more without a break at a lower rate than applicable to members of the same class.
- c) If a proposed member submits an application dated after 30th September, the currency of the first year's subscription shall be deemed to extend until 31<sup>st</sup> December in the following year.
- d) All subscriptions shall become due and payable on the first day of January of any given year. If any member shall fail to pay his or her subscription by the following first day of March, notice of this omission shall be given to him or her. If by the following first day of May the subscriptions be still unpaid, the Committee may by resolution at any time thereafter exclude the member from membership of the Club and his or her name shall be expunged from the Register of Members and shall be posted in the Clubhouse. Any reinstatement shall be at the absolute discretion of the Committee, who may impose such conditions of reinstatement as they think fit.
- e)
- i. After the first day of May in any year, any existing members whose subscriptions are then in arrears or who may owe any other sums of money to the Club shall not be entitled to vote at any meeting nor to enter, steer or sail any boat to qualify it for any prize or points in any race. In addition, the committee reserve the right to levy an administration surcharge for subscriptions due.
  - ii. If at any time, fees payable to the Club in respect of subscriptions, use of dinghy park or mooring facilities on the land, foreshore or seabed within the jurisdiction of the Club by any member or former member shall become more than 3 months or more in arrears from the date upon which they became due:
    - The Club shall be entitled to move the boat and/or trailer and/or mooring to any other part of its premises without being liable for any loss or damage to the boat and/or trailer and/or mooring, however caused.
    - The Club shall be entitled upon giving one month's notice to the member or former member at his last address shown in the register of members, to sell the boat and/or trailer and/or mooring and deduct any monies due to the Club (whether by way of arrears of subscriptions, mooring fees or otherwise) from the proceeds, before accounting for the balance (if any) to the member or former member.
    - Alternatively, any boat and/or trailer and/or mooring that, in the opinion of the Club cannot be sold, may, after proceeding, as above, be broken up and the expenses recovered from the member or former member.



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- The club reserves the right to refuse boat subscriptions for boats that have not been used in the previous 2 years and to request that the owner removes the boat from the club grounds.
- f)
- i. If any member has a grievance or issue, in the first instance they should consult with any of the Flag Officers or President of the club for clarification. If the member wishes to proceed, they should write to the club secretary for discussion at the Management Committee. This does not affect a member's right to air views at the AGM, or other General Meetings.
  - ii. The Management Committee shall have power to expel by resolution of at least ten members of the Management Committee any member from membership of the Club for conduct deemed by the Management Committee as being injurious to the welfare and character of the Club.
  - iii. There shall be the right of appeal to the Committee, or an Appeal Committee set up by it to act on its behalf, against any decision made by an Officer of the Club.
  - iv. The appeal should normally be considered within 14 days of its being received by the Secretary.
- g) Full, Social and Associate members, with the permission of an Officer of the Club, may introduce occasional guests to the Club. Any such guest will not be eligible for points or non-open prizes. No person may utilise the club, as a guest, more than 3 times before becoming a member in their own right. All such guests must be signed in, using the visitors' book. Rule 3 (g) does not apply to membership renewals or re-applications.
- h) Members of the Club, their guests and visitors, may use the Club premises, and any other facilities of the Club entirely at their own risk and it is understood that:-
- i. 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.
  - ii. The Club will not accept any liability for personal injury arising out of the use of the Club premises, and any other facilities of the Club, or out of participation in any race organised by the Club, whether sustained by members, their guests or 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 the officers, committee or servants of the Club.
  - iii. Before inviting any guests or visitors onto the premises or to participate in events organised by the Club, members will draw their attention to this rule.
  - iv. All boats kept on club premises or sailed from the club must be insured against third party risks for a value of at least that specified in the sailing instructions. This minimum required value will be reviewed and set by the management committee as they see fit. Members may be required to provide evidence of adequate insurance at the discretion of the management committee.

#### 4. General Meetings

- a) The Club's Financial Year shall end on 30<sup>th</sup> September in each year and the Annual General Meeting shall be held at a convenient date in November. The above-mentioned General Meeting shall be called an Ordinary meeting: all other general meetings shall be called Extraordinary Meetings.
- b) The Management Committee shall convene all general meetings by giving not less than SEVEN days notice (exclusive of the day upon which notice is served and also of the day of the meeting for which notice is being given) to all members and to each Affiliated Group in writing, specifying the place, day and hour of meeting and in the case of Extraordinary meetings the special business which is to be transacted.
- c) The Management Committee shall convene an Extraordinary General Meeting if requested in writing to do so by not less than 25 of the voting members and, should the Committee fail



or neglect to act upon such request within one month, then the requisitioners themselves shall be entitled to call and serve notices and hold an Extraordinary general meeting, whose decision shall be valid and binding.

- d) At all General Meetings the quorum shall be 25 of the voting membership.
- e) Youth, Affiliated Group and Non-Sailing Members will be entitled to speak but not to vote at General Meetings, except where rule 5f applies.
- f) Notice of any motion to be placed on the agenda for the Annual General Meeting must be received in writing by the General Secretary, proposed and seconded by Club members entitled to vote at general meetings not later than two weeks prior to the AGM.

## 5. Proceedings at General Meetings

- a) At all meetings, the President shall preside, but the conduct of the meeting shall be in the hands of the Commodore as Chairman, or in case of the absence of the Vice-Commodore or in the absence of the Commodore and Vice-Commodore, of a deputy.
- b) No business shall be transacted at any general meeting unless a quorum is present. If within half-an-hour of the time appointed a quorum is not present, the meeting, if required by members, shall be dissolved. In any other case, it shall stand adjourned to the same day in the next week, at the same time and place, and if at the adjourned meeting a quorum is not present within half-an-hour from the time appointed for the meeting the members present shall be a quorum.
- c) The Chairman may with the consent of the meeting (and shall if so directed by the meeting) adjourn the meeting from time to time but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for ten days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.
- d) At any general meeting a resolution (except a resolution in connection with to clause 3(e) or to clause 3(f) hereof, where a ballot should be held) put to the meeting shall be decided by a show of hands.
- e) In the case of an equality of votes for and against, the Chairman of the meeting shall be entitled to a second casting vote.
- f) The Members entitled to vote at General Meetings are Full Members, Associate Members, one recognised youth representative, Honorary Life Members and accredited representatives of affiliated Groups. Each Affiliated Group shall be allowed one accredited representative (who must be present and vote in person).
- g) Voting by post or proxy shall not be permitted.
- h) Subject to the above, the ordinary rules for the proceedings and conduct of meetings shall apply to all general meetings and committee meetings.

## 6. Officers and Committees

- a) The Flag Officers of the Club shall be Commodore, Vice-Commodore, Rear-Commodore, President, and Vice-Presidents, to be elected as a Flag Officer of the Club, that person will have to have served on the Management Committee of the Club for a minimum period of 2 years at some time in the past. They shall be elected at the Annual General Meeting.
- b) The Executive Officers of the Club shall be General Secretary, Treasurer, Membership Secretary. All Executive Officers shall be elected at the Annual General Meeting.
- c) The Commodore, Vice-Commodore, Rear Commodore, and the Executive Officers, together with ten members who shall be elected at the Annual General Meeting, shall form the Management Committee, and any person eligible for co-option under Rule 8, and up to three further members co-opted by the Management Committee. The Commodore shall be Chairman, and the Vice-Commodore, Vice-Chairman.
- d) With the exception of the Vice-Presidents, all Flag Officers, all Executive Officers and all Committee members shall retire each year but if nominated shall be eligible for re-election, except that the Commodore, after holding office for any two consecutive years, shall not become eligible for re-election to this office until one year has elapsed.



- e) Nominations for Officers and the Management Committee must be received by the General Secretary 2 weeks prior to the Annual General Meeting. Such nominations must be proposed and seconded, in writing, by members entitled to vote at general meetings. Members must be notified of the date and time of the Annual General meeting 4 weeks prior to the meeting, and that nominations must be made in the above-described manner. The consent of nominees must be obtained. The Management Committee may supplement thereafter any nominations received by this date.
- f) If any committee member fails to attend two consecutive meetings, they are deemed to have resigned from the committee unless the other committee members vote to have them remain.

## 7. Management

- a) The entire management of the Club including control of funds and property thereof shall be the responsibility of the Management Committee and it is expressly declared that the Management Committee shall have the following powers:-
  - b) To manage the Club as primarily a Sailing Club and may include affiliated clubs of non powered water sports groups.
  - c) To pay the costs and expenses incidental to the running of the Club.
  - d) To determine who shall be authorised to sign on behalf of the Club bills, receipts, endorsements, cheques and contracts and other documents.
  - e) To invest and deal with any monies of the Club not immediately required for the purposes stated above.
  - f) To deal with all matters relating to Group affiliation, including power to decide what fees and subscriptions shall be payable by Affiliated Groups and any special conditions that shall govern Affiliated Group membership and to Honorary Members and Honorary Life Members.
  - g) To organise races according to ISAF rules and RYA prescriptions. and the formulation of local racing rules and the acquisition or disposal of Club assets and equipment and of any arrangement it may deem necessary or desirable to further the sailing interests of the Club.
8. The Management Committee may from time-to-time delegate any of their powers to any Committee as they think fit and the Committee shall in the exercise of the powers so delegated conform to any regulations that may be imposed upon them by the Management Committee. The Management Committee shall have the power to co-opt from time to time the Chairman of any such Committee that is set up under this rule.
9. The Management Committee shall produce and, as necessary, alter guidelines for members to observe. These shall be posted on the Club notice board and in the next following newsletter.
10. A Minute Book shall be kept by the General Secretary. Such book may be inspected by any member by appointment with the Secretary. Approved minutes should be posted on the Club Noticeboard.
11. The Management Committee shall be informed at each committee meeting of the Club's financial position. The Treasurer shall keep Books of Account and shall prepare or cause to be prepared a statement of accounts that shall be circulated to all members with the agenda of the Annual General Meeting.
12. At the Annual General Meeting, the members shall elect one of their number or a qualified accountant to audit the books of account for the current year and the auditor's report shall be quoted in the copies of the accounts which will be circulated to members.
13. These rules cancel any existing or previous rules. Any proposed alteration to these rules shall be by Notice of Motion which must be delivered in writing to the General Secretary 2 weeks prior to the Annual General Meeting. The terms of the Notice of Motion must be signed by the member proposing as well as by the member who is seconding. The Motion must obtain an assenting vote of three-fourths of the members present to amend, to cancel, and to become incorporated in the rules.



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14. The property of the Club shall be vested in Club Nominees, who shall be appointed on the nomination of the Management Committee only at an Annual General Meeting when and as deemed necessary by the Management Committee.
  15. Dissolution Clause. 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 or distributed among the members of the club, but shall be given to some recreational or sporting institution or institutions situated or registered in North Wales and having aims similar to those of the club, such institution or institutions to be determined by the club at or before the time of dissolution.