

**Reading Offshore Sailing Club**

***RULES***

**SECTION 1 – Names and objects**

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| Name of the Club    | 1. The name of the club shall be the Reading Offshore Sailing Club (hereinafter referred to in these rules as 'the Club').  |
| Objects of the Club | 2. The object for which the Club is formed is to promote and facilitate the sport of yachting and also to provide social and other facilities for members as may be from time to time determined. |

**SECTION 2 - Officers**

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| Officers of the Club                        | 3. The Officers of the Club shall be Full or Family Members of the Club and shall consist of a Commodore, a Vice Commodore, an Honorary Secretary, an Honorary Membership Secretary and an Honorary Treasurer. Officers shall be elected at the Annual General Meeting in each year and shall hold office for one year, retiring at the Annual General Meeting in each year. All Officers of the Club shall be eligible for re-election.  |
| Duties of the Honorary Membership Secretary | 4. The Honorary Membership Secretary shall keep a register of the Club members' names and addresses.  |
| Duties of the Honorary Secretary            | 5. The Honorary Secretary shall:<br>a) conduct the correspondence of the Club;<br>b) keep custody of all club documents;<br>c) keep full minutes of all meetings of the committee, Annual General Meeting and General Meetings which shall be confirmed and signed by the appropriate chairman upon agreement of the committee or members of the Club at the next following meeting of the committee or of the Club;<br>d) administer such insurance policy or policies as may be needed to fully protect the interests of the Club, its Officers and its members;<br>e) maintain contact with the Club's legal adviser to ensure that the Club's affairs are managed in accordance with current law. |
| Duties of the                               | 6. The Honorary Treasurer shall:  |

Honorary Treasurer

- a) cause such books of account to be kept as are necessary to give a true and fair view of the state of the finances of the Club;
- b) cause all returns as may be required by law in relation to such accounts to be rendered at the due time;
- c) prepare an Annual Balance Sheet as at 31 August 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 distributed to the Club members at the Annual General Meeting.

### **SECTION 3 – Membership**

Categories and votes of membership

8. There shall be the following categories of membership with the power to vote at all meetings of the Club as indicated hereunder. The rights and privileges of each category of members are as defined in Section 7 of these Rules.

A FULL MEMBER - being a person who, at the date of election, is over the age of eighteen, shall have one vote.

A FAMILY MEMBER - which expression shall include one or two adults (as may be) and any children under eighteen years of age. The adult unit shall have one vote per adult.

A LIFE MEMBER - who shall be nominated and elected in the manner described in Rule 40. A Life member shall not be required to pay a membership fee but shall have one vote.

AN HONORARY MEMBER - who shall be a V.I.P. guest speaker appointed by the Committee of the Club. The total of such members shall not exceed, at any one time, six in number. The membership of such a Member shall expire on 31 December of the year following the year of appointment. An Honorary Member shall not be required to pay a membership fee nor have a vote at any meeting of the Club.

AN ASSOCIATE MEMBER - shall be a member of another Sailing Club who wishes to join in with specified functions of the Club. An Associate Member shall not be required to pay an entrance fee nor have a vote at any meeting of the Club.

- Membership
9. The rate of Entrance and Subscription Fee for each category of Membership shall be proposed by the committee to the members at the Annual General Meeting in each year. Any proposed changes shall be approved by a majority of those present and entitled to vote and shall become operative on the first day of January in the year following. The current rate of Entrance and Subscription Fee shall be communicated to all club members and prominently displayed on the Club notice board.
  10. All members shall pay their first annual subscription upon election to the Club and thereafter on the first day of January in each year; provided that a member elected after the first day of June in any year shall pay half the annual subscription applicable for that year and that a member elected after the first day of November in any year shall not be required to pay any subscription in respect of the year of election, but shall pay, on election, the annual subscription in respect of the year following election.
  11. Every member shall furnish the Honorary Membership Secretary with an up-to-date address which shall be recorded in the Register of Members and any notice sent to such an address shall be deemed to have been duly delivered.

**Election and retirement of members**

- Candidates for election
12. Every candidate for membership (except candidates for Associate Membership and for Honorary Membership) shall be proposed and seconded by a Full or Family Member of the Club, both of whom must be personally acquainted with the candidate.
- Application for membership
13. An application for membership shall be in the form from time to time prescribed by the committee and shall include the name and address of the candidate, and the signatures of the Proposer and Secunder.
- Election of members
14. All applications for membership will be considered by the following committee meeting and the new member shall be informed of their election or non-election within one calendar month from that meeting. The election of all classes of members is vested in the Committee and shall be a simple majority vote of those members present and voting at the relevant meeting of that Committee. The Honorary Membership Secretary shall inform

each candidate in writing of the candidate's election or non-election. He shall furnish an elected candidate with a copy of the Rules of the Club and make request for such payments as are necessary.

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| Payment of fees upon election | 15. Upon election, a candidate shall pay, within one calendar month, such membership and other fees as shall be requested. In default of such payment, the election shall be void unless sufficient cause for delay be shown.   |
| Retirement of a member        | 16. A member desirous of retiring from membership shall give notice in writing to the Honorary Membership Secretary before the last day of November and shall not then be liable to pay the subscription for the following year.  |
| Arrears of subscription       | 17. The committee may cancel, without notice being given, the membership of any member whose annual subscription and other annual fees are more than three months in arrears provided that the committee may, at its discretion, reinstate such member upon payment of the arrears. No member whose annual payment is in arrears may enter any club event or regatta nor vote at any meeting. |

**Conduct of Members**

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| Undertaking by members to comply with the rules | 18. Every member, upon election and thereafter, is deemed to have notice of, and impliedly undertakes to comply with, the Club Rules. Any refusal or neglect to do so, or any conduct which, in the opinion of the committee, is either unworthy of a member or otherwise injurious to the interests of the Club, shall render a member liable to expulsion by the committee. |
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PROVIDED THAT, before expelling a member, the 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 committee, or of resigning.

A resolution to expel a member shall be carried by a simple majority vote by those members of the committee present and voting on the resolution.

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| Guests | 19. Members shall enter the name of all guests in the Visitor's Book. The same guest may not be introduced more than three times in any one |
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calendar year, and no more than two guests at one time.

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| Damage to club property    | 20. | A member shall not knowingly remove, injure, destroy or damage any property or premises used by the Club and shall make restitution for the same if called upon to do so by the committee or by the Honorary Secretary upon the instructions of the committee. |
| Exhibiting of notices      | 21. | A member shall not cause any communication in whatever form to be exhibited on the Club notice board without permission of the Honorary Secretary.   |
| Settlement of Accounts     | 22. | A member shall settle any indebtedness for refreshment or otherwise before leaving the premises used by the Club.  |
| Suggestions and complaints | 23. | All suggestions, or complaints, of any nature shall be passed to the Honorary Secretary and signed by the member.  |

**Limitation of club liability**

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| Limitation of club liability | 24 | Members and their guests are bound by the following Rule which shall be exhibited at a prominent place within the premises used by the Club: Members of the Club and their guests may use the premises, and any other facilities used by the Club and do so at their own risk and impliedly accept that:<br><br>a) the Club will not accept any liability for any damage to or loss of property belonging to members or their guests.<br><br>b) the Club will not accept any liability for personal injury arising out of the use of the premises and any other facilities used by the Club either sustained by members or their guests 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, Committee or servants of the Club. |
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**SECTION 4 – Committee**

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| Constitution of the Committee | 25. | The Committee shall consist of the Officers, ex officio, and not less than four nor more than eight Full or Family Members of the Club elected at the Annual General Meeting each year to hold office until the termination of the next Annual General Meeting. |
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Candidates for election to Committee	26.	Candidates for election as Officers of the Club and to the Committee shall be the retiring <b>Officers</b> of the Club, those members of the retiring committee prepared to offer themselves for re-election, and other Full or Family Members. Nominations duly proposed and seconded in writing by Full or Family Members of the Club, with the consent of the nominee shall have been received by the Honorary Secretary at least seven days before the date of the Annual General Meeting in each year. Such nominations, together with the names of the proposer and seconder shall be announced in the Club premises on the day of the Annual General Meeting.
Election of Committee by ballot	27.	If the number of candidates for election is greater than the number of vacancies to be filled, then there shall be a vote.
No contest for election	28.	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 if a majority of those present at the Annual General Meeting, and entitled to vote, vote in favour of such an election.
Equality of votes	29.	In the event of a vote failing to determine the members of the 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 lot.
Casual vacancy	30.	If, for any reason, a casual vacancy shall occur, the Committee may co-opt a Full or Family Member to fill such a vacancy until the next following Annual General Meeting.
Retiring Commodore	31.	A retiring Commodore shall serve as an ex-officio member of the committee in the year immediately following his retirement.
Committee meetings	32.	The Committee shall meet at least every two months making such arrangements as to the conduct, place of assembly and holding of such meetings as it may wish. The Commodore or in his absence the Vice Commodore shall preside.
Voting at Committee	33.	Voting shall be by show of hands. In the case of equality of votes the Commodore or Chairman (as the case may be) shall have a second and casting vote.
Quorum	34.	Five members personally present, one of whom shall be the Commodore or Vice Commodore shall form a quorum at a meeting of the Committee.

## **Powers of the Committee**

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| Management of the Club by Committee   | 35. | The Committee shall manage the affairs of the Club according to the Rules and shall cause the funds of the Club to be applied solely to the objects of the Club or for a benevolent or charitable purpose nominated by General Meeting.   |
| Appointment of sub-committees   | 36. | The Committee may appoint such sub-committees as it may deem necessary and may delegate such of its powers as it thinks fit upon such terms and conditions as shall be deemed expedient and/or required by law. Such sub-committees shall consist of such members of the Committee or of the Club as the committee may think fit. Officers of the Club shall be ex-officio members of all such sub-committees.  |
| Disclosure of interest to third parties<br>Limitation of members' liability | 37. | A member of the Committee, of a subcommittee or any Officer of the Club, in transacting business for the Club, shall disclose to third parties that he is so acting.  |
|   | 38. | The Committee, or any person or sub-committee delegated by the committee to act for the Club or its members, shall enter into contracts only so far as expressly authorised, or authorised by implication, by the members. No one shall, without the express authority of the membership in General Meeting, pledge the credit of the membership.   |
| Members' indemnification of Committee                                       | 39. | In pursuance of the authority vested in the Committee by members of the Club, members of the 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. The limit of an individual member's indemnity in this respect shall be a sum equal to one year's subscription at the then current rate for that category of membership unless the committee has been authorised to exceed such limit by a General Meeting of the Club. |
| Nomination of Life Members by Committee                                     | 40. | The committee may nominate for election at an Annual General Meeting such Life Members as the Committee may think fit. The total of such Life Members shall not, however, at any time, exceed five percent of the total number of Members nor shall the   |

number of Life Members exceed at any one time six in number. The election of Life Members shall be put to the vote at the Annual General Meeting each year and such Life Members shall be duly elected if a majority of those present, and entitled to vote, vote in favour of election.

#### **SECTION 5 - Meetings of the Club**

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| Annual General Meeting                  | 41. | An Annual General Meeting of the Club shall be held each year in the month of October on a date to be fixed by the Committee. The Honorary Secretary shall at least fourteen days before the date of such a meeting or of any General Meeting as hereinafter mentioned post or deliver to each member notice thereof and of the business to be brought forward there at.  |
| Business at Annual General Meeting      | 42. | No business, except the passing of the accounts and the election of the Officers, Committee and Honorary Auditor, 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 entitled to vote, to the Honorary Secretary at least twenty-eight days before the date of the Annual General Meeting. |
| Special General Meeting                 | 43. | The committee may at any time, upon giving fourteen days' notice in writing, call a general meeting of the Club for any special business, the nature of which shall be stated in the summons convening the meeting, and the discussion at such a meeting shall be confined to the business stated in the notice sent to members.  |
| General Meeting upon request of members | 44. | The Committee shall similarly call a General Meeting upon written request addressed to the Honorary Secretary by at least five Members. The discussion at such a meeting shall be confined to the business stated in the notice sent to Members. Such a meeting shall be held no later than eight weeks after the date requested.   |
| Chairman at meetings                    | 45. | At every meeting of the Club the Commodore or, in his/her absence, the Vice Commodore shall preside.  |
| Quorum at meetings                      | 46. | Fifteen members entitled to vote and personally present shall form a quorum at any meeting of the Club.   |



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| Entitlement to vote at meetings | 47. | Only Full, Family and Life Members shall vote at any meeting of the Club. Other members may attend but are not entitled to vote.   |
| Voting at meetings              | 48. | Voting shall be by show of hands.  |
| Equality of votes               | 49. | In the case of equality of votes the Chairman shall have a second or casting vote, on any matter other than the election of members of the Committee.  |
| Voting on Rule change           | 50. | On any resolution properly put to a meeting of the Club relating to the creation, repeal or amendment of any Rule of the Club such rule shall not be created, repealed or amended except by a majority vote of those present and entitled to vote. |

**SECTION 6 - Dissolution of the Club.**

51. If, upon 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 but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Club, such institution or institutions 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 if and so far as effect cannot be given to such provision then to some charitable object.

52. The present rights and privileges of each category of membership for monthly club meetings shall be as follows:

A FULL MEMBER, LIFE MEMBER, AND HONORARY MEMBER shall have the full use of all facilities made available by the Club.

A FAMILY MEMBER, his/her spouse/partner and all children under the age of eighteen shall have the full use of all facilities made available by the Club.

AN ASSOCIATE MEMBER shall have the use of facilities made available by the Club on specified occasions only, and by agreement of the committee.

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| Control of dogs        | 53. | No dogs may be brought into any premises used by the Club.                         |
| Control of car parking | 54. | Cars may only be parked in areas designated for such parking so as not to cause an |

obstruction to other cars or to the approaches  
to the premises used by the Club.

**SECTION 8 – Affiliation**

55. The Club shall be affiliated to the Royal  
Yachting Association.

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*Appendix A*

**AGENDA for AGM**

- 1 Apologies for Absence.
- 2 Minutes of the previous Meeting.
- 3 Commodore's Report.
- 4 Treasurer's Report.
- 5 Passing of the Accounts for (previous year).
- 6 Other Reports as required.
- 7 Special item(s) raised by the Committee  
e.g.. fees, Honorary Members, etc.
- 8 Special item(s) raised by Members.
- 9 Election of Officers.
- 10 Election of Members of the Committee.
- 11 Election of the Auditor.
- 12 Close of Meeting

N.B. Discussion after the meeting does not form part of the meeting.

*Appendix B*

AGM PROCEDURE

1	Advise members of date of meeting and that all items for discussion must be sent to the Honorary Secretary in writing within 28 days before the meeting.	42 days before meeting.
2	Secretary to receive all items for Agenda including proposed entrance and membership fees for following year (change or not).	28 days before meeting.
3	Advise all members of the Club business to be brought up at the meeting, i.e. issue of agenda	14 days before meeting.
4	Secretary to receive all nominations for Officers and (new) members of the committee. Forms to be available at two previous club meetings, one form per proposal.	7 days before meeting.
5	Secretary to receive proposed amendments to any motion on the agenda. (No new motions will be added)	
6	Provide copies of the annual accounts, previous meetings minutes and proposed amendments to motions on the agenda to all members present before the start of the meeting.	At AGM
7	Announce nominations	At AGM