

# Orkney Sailing Club

## Constitution, Rules & Standing Orders

1. The Club shall be called the 'Orkney Sailing Club'.
2. The headquarters of the Club shall be known as 'The Girmel', Harbour Street, Kirkwall.
3. The Club flag shall be a dark blue pennant with a white St. Andrew's Cross with an 'O' in the centre. The Red Ensign may also be flown. *(Amended at AGM Dec 06 2012)*
4. The Objects of the Club shall be:
  - To encourage the sport of sailing.
  - To co-operate with young people and youth organisations with a view to providing opportunities for sailing and instruction. *(Amended at AGM Dec 06, 2012)*

To promote fellowship amongst sailors. **Child protection. & Equality.** The Club is fully committed to safeguarding the welfare of all children in its care. It recognises the responsibility to promote safe practice and to protect children from harm, abuse and exploitation. Staff and volunteers will work together to embrace difference and diversity and respect the rights of children and young people. The Club operates an Equal Opportunities Policy where no one is denied the right to equal access on the grounds of age, race, creed, colour, gender, disability, occupation, religion, sexual orientation, or political persuasion or marital status or having or not having dependants. There is equality of opportunity in terms of the playing rights and the rights of members to attend general meetings, vote and hold office. *(Amended at AGM Dec 06 2012)*

### **5. Membership**

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 age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex, sexual orientation, political or other opinion. *(Amended at AGM Dec 06, 2012)*

#### **Categories of membership:**

- a) **SENIOR** - both male and female, shall be entitled to all the privileges and amenities of the Club and shall be eligible to hold any office in the Club and have the right to vote on all Club matters.
  - b) **JUNIOR** - shall be under the age of 18 on 1st January.
  - c) **STUDENT** - shall be restricted to persons in full time tertiary education.
  - d) **PENSIONER** - shall be restricted to those eligible for National Insurance Retirement Pension.
  - e) **LIFE** - shall be restricted to such persons as have given special service either to the Club or to sailing in Orkney and shall be elected at the Annual General Meeting.
  - f) **TEMPORARY** - shall be entitled to all the privileges of full members, except that they shall have no say in the management or conduct of the Club, and they may not fly the Club flag. The Management Committee shall elect temporary members. No person shall be eligible for temporary membership who has been refused other membership. The Management Committee may invite visiting yachtsmen to use the facilities of the Club for a period not exceeding two weeks.
  - g) **ASSOCIATE** - shall be open to members of any other Sporting Club as endorsed by the Management Committee. Associate members shall have no say in the management or conduct of the Club. *(Amended at a SGM 18/6/01)*
  - h) **FAMILY** - shall entitle a spouse and children, under the age of 18, of a senior member to all the privileges and amenities of the Club, except that they shall not be entitled to hold office or to vote. *(Amended at a SGM 18/6/01)*
  - i) **SOCIAL** - shall be open to friends and supporters of the Club who do not wish to participate in sailing activities on the water. Social Members shall not be eligible to be elected to the management Committee and shall have no say in the management or conduct of the Club. They may however be co-opted onto committees approved by the Management Committee and assist with the running of the Girmel. A Social Member may not participate in the sailing activities of the Club on the water or receive any special rates for training on or off the water. *(Amended at a AGM 08/12/09)*
6. **Application for membership**
- a) Membership of the club is open to all individuals provided they comply with this Constitution.
  - b) All applications for membership shall use the relevant documentation as required by the Club and shall be accompanied by the appropriate annual membership fee. All applications shall be handed to the Membership Secretary and will be considered by the management committee at their next meeting
  - c) The management committee shall be entitled to:
    - i) Refuse any application for membership on the grounds that such membership would be prejudicial to the objectives of the club as set out in clause 3 of this constitution; provided that the applicant concerned shall have the right of appeal to the management committee before a final decision is made.
    - ii) For good and sufficient reason to refuse renewal of any existing membership or terminate or suspend any membership provided that the member concerned shall have the right of appeal to the management committee before a final decision is made. *(Amended at AGM Dec 06 2012)*
7. The Annual Subscription payable by each member shall be fixed and determined at the Annual General Meeting. The Annual Subscription shall be payable in advance.
8. The Membership Secretary shall send application for renewal of membership

subscriptions during the month of January. If a renewal subscription is not paid by 31 January, a second and final reminder shall be sent. Failure to pay a renewal subscription by 31 March shall terminate that person's membership of the Club, at the discretion of the management committee.

*(Amended at AGM Dec 06 2012)*

9. The Flag Officers of the Club shall be the Commodore and the Vice Commodore elected in terms of Rule 11. They shall be Ex Officio members of all Committees.
  10. The Office Bearers of the Club shall be the Honorary Secretary and the Honorary Treasurer elected in terms of Rule 11. They shall be Ex Officio members of all Committees.
  11. The affairs and property of the Club shall be managed by the Management Committee consisting of:
    1. The Flag Officers and Office Bearers of the Club as specified in Rules 9 and 10.
    2. Not more than SIX members of the Club elected as provided for in Rule 16 and FIVE members excluding Flag Officers and Office Bearers shall be sailing members
    3. Such other members as may be co-opted on to the Management Committee with Full Voting powers as provided for in Rule 15.
  12. A Sailing Committee drawn from Club members will be appointed (at the Annual General Meeting or by the Management Committee) to hold office until the next Annual General Meeting. The members of the Sailing Committee will be eligible for re-appointment. Their duties shall be laid down by the Management Committee and will include the organisation of Rescue boats. *(Amended at a AGM 03/12/13)*
  13. The whole property of the Club, both heritable and movable shall be vested in the Trustees of the Club who shall be the Flag Officers and the Office Bearers of the Club, as specified in Rules 9 and 10, and their successors in office ex officios. The Club shall through the Management Committee have power to raise funds as may be required from time to time and the Trustees shall have power to grant security, heritable or otherwise therefore.
  14. The Management and other Committees shall have power to delegate any part or parts of their duties, except directions of the Trustees with such powers as they may deem necessary to one or more of their members, to sub-committees (whether composed of their own members or Club members or both) or otherwise as shall in the sole discretion of the relevant Committee be deemed necessary.
  15. The Management Committee shall be entitled to co-opt members to fill casual vacancies in the Committee, and to co-opt additional members, not exceeding THREE in number, with full powers to attend and vote at any Committee Meeting. The Committee may also co-opt any number of persons, whether members of the Club or not, for any special purpose but without the powers of voting at Committee Meetings, provided that the number of such persons shall at no time exceed ONE THIRD of the number of elected members of said Committee. Such persons shall not be entitled to any of the privileges of membership of the Club.
  16. The Annual General Meeting of the Club shall be held in DECEMBER each year. The Flag Officers, Office Bearers and other members of the Committee for the ensuing year shall be elected in accordance with the Standing Orders. The financial report and audited accounts for the previous financial year shall be submitted for approval and an Auditor elected. The members of the Club shall have an opportunity of raising any business in connection with the Club.
  17. The Financial Year of the Club shall end on THIRTY FIRST October in each year. The accounts of the Club shall be made up to that date and shall be audited prior to the Annual General Meeting by an Honorary Auditor appointed by the Club in General Meeting. The Honorary Auditor may be a member of the Club or of the Management Committee. He shall retire at each Annual General Meeting but shall be eligible for re-election.
- 17b. Sailing Activities - Orkney Sailing Club is a non-profit making organisation. All profits and surpluses will be used to maintain or improve the Clubs facilities. No profit or surplus will be distributed.
- Adopted at a Special General Meeting of Orkney Sailing Club 20 April 2000*
18. A Special General Meeting of the Club shall be called by the Honorary Secretary on:
    - a) the authority of the Management Committee, or within TEN days of the receipt of a requisition signed by not less than FIVE members entitled to vote at General Meetings, stating the purpose for which the meeting is desired, which purpose shall be any purpose not connected with the alteration of the Club rules.
  19. At least SEVEN clear days' notice shall be given of all General Meetings. This notice shall be promulgated by intimation in the "ORCADIAN" newspaper or such other newspaper, which has a substantial circulation in Orkney and by notice displayed on the Club Notice Board. In the case of a Special General Meeting, the notice shall state the purpose for which the meeting has been called, and no other business shall be transacted at the meeting.
  20. A Quorum for a General Meeting shall be TWENTY members entitled to vote and for a meeting of the Management committee the quorum shall be FIVE.
  21. Each member must vote personally. No member shall be entitled to vote at any Meeting unless all monies due from such member to the Club shall have been paid.
  22. Any Member wishing to move a resolution at any Annual General Meeting shall give written notice thereof to the Honorary Secretary at least THIRTY-ONE days before the date of the meeting, and that resolution shall be included in the Notice convening that Annual General Meeting.
  23. The Senior Flag Officer of the Club present shall take the chair at all General and Committee Meetings. If no Flag Officer were present the Meeting shall appoint

its own Chairman.

24. The Chairman shall have a deliberative and a casting vote.

25. The Management Committee shall have power to employ professional and other assistance and to allow the usual remuneration for the same. It shall be no objection that a professional adviser employed under this rule is a member of the Management Committee or of the Club.

26. No Member shall have any claim against the Club or its Officers or Office Bearers or against any individual member of the Club acting in an official capacity on behalf of the Club, in respect of any loss, injury or damage whatsoever caused or arising from any accident or misadventure happening on or within the Club premises or precincts. This freedom from liability cannot be claimed if there is any insurance cover in operation, which would provide compensation for an injured member.

27. The Management Committee shall be entitled to open Banking Accounts, as it may deem convenient and to allow these to be operated on its behalf by the Honorary Treasurer or by such other person or persons as may be decided by the General Committee. Such person or persons shall ensure that correct accounts and books shall be kept showing the financial affairs and intromissions of the Club.

28. The Management Committee shall ordinarily meet once a month.

29. The Management Committee shall have the power to make Bye Laws which shall have immediate effect on promulgation but shall lapse if not confirmed at the next Annual General Meeting or at a Special General Meeting called to confirm them. Promulgation shall be effected by exhibition on the Club Notice Board. Should any unconfirmed Bye Law be objected to in writing by FIVE members entitled to vote at General Meetings, a Special General Meeting shall be convened within TEN days of receipt of the objection by the Honorary Secretary.

30. A copy of all the confirmed Byelaws shall be displayed on the Club Notice Board or some other such conspicuous place in the Club premises at all times.

31. Complaints other than sailing protests must be made in writing to the Honorary Secretary and shall be dealt with by the Management Committee at their first meeting.

32. Any member wishing to resign from the Club shall give ONE MONTHS notice either verbally or in writing to the Secretary before the end of the current Club Financial Year or shall be liable for his subscription for the ensuing year, unless he or she shall have previously left the County permanently.

33. Any member infringing the Rules of the Club or the Bye-Laws of the Committee or whose conduct in or out of the Club is not in the interests of the Club shall be subject to expulsion under a TWO THIRDS majority of Committee members present, whereupon he or she shall cease to be a member of the Club and shall forfeit all fees and subscriptions paid. The member so expelled will be advised in writing by the Secretary of the Committee's decision.

34. No dogs or other animals shall be allowed in to the Club premises, with the exception of guide dogs.

35. Every boat belonging to a member of the Club shall be registered in a book kept for that purpose by the Honorary Secretary, such register to state the name, rig and exact dimensions of each vessel, with owner's name and distinguishing flag and numbers. Owners on becoming Members of the Club shall furnish the Honorary Secretary with particulars. When any boat is the property of more than one-person, all the joint-owners must be members of this Club before such boat shall be entitled to the privileges of the Club.

*(Amended at AGM Dec 06, 2012)*

36. All sailing by members of the Club when racing shall be carried out under the Rules of the Royal Yachting Association and the International Yacht Racing Union as amended from time to time by the Sailing Committee in terms of these Rules. When not racing Department of Trade Rules will apply.

37. The Club bar will be run in accordance with rules laid down by the Management Committee, and in particular the following rules: a) The licensing hours shall be as specified by the relevant sections of current legislation, i.e. the Licensing (Scotland) Act 1976 and any subsequent legislation amending or superseding that Act. b) No member of the Management Committee and no manager or servant employed in the Club shall have any personal interest in the sale of excisable liquor therein, or in the profits arising from such sale.

b) No excisable liquor shall be sold or supplied to any person under EIGHTEEN.

c) A visitor shall not be supplied with excisable liquor in the Club premises unless on invitation and in the company of a member, and the member shall upon the admission of such visitor to the Club premises or immediately upon his being supplied with such liquor enter his own name and the name and address of the visitor in a book which shall be kept for the purpose and which shall show the date of each visit. A visitor shall not be permitted to make payment either directly or indirectly for excisable liquor supplied within the Club premises.

d) No excisable liquor shall be sold or supplied in the Club premises for consumption off the premises, except to a member of the Club in person for consumption by him.

38. No excisable liquor or any other drinks will be supplied on credit.

39. Any member is entitled to introduce in to the Club friends whom he deems suitable.

40. A list of the names of Club Members and Office bearers shall be posted on the Club Notice Board.

*(Amended at AGM Dec 06 2012)*

41. Should a Regatta or other similar competition be arranged with an outside Club or Organisation, members of that Club or Organisation should be admitted to the Club premises on the day or evening of the event.

42. Standing Orders - the Management Committee shall have power to adopt and issue Standing Orders and/or Rules, as they shall from time to time determine. Such

Standing Orders and Rules shall come in to operation immediately, provided always they shall not be inconsistent with provisions of this constitution.

43. The winding-up of the Club's activities, or the Club as whole, shall be effected only at an Annual General Meeting or at a Special General Meeting to be called for the purpose, provided that the proposal shall be approved only if THREE QUARTERS or more of the voting members present at the meeting vote in favour. If, upon the winding up or dissolution of the Club there remains after the satisfaction of all the Club's debts and liabilities any property whatsoever, the same shall be given or transferred to some other organisation or organisations having objects (that is, aims and activities) similar to the objects of the Club, such organisation or organisations to be determined by the members of the Club by Resolution passed at a General Meeting at or before the time of the dissolution, and in so far as effect cannot be given to such provision then to some charitable objects. *(Amended at AGM Dec 06, 2012)*

44. This Constitution and Rules may only be altered or added to if the alteration or addition has, after due notice has been given to all Members, been approved by a TWO THIRDS majority of those present at an Annual General Meeting or at a Special General Meeting called for the purpose.

*Adopted at a Special General Meeting of Orkney Sailing Club April 1990*

## **STANDING ORDERS**

### **I. ORDER OF BUSINESS**

a) Management committee meetings. The order of business shall be as follows:

- Sederunt.
- Apologies for absence.
- Minutes of previous meeting.
- Matters arising out of minutes.
- Financial Statement.
- Business before the meeting.
- A.O.C.B.
- Date and time of next meeting.

b) General meetings - The order of business shall be drawn up by the Honorary Secretary. It shall be open to the Chairman to suggest alterations in the Order of Business as and when he may consider them necessary and such alterations shall become operative with the consent of the meeting.

### **2. CONDUCT OF DEBATE**

- Every motion shall be moved and seconded
- Withdrawal of Motions: A motion or amendment may be withdrawn by the mover with the consent of the seconder and with the approval of the meeting.
- Motions or amendments not seconded shall not be recorded in the minutes.

3. AMENDMENTS - Whenever an amendment upon an original motion has been moved and seconded, no second or subsequent amendment shall be moved until the first amendment has been disposed of. If an amendment is carried, it shall take the place of the original motion, and shall become the question upon which any further amendments may be moved. If an amendment is rejected, a second amendment may be moved to the original under discussion. After the vote on each succeeding amendment has been taken the surviving proposition shall be put to the vote as the main question and if carried shall then become a resolution of the meeting.

### **4. VOTING**

1. The method of voting shall be by ballot or by a show of hands.

All votes on procedure however shall be taken by a show of hands.

2. No proxy voting shall be permitted.

5. DISSENT - A dissent from a decision of the meeting shall not be minuted unless upon a request made immediately following such a decision by a member.

6. SUSPENSION OF STANDING ORDERS - These Standing Orders may be suspended at a meeting, provided that two-thirds of the members present and voting so decide.

### **7. ELECTION OF COMMODORE AND VICE-COMMODORE**

1. The Commodore shall normally stand for a term of TWO years.

2. The Commodore shall normally be the preceding Vice- Commodore, but if this is not possible the Commodore shall be elected at the Annual General Meeting.

### **8. ELECTION OF THE MANAGEMENT COMMITTEE**

1. Members elected onto the Management Committee shall normally stand for a term of TWO years and are eligible for re-election.

2. FIVE members of this Committee shall retire one year (two of whom shall be office bearers) and the remaining five the following year.