

COLNE YACHT CLUB

CONSTITUTION AND CLUB RULES

Adopted 12 November 2011

Club House

WATERSIDE, BRIGHTLINGSEA, ESSEX, CO7 0AX

Telephone

01206 302594

Web: -www.colneyachtclub.org.uk

Section 1: Name and Objectives

1.1 The name of the Club shall be the Colne Yacht Club (hereinafter referred to in these rules as the Club).

1.2 The objectives of the Club shall be:

1.2.1 To facilitate, and promote the enjoyment of, yacht and boat cruising, sailing and racing.

1.2.2 To provide and maintain a Clubhouse for the use of Members of the Club and to promote social engagement amongst those interested in yachting and boating.

1.2.3 To provide other facilities that may be considered necessary for or beneficial to a yacht club, its Members, and visiting members of other recognised clubs.

1.3 The Burgee of the Club shall be blue and with the arms of the Borough of Colchester (defaced) in the centre.

Section 2: Officers

2.1 The Officers of the Club shall be voting members of the Club and shall consist of a President, up to two Vice Presidents, a Commodore (Flag Officer), a Vice-Commodore (Flag Officer), two Rear-Commodores (Flag Officers), an Honorary Treasurer, Honorary Secretary, Honorary Membership Secretary, Honorary Sailing Secretary, Honorary Social Secretary, Honorary Premises Secretary and Honorary Boatyard Secretary. Officers shall be elected at the Annual General Meeting in each year and shall hold office for one or two years, retiring at the termination of the Annual General Meeting in each year. All Officers of the Club shall be eligible for re-election.

2.2 ADMIRAL OF THE CLUB is a post of honour and may be appointed by the Main Committee (see 7.3).

Duties of Officers:

The normal duties of Officers are set out below but may vary according to the needs of the Club

2.3 PRESIDENT:

- Provide advice and support for the Flag Officers and Main Committee.
- Arrange election of Vice-Presidents to Main Committee.
- Chair General Meetings when appropriate.

2.4 VICE PRESIDENTS:

- Provide advice and support for the Flag Officers and Main Committee.

2.5 COMMODORE:

- Leadership and positive promotion of the Club.
- Oversee and ensure an effective working relationship with Colne Yacht Club Ltd.
- Chair Main Committee and General Meetings

- Coordinate sub-committees of the Club
- Health & Safety

2.6 VICE COMMODORE:

- Deputise for Commodore
- Leadership specifically for:
 - Cruising in Company
 - Racing
- and have overall responsibility for:
 - Cadets
 - Premises
 - Boatyard
 - Social & Catering
 - Staffing and Administration

2.7 REAR COMMODORES:

- Leadership for agreed areas from the above dependent on skills and expertise.
- Report to the Main Committee

2.8 HONORARY TREASURER:

- Cause such books of account to be kept as are necessary to give a true and fair view of the state of finances of the Club.
- Cause all returns as may be required by law in relation to such accounts to be rendered at the due time. Prepare an Annual Balance Sheet as at 31st December in each year and cause such Balance Sheet (and accounts as necessary) to be audited at least once annually and shall thereafter cause the same to be exhibited in the Club premises at least fourteen days before the date of the Annual General Meeting.
- Make a copy of the draft accounts available to members within four months of the financial year end.
- Be available at General Meetings to advise members and answer questions on Club accounts.
- Report to the Main Committee.

2.10 HONORARY SECRETARY

- Administer such insurance policy or policies as may be needed fully to protect the interests of the Club, its Officers and its members
- Maintain contact with the Club's Legal Advisor to ensure that the Club's affairs are managed in accordance with current law.
- Ensure meetings of the Club are held in accordance with current rules of the Club.
- Report to the Main Committee.

2.11 HONORARY MEMBERSHIP SECRETARY:

- Oversee the register of Club members' names, addresses and contact details.
- Advise the Main Committee concerning Data Protection Acts.
- Oversee the membership application process and any appeals.
- Report to the Main Committee on renewals, membership levels and coordinate recruitment campaigns.

2.12 HONORARY SAILING SECRETARY:

- Coordinate annual Sailing Programme
- Coordinate Race Officer rota
- Report to the Main Committee

2.13 HONORARY SOCIAL SECRETARY:

- Report to Main Committee on proposed social programme, and to Finance Committee on budgets and remittances.
- Report to Main Committee on kitchen hygiene and health and safety.

2.14 HONORARY PREMISES SECRETARY

- Coordinate regular inspection and the maintenance of Club premises, including maintenance contracts, plant, equipment and utility services (gas, water, drainage, electricity supplies and communication contractors).
- Ensure compliance with fire regulations and other legal requirements.
- Report to Main Committee re planned and actual expenditure

2.15 HONORARY BOATYARD SECRETARY

- Supervise management and maintenance of Club Boatyard
- Report to Main Committee re income and expenditure

Section 3: Auditors/Examiners

The AUDITORS/EXAMINERS shall:-

3.1 Be appointed at the Annual General Meeting in each year. Examiners shall be two appropriate members of the Club.

3.2 Audit the accounts and Annual Balance Sheet of the Club when called upon to do so and, if satisfied with the results, they shall give such certificate of assurance as to the accuracy of the said accounts as shall be required by law or by the Committee;

3.3 If the appointed Auditors/Examiners are either unwilling or unable to act, they must immediately inform in writing the Main Committee who shall appoint a substitute/s to hold office until the termination of the next Annual General Meeting.

Section 4: Membership

The rights and privileges of each category of members are as defined in the latest edition of the byelaws of the Club.

4.1 VOTING MEMBERS

4.1 VOTING MEMBERS

4.1.1 There shall be the following categories of membership who shall be over the age of 18, shall have full use of all the Club facilities and each category shall have one vote:

4.1.2 FULL MEMBER - A member who pays the full annual subscription.

4.1.3 JOINT MEMBER - The spouse or partner resident at the same address of a full member. The Main Committee can authorise the continuation of their membership upon the death of a full member.

4.1.4 YOUNG ADULT - Young adults aged 18-25 shall pay a reduced subscription, as determined by the Main Committee.

4.1.5 FAMILY MEMBERSHIP - Two co-habiting adults and two children within their guardianship under the age of 18. One vote is exercisable by either adult.

4.1.5 HONORARY MEMBERSHIP

4.1.5.1 The Main Committee may nominate for election at an Annual General Meeting such honorary members as the Committee may think fit. This status shall be conferred as a distinction. The number of honorary members shall not exceed 3% of full membership.

4.1.5.2 The election of proposed honorary members shall be put to the vote at Annual General Meeting and such honorary members shall be duly elected if two thirds of those present, and entitled to vote, vote in favour of election.

4.1.6 SENIOR MEMBER

The following are entitled to become senior members:

4.1.6.1 Any full member who joined the Club before 31st May 2010 and having been a member for 7 years upon reaching or exceeding the age of 65;

4.1.6.2 Any full member who joined the Club on or after 1st June 2010 having been a member for 12 years upon reaching or exceeding the age of 67;

4.1.6.3 Any member who has had 40 consecutive years of full/intermediate membership.

4.1.7 SENIOR PLUS MEMBER

A Senior Member of at least 3 years standing aged 80+ years.

4.1.8 LIFE MEMBER - Life membership is available at the discretion of the Main Committee. The total Life membership shall be limited to 10% of the ordinary Members of the Club from time to time.

4.1.9 COUNTRY MEMBER Any voting member living at his/her electoral address over 100 miles from the Club, or living abroad, shall be entitled to become a country member.

4.2 NON-VOTING MEMBERS

4.2.1 There shall be the following categories of membership who shall have use of the Club facilities, or such facilities as shall be determined by the Main Committee from time to time, but shall not have a vote:

4.2.2 CADET/STUDENT MEMBER - Cadet/Student members between the ages of 8 and 18 in full time education or in an apprenticeship.

4.2.3 PRIMARY MEMBER - Primary members below the age of 8.

4.2.4 TEMPORARY MEMBER - The Main Committee may authorise at their discretion, election of non-members to membership for such limited periods to be defined at the time of election.

4.3 AFFILIATED MEMBER

4.3.1 Another sailing club may affiliate to the Club by means of block membership at fees determined by the Main Committee. Individual members of an affiliated Club shall be entitled to use such facilities as the Main Committee may decide, subject to their compliance with the Rules, Bye-Laws and Regulations of the Club. The Main Committee may at its discretion arrange block membership and fees with other organisations connected to the Club."

4.4 DATA PROTECTION

4.4.1 Membership of the Club shall imply acceptance of these Rules, Bye-Laws and Regulations by the member and will be deemed to constitute consent to the holding of relevant personal data for the purposes of the Data Protection Acts.

4.4.2 Every member shall furnish the Honorary Membership Secretary or Club Administrator with an up-to-date address and telephone number for the records of the Club and any notice sent to such address by ordinary post shall be deemed to have been duly delivered.

4.4.3 Compliance with Data Protection Acts will be set out in the latest byelaws of the Club.

4.5 SUBSCRIPTIONS

4.5.1 The annual subscription for the foregoing classes of membership and the amount of any entrance fee shall be fixed by the Main Committee who shall have the power to fix rates for payments by instalments. The current rates of entrance and subscription fees shall be prominently displayed on Club premises.

4.5.2 Annual subscriptions and entrance fee if applicable shall be due on election or on 1st January each year. Members elected during a year shall pay an entrance fee plus pro-rata subscriptions for each remaining months or part months in the year.

4.5.3 A Member whose annual subscription is not paid by the last day of February in any year or whose subscription by instalment is more than two months late shall be deemed to be in arrear and the member's name shall, at the discretion of the Main Committee, be posted on the Club notice board and he shall be notified of the fact by communication to the member's address. Any member who is in arrear shall not be eligible to serve on any committee nor shall the member be eligible to attend or vote at any General Meeting and

shall not be allowed the privileges of the Club until the subscription is paid. If the subscription is not paid by 1st April in the same year the Main Committee may declare membership cancelled.

4.5.4 Any Member who is otherwise in debt to the Club during the year shall be dealt with in such a manner as the Main Committee may decide.

4.5.5 Any member who has outstanding debts at the time the subscription invoice for the following year is sent out will be treated as follows. A statement will be produced, which sets out all outstanding debts, including the subscription (the "total balance outstanding"). The provisions of clause 4.5.3 then apply in full, but to the total balance outstanding rather than just the unpaid subscription.

4.6 ELECTION OF MEMBERS

4.6.1 Every candidate for membership (except honorary members) shall be proposed and seconded by a voting member of the Club, both of whom must be personally acquainted with the candidate, or can support the application with appropriate references.

4.6.2 An application for membership shall be in the form from time to time prescribed by the Main Committee, and shall include the name, address and occupation of the candidate, and the signatures of the Proposer and the Secunder.

4.6.3 Upon receipt of an application for membership, the Honorary Membership Secretary shall ensure the application form is prominently displayed in the Club premises for at least fourteen days before the meeting of the Main Committee at which such application for membership shall be considered. The election of all classes of members is vested in the Main Committee. A secret ballot may be used if requested by a member of the Main Committee and one vote in five against entry shall exclude. Candidates may be invited to meet a membership sub-committee. The decision of the Main Committee is final and no reason may be provided.

4.6.4 The Honorary Membership Secretary shall inform each candidate in writing of the candidate's election or non-election. The Honorary Membership Secretary shall furnish an elected candidate with a copy of the Rules, Regulations and Byelaws of the Club and make request for payment of subscriptions and entrance fees as are necessary.

4.6.5 Upon election, a candidate shall pay, within one calendar month, such entrance and other fees as shall be requested. In default of such payment, the election shall be void unless sufficient cause for delay is shown.

4.6.6 Membership shall initially be for a probationary period of one year. The Main Committee, via the Honorary Membership Secretary, will confirm membership status at least one month before the end of the probationary year. Failure to confirm status at this time will be deemed to be approval of full membership.

4.6.7 If the Main Committee terminates a membership at the end of the probationary year, reasons will be given. There is a right of appeal against this decision to an Appeal Panel whose decision will be final.

4.6.8 The category of membership for each individual will be determined by the Main Committee in the event of doubt.

4.7 CONDUCT OF MEMBERS AND VISITORS

4.7.1 Every member, upon election and thereafter is deemed to have notice of, and impliedly undertakes to comply with, the Club Rules, Regulations and current Byelaws of the Club. Any refusal or neglect to do so, or any conduct which, in the opinion of the Main Committee, is either unworthy of a member or otherwise injurious to the interests or reputation of the Club, shall render a member liable to expulsion, suspension, or withdrawal of the right to renew membership, by a decision of the Main Committee, PROVIDED THAT, before expelling, suspending, or withdrawing the right to renew membership of, a member, the Main Committee shall call upon such member for a written explanation of the member's conduct and shall give the member full opportunity to make an explanation to the Main Committee or to resign.

4.7.2 Any member of the Main Committee who is involved in any way with the activities leading up to the expulsion, suspension or withdrawal of the right to renew membership, or is unable to make an impartial decision, must declare this. Unless the Main Committee formally resolves to admit his/her inclusion, the member making the declaration may not be involved in the related decision of the Main Committee.

4.7.3 A resolution to expel, suspend or withdraw the right to renew membership of, a member shall be carried by a simple majority vote by those members of the Main Committee present and voting on the resolution.

4.7.4 Appeal against expulsion, suspension or withdrawal of the right to renew membership, may be made to the Appeal Panel comprising at least three members. The decision of the Appeal Panel will be final.

4.7.5 A Flag Officer or any other person who has received the authority of two members of the Main Committee may suspend any person who breaks these Rules, Regulations or Byelaws or who behaves in an abusive or offensive manner.

Section 5: Use of Club Facilities

5.1 VISITORS

5.1.1 Members shall enter the names of all guests in the Visitor's Book and the same guest may not be introduced more than six times in any calendar year.

5.1.2 Visiting yachtsmen who are members of any Club recognised by the Royal Yachting Association (RYA) or a similar Yacht or Sailing Association may be authorised to use the premises of the Club, by any member of the Main Committee, for a period not exceeding 14 days. Such visitors shall sign the Visitors Book.

5.1.3 Any person who is a competitor or participant in any race or other event organised by or on behalf of the Club may use the Club premises as a guest of a member only on the day of the race or event and shall enter their name in the Visitors Book. No participant or competitor may use the Club premises more than six times in any calendar year.

5.1.4 Persons who are not members or visiting yachtsmen may as guests of members use the Club premises when attending social functions, which have been approved by the Main Committee.

5.1.5 Members, their guests and visitors are bound by the following Rule which shall also be exhibited in a prominent place within the Club premises:

5.1.6 All users of the Club and its facilities do so entirely at their own risk and impliedly accept:

a) 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;

b) The Club will not accept any liability for personal injury arising out of the use of the Club premises, any other facilities of the Club either sustained by members, their 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 them, the Officers, Main Committee or servants of the Club.

5.1.7 There shall be no smoking within Club premises.

Section 6. Purchase and Supply of Excisable Goods

6.1 The purchase for the Club of excisable goods and the supply of these upon Club premises shall be exclusively and solely under the control of the Main Committee, or of a sub-committee appointed by the Main Committee.

6.2 Intoxicating liquor may only be sold to or for consumption on the premises by those persons over the age of 18 years who are entitled to use the Club premises in pursuance of the Rules and Byelaws and Regulations for the time being in force. No member under the age of 18 may purchase or attempt to purchase intoxicating liquor within the Club premises, nor may a member under the legal age purchase or attempt to purchase tobacco or cigarettes within the Club premises. A member shall not purchase or attempt to purchase tobacco products or intoxicating liquor for a person under the legal age. Only intoxicating liquor purchased from the Club shall be consumed on the premises, unless expressly authorised by the Main Committee.

6.3 The Main Committee shall cause the Club bar to be opened (subject to terms of the Club premises certificate) at appropriate times (and such times shall be prominently exhibited in the Club premises) for the sale of excisable goods to persons who are entitled to the use of the premises in pursuant of these rules (except members under the legal age as aforesaid) PROVIDED THAT visitors' names and addresses and the name of their introducer shall have been entered in the Visitor's Book upon entry to Club premises.

6.4 No person shall take a commission, percentage or other such payment in connection with the purchase of excisable goods in the Club.

6.5 Proper accounts of all purchases and receipts shall be kept and presented to the Annual General Meeting in each year and such information as the Honorary Treasurer may require shall be furnished to enable any statutory return or statement and the payment of excise of other duty or tax to be made.

Section 7: Officers and Main Committee

7.1 MANAGEMENT

7.1.1 The Management of the Club shall be vested in the Main Committee and shall consist of the Flag Officers, President, two ex-officio Vice-Presidents, not more than eight elected members (including those listed in 7.2.5) and not more than two co-opted members. A quorum shall consist of five including one Flag Officer.

7.2 OFFICERS

7.2.1 The Flag Officers of the Club shall consist of the Commodore, Vice-Commodore, and up to two Rear Commodores.

7.2.2 ADMIRAL - The Admiral of the Club may be appointed as an Honorary Officer by the Main Committee.

7.2.3 PRESIDENT- The President shall be an ex-officio member of the Main Committee.

7.2.4 VICE PRESIDENT - Up to two Vice Presidents shall be ex-officio members of the Main Committee.

7.2.5 Other Officers will include Honorary Treasurer, Honorary Secretary, Honorary Membership Secretary, Honorary Sailing Secretary, Honorary Social Secretary, Honorary Premises Secretary and Honorary Boatyard Secretary. These roles may vary according to the needs of the Club.

7.3 POWERS AND DUTIES OF THE MAIN COMMITTEE

7.3.1 The Main Committee shall manage the affairs of the Club according to the Rules and shall cause the funds and resources of the Club to be applied solely to the objects of the Club or for a benevolent or charitable purpose nominated by General Meeting.

7.3.2 In particular the Main 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 and that all surplus income or profits are re-invested in the Club.

7.3.3 The Main Committee shall make such Bye-Laws as it shall from time to time think fit and shall cause the same to be exhibited in the Club premises for fourteen days before the date of implementation. Such Bye-Laws and Regulations shall remain in force until approved or set aside by a vote of a General Meeting of the Club.

7.3.4 The Main Committee may appoint such sub-committees or working parties as it may deem necessary and may delegate such of its powers as it may think fit upon such terms and conditions as it shall deem expedient and/or required by law. Such sub committees or working parties shall consist of such members of the Main Committee or of the Club as the Main Committee may think fit. Officers of the Club shall be ex officio members of all such sub-committees.

7.3.5 In exceptional circumstances the Main Committee may co-opt not more than two members.

7.3.6 The Main Committee shall cause to be posted on the Club noticeboard before 30th September each year a list of existing sub-committees and invite members with voting rights to volunteer to serve on such sub-committees.

7.3.7 A member of the Main Committee, of a sub-committee or working party or any officer, in transacting business for the Club shall disclose to third parties that he or she is

so acting.

7.3.8 The Main Committee, or any person or sub-committee delegated by the Main Committee to act as agent for the Club or its members, shall enter into contract only as far as expressly authorised, or authorised by implication, by the members. No one shall, without the express authority of the membership in General Meeting, borrow money, or dispose of property held in trust, on behalf of the Club.

7.3.9 In pursuance of the authority vested in the Main Committee by members of the Club, members of the Main Committee are entitled to be indemnified by the members of the Club against any liabilities properly incurred by them or any one of them on behalf of the Club wherever the contract is of a duly authorised nature or could be assumed to be of a duly authorised nature and entered into on behalf of the Club.

7.3.10 The limit to any individual member's indemnity in this respect shall be a sum equal to one year's subscription at the then current rate of that category of membership unless the Main Committee has been authorised to exceed such limit by a General Meeting of the Club.

7.3.11 The Main Committee may at its discretion take out such insurance or insurances or indemnities as it deems necessary to protect the interests of the Club, its Officers and members and/or to limit the liabilities of the Club, the Main Committee and members of the Club.

7.3.12 The Main Committee shall cause a Minute Book to be kept recording its decisions. It shall also see that proper records are kept of all financial transactions of the Club and prepare annual budgets for financial management.

7.3.13 The Club shall, with the exception of petty cash and floats, keep its accounts at a UK bank or building society. All moneys of the Club shall be paid into such accounts and all payments made on account of the Club (except petty disbursements) shall be made by cheque on the Club's Bankers. All cheques, above a sum agreed by the Main Committee, shall be signed by two members of the Main Committee duly authorised by the Main Committee. Should the Banks and/or Building Societies decide not to support the UK cheque system then suitable alternative means of payment approved by the Main Committee shall be operated.

7.4 ELECTION OF OFFICERS AND MAIN COMMITTEE MEMBERS

7.4.1 Officers and Main Committee members shall be elected at the Annual General Meeting and shall be eligible for re-election.

7.4.2 The Main Committee shall cause to be posted before 30th September each year a notice inviting members to make nominations for Officers and Main Committee members.

7.4.3 A form of nomination signed by a Proposer and Seconder, who shall both be voting members, with the written consent of the nominee, shall be sent to the Club office twenty-eight days before the Annual General Meeting.

7.4.4 Only members of twelve months standing with voting rights shall be eligible for nomination as a member of the Main Committee or as an Officer of the Club.

7.4.5 In the event of there being more than one candidate for any office, the election shall be by ballot.

7.4.6 If the number of candidates for election to the Main Committee is greater than the number of vacancies to be filled then there shall be a ballot at the Annual General Meeting.

7.4.7 In the event of the ballot failing to determine the members of the Main Committee because of an equality of votes the candidate or candidates to be elected from those having an equal number of votes shall be determined by re-ballot.

7.4.8 If the number of candidates for election is equal to or less than the number of vacancies to be filled then all candidates shall be deemed to be elected *en bloc* if two thirds of those present at the Annual General Meeting, and entitled to vote, vote in favour of such election. Failure to achieve a two-thirds majority for voting *en bloc*, will lead to individual voting.

7.4.9 The Club, at the Annual General Meeting, shall, on the recommendation of the Main Committee, appoint a former commodore as President.

7.4.10 Former Commodores serving a complete one-year term, and who have served a term as President, shall be automatically appointed Vice Presidents for the duration of their membership.

7.4.11 An officer or member of the Main Committee who does not attend 75% of the meetings of that Committee during the year, without providing good reason for absence acceptable to the Main Committee, shall not be eligible for election, re-election or appointment to any office at the next Annual General Meeting.

7.4.12 If a Main Committee vacancy shall occur, the Main Committee may co-opt a voting member to fill such a vacancy until the next following Annual General Meeting.

7.4.13 In the event of a Flag Officer resigning, or being unable to continue in office, or there being a vacancy for any other reason, the Main Committee shall have the authority to nominate, on a majority vote, a replacement to serve until the next Annual General Meeting.

Section 8: General Meetings of the Club

8.1 An Annual General Meeting shall be held each year in the month of October/November. The Honorary Secretary shall send all members fourteen days clear notice of the date of the meeting. The Honorary Secretary shall also send them at the same time details of the business to be transacted.

8.2 The Main Committee on giving due notice to members shall have power to postpone the date of such meeting for a period not exceeding twenty-one days. Such postponement shall not alter the date on which nominations or motions shall be sent to the Honorary Secretary.

8.3 No business, except the passing of the Accounts and the election of the Officers, Committee, and the Honorary Auditors, and any business that the Committee may order to be inserted in the notice convening the meeting shall be discussed at such meeting unless notice thereof be given in writing by a member, seconded by a further six members, entitled to vote to the Honorary Secretary at least 42 days before the date of the Annual

General Meeting.

8.4 At every meeting of the Club the President or the Commodore or, in their absence, a chairman elected by those present shall preside.

8.5 The Main Committee may at any time and shall, on the requisition of any fifteen Members stating the business for which it is required, convene an Extraordinary General Meeting for any specific purpose. The Honorary Secretary shall give twenty-one days clear notice to Members of such meeting giving details of the business to be transacted. In the case of a requisition the meeting shall be held within two calendar months of the receipt of such requisition

8.6 A quorum at any Annual General Meeting or Extraordinary General Meeting of the Club shall be thirty present voting members including the number of absent voting members who are voting by proxy.

8.7 At any Annual General or Extraordinary General Meeting of the Club any absent member may depute any other member to vote for him by proxy provided such proxy is lodged with the Honorary Secretary by the day previous to the day appointed for the Meeting.

8.8 Only voting members shall attend and vote at any General Meeting of the Club.

8.9 Voting, except upon the election of members of the Main Committee, shall be by show of hands, unless otherwise agreed at the General Meeting.

8.10 In the case of an equality of votes the Chairman shall have a second or casting vote, on any matter other than the election of members of the Main Committee.

8.11 On any resolution properly put to a meeting of the Club relating to the creation, repeal or amendment of any Rule, Byelaw or Regulation of the Club, such Rule, Byelaw or Regulation shall not be created, repealed or amended except by a majority vote of at least two-thirds of those present and entitled to vote.

Section 9: Trustees and Club Property

9.1 Property

9.1.1 Certain fixed assets of the Club, comprising the buildings and sites of the Clubhouse including the Oar Store and Boat Yard are vested in a Limited Liability Company known as The Colne Yacht Club Ltd, herein referred to in these Rules as the Company.

9.1.2 Other fixed assets, including the leasehold land and jetty are vested in Club Trustees nominated by the Main Committee.

9.1.3 All other property of the Club, including the furnishings of these assets, equipment, and stock are vested in the Club.

9.2 Colne Yacht Club Limited (the Company)

9.2.1 Directors of the Company

9.2.1.1 The directors of the Company shall be selected from the former Commodores of the Club by the Main Committee. The election and retirement of these directors shall be in accordance with the Articles of Association of the Company and the Companies Acts.

9.2.1.2 A list of Directors, and a copy of the Articles of Association, are held in the Clubhouse office available for inspection by members on request.

9.2.2 Share Capital and Company Trustees

9.2.2.1 All the shares of the Company shall be held in trust for and on behalf of the Club by Company Trustees nominated and elected by the Main Committee. Company Trustees shall be selected from former Commodores of the Club. A Company Trustee may hold office as a Director of the Company.

9.2.2.2 Each Company Trustee shall hold office for his or her lifetime or until he or she shall resign, by notice in writing to the Main Committee or until a resolution to remove a Company Trustee from office shall be passed by a General Meeting by a majority comprising two-thirds of the members present and entitled to vote.

9.2.2.3 The Company Trustees shall be indemnified by the Main 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 or in relation to any legal proceedings, or which otherwise related directly or indirectly to the performance of the functions of the Company Trustee of the Club.

9.2.2.4 A list of Company Trustees is held in the Clubhouse office available for inspection by members on request.

9.2.2.5 The duty of the Directors of the Company and the Company Trustees is to ensure the security of the assets of the Company for the members of the Club. Directors and Company Trustees may not hold shares or other assets in the Company for personal benefit.

9.3 Club Trustees

9.3.1 There shall be at least three Trustees of the club who shall be appointed from time to time as necessary by the Main Committee of the Club from among full voting members who are willing to be so appointed. A Club Trustee shall hold office during his/her lifetime or until he/she shall resign, by notice in writing given to the Main Committee, or until a resolution removing him/her from office shall be passed at a meeting of a General Meeting by a majority comprising two-thirds of the members present and entitled to vote.

9.3.2 The property of the club shall be held by the Club 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 Club Trustee, the Main Committee shall nominate a new Club Trustee in his/her place and shall as soon as possible thereafter take all lawful and practical steps to procure the vesting of Club property into the names of the Club Trustees as constituted after such nomination. For the purpose of giving effect to such nomination the Commodore for the time being is hereby nominated as the person to appoint new Club Trustees of the Club within the meaning of Section 36 of the Trustee Act 1925 and he/she shall by Deed duly appoint the person or persons nominated by the Main Committee.

9.3.3 The Club Trustees shall in all respects act in regard to the property of the Club held by them in accordance with the directions of the Main Committee and shall have power to sell, lease, mortgage or pledge the club property so held for the purpose of raising or borrowing money for the benefit of the club in compliance with the Main Committee`s directions (which shall be duly recorded in the Minutes of the proceedings of the Main Committee following, where necessary, agreement by the membership in General Meeting as per 7.3.8) but no purchaser, lessee or mortgagee shall be concerned to enquire whether any such direction has been given.

9.3.4 The Club Trustees shall be effectually indemnified by the Main 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 or 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 Club Trustee.

9.3.5 A list of Club Trustees is held in the Clubhouse office available for inspection by members on request.

Section 10: Complaints

10.1 Complaints should be made in writing to a member of the Main Committee and delivered to the Club premises. An acknowledgement of the complaint will be made within five working days of receipt, with information about how the complaint will be addressed and an anticipated timescale for a response. It is expected that all complaints will be investigated and a response made to the complainant within six weeks. If the matter is likely to take longer than six weeks, the complainant will be informed.

10.2 If after a period of two months, the complainant has not received a satisfactory response, he or she may appeal to the Appeal Panel.

10.3 Any inappropriate conduct of an employee of the Club is to be reported in writing to a member of the Main Committee. This will be dealt with within the timescales as above, subject to necessary confidentiality.

10.4 No personal reprimand is to be given by a member to a Club employee other than by a Flag Officer or by an Officer, member or employee of the Club who has been given specific written authority to act on behalf of the Club.

Section 11: Appeal Panel

11.1 The Main Committee shall appoint, with their consent, a panel of 6-12 members to hear appeals where so provided in this Constitution. Three members of the Appeal Panel shall be drawn at random to hear a case and make a decision. Any panellist so drawn shall be disqualified if s/he has been involved in the case under review. A Flag Officer or Main Committee member shall be appointed to liaise between the appellant(s) and the appointed panel, and shall ensure the case is resolved and reported in a timely fashion.

11.2 A list of the members appointed to the Appeal Panel shall be available during office hours for inspection by any member in the Club office.

Section 12: Dissolution of the Club

12.1 If, upon the winding up or dissolution of the Club and the Company, there remains after the satisfaction of its debts and liabilities any property whatsoever, the same shall not be paid to or distributed amongst the members of the Club. A resolution to dissolve the Club shall be passed at a General Meeting. The Committee shall dispose of the net assets remaining to one or more of the following:

12.1.1 To another Club with similar sports purposes and/or

12.1.3 To the sport's national governing body for use by them for related community sports

Section 13: Use of Club Funds

The income and property of the Club howsoever derived shall be applied solely towards the promotion of the objects of the Club as set forth in these rules and no portion thereof shall be paid or transferred directly or indirectly by way of dividend bonus or other distribution by way of profit to the members of the Club.

Section 14: Interpretation of Constitution/Club Rules

14.1 A copy of these Rules and any amendments thereto shall be available for inspection by members at the Club premises during Club hours.

14.2 If clarification is required, reference shall be made to the RYA Model Constitution and other RYA guidelines, such as those relating to meetings procedures, in order to interpret these Rules, or adjudicate on matters not covered in these Rules.

14.3 Club Rules, Regulations and Bye-Laws shall at all times comply with English law.