

Minnis Bay Windsurfing Club – Constitution & Rules

1. NAME

- 1.1 The club shall be called 'Minnis Bay Windsurfing Club', (hereinafter referred to as the Club).

2. OBJECTIVES

- 2.1 The objectives of the Club shall be to encourage the promotion and provide facilities for windsurfing in Thanet and surrounding areas of Kent.
- 2.2 To undertake other activities incidental or conducive to the furtherance of these objectives.
- 2.3 The Club is committed to encouraging the highest ethical standards. All Individuals involved in the Club should conduct themselves with integrity, transparency, accountability and in a fair and equitable manner.

3. MEMBERSHIP

- 3.1 The membership shall consist of the following categories:
 - Full member (includes immediate family)
 - Student member (full time student without regular income)
 - Associate member (i.e. less regular sailing members who live 40 or more miles from Minnis Bay)
- 3.2 Members in each category shall pay Membership fees as fixed at each Annual General Meeting. The Club in General Meeting may also require Members to contribute to the funds of the Club by way of a special levy.
- 3.3 All members joining the Club shall be deemed to accept the terms of this Constitution and any Bye-laws from time to time adopted by the Club, in particular without prejudice to the foregoing generality, the requirement to conduct themselves in accordance with the Club's ethical framework and the bye-laws as to discipline set out therein.
- 3.4 Any person seeking to join the Club shall submit an application to the Committee. Members shall be admitted by the Committee. Membership is open to all and no application for membership will be refused on other than reasonable grounds. There will be no discrimination on grounds of race, occupation, sex or religious, political or other opinion.

4. MANAGEMENT

- 4.1 The affairs of the Club shall be conducted by a Committee which shall consist of the Officers of Commodore, Chair, Secretary, Treasurer, Social Secretary, Development Director and Newsletter Secretary all of whom shall be elected at the Annual General Meeting.
- 4.2 The Officers of the Club shall be honorary. If the post of any committee member should fall vacant after such an election, the Committee shall have the power to co-opt to fill the vacancy until the next A.G.M.
- 4.3 All Committee members must be members of the Club.

- 4.4 The said Officers shall also be the trustees *ex officii* of the Club who shall hold any property belonging to the Club in their name and shall further be entitled to sue and be sued on behalf of the Club as trustees *ex officii*. They shall all be entitled to personal indemnity out of the funds of the Club where they are acting bona fide in their capacity as Officers of the Club.
- 4.5 The Committee shall have full power to deal with all matters relating to the Club not reserved to a General Meeting in terms of this Constitution, including power to make public and enforce such byelaws as the Committee feel necessary to govern the activities of the Club [including bye-laws relating to discipline].

5. GENERAL MEETINGS

5.1 Annual General Meeting

The Club shall hold an Annual General Meeting in the month of March to:

- Approve the minutes of the previous year's AGM.
- Receive reports from the Chairman .
- Receive a report from the Honorary Treasurer and approve the Annual Accounts.
- Elect the Committee.
- Appoint someone responsible for certifying the Club's accounts.
- Fix the subscription for the ensuing year.
- Consider changes to the Constitution.
- Review and consider any Bye-laws.
- Deal with other relevant business.

5.2 Extraordinary General Meeting

An Extraordinary General Meeting shall be called by an application in writing to the Secretary supported by at least 10% of the members of the Club. The Executive Committee shall also have the power to call an Extraordinary General Meeting by decision of a simple majority of its members.

5.3 Notices

At least 14 days' notice and the Agenda shall be given to all voting members of any General Meeting. No business shall be conducted unless fair notice thereof is contained in the Agenda.

5.4 Voting

With the exception of changes to the Constitution, decisions put to a vote shall be resolved by simple majority at General Meetings. The Chairman of the Club shall hold a deliberative as well as a casting vote at general and committee meetings, in each case at the time the meeting commences its business.

5.5 Quora

The quorum at General Meetings shall be 20% of the members and the quorum for Committee Meetings shall be 40% of the members.

5.6 Changes to the Constitution

Any change to the Constitution shall require a two thirds' majority of those present, eligible to vote and voting at a General Meeting.

A proposal to change the Constitution must be submitted in writing to the Secretary who shall circulate the proposal to all members and allow seven days for submission of any amendments before calling a meeting in accordance with rule 5.3 above.

All proposals for changes to the Constitution shall be signed by two members eligible to vote at a General Meeting.

6. FINANCE AND ACCOUNTS

- 6.1 The financial year shall run from April to March each year.
- 6.2 The Honorary Treasurer shall be responsible for the preparation of Annual Accounts of the Club.
- 6.3 The Accounts shall be certified by an appropriate independent person elected annually at the Annual General Meeting.
- 6.4 All cheques drawn against the Club's funds shall be signed by the Treasurer and one other nominated office-bearer.
- 6.5 All members of the Club shall be jointly and severally responsible for the financial liabilities of the Club.

7. DISSOLUTION

- 7.1 The Club is a non-profit making organisation. All profits and surpluses will be used to maintain or improve or develop the Club's facilities. No profit or surplus will be distributed other than to another non-profit making body on a winding-up or dissolution of the Club.
- 7.2 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 be transferred to some other organisation or organisations having objects similar to the objects of the Club, such organisation or organizations to be determined by the members of the Club by Resolution passed at a General meeting or in the absence of such a resolution (or that the extent to which it cannot be given effect) to the Association to which the Club is affiliated. (Such as R.Y.A.)

Notes

Audit of accounts

An independent Auditor is essential to protect the interests of the Club's members. The Auditor should be a reasonably independent person and may be a Club member with a knowledge of accountancy and who is not a member of the Executive Committee.

Bylaws

All members must have Third Party Liability Insurance up to £2,000,000 (which members will get automatically when they join the R.Y.A.).