

The Combwich Motor Boat and Sailing Club

PURPOSE AND CONSTITUTION<PRIVATE>

1. Title

- 1.1 The club shall be known as “ **The Combwich Motor Boat and Sailing Club**”, hereafter referred to as the “**CMB&SC.**”.

2. Aims of the CMB&SC

- 2.1 To encourage sailing and boating and to promote a knowledge of seamanship.
- 2.2 To provide and maintain storage and launching facilities for its members on the Club site at Combwich Wharf.
- 2.3 To maintain contact, nationally and locally, with organisations who represent allied interests.
- 2.4 The club is a non-profit making organisation. All profits and surpluses will be used to maintain or improve the club's facilities. No profit or surplus will be distributed. No member shall carry on their business in the Club or make use of the facilities of the Club for advertising privately or publicly.

3. Membership

- 3.1 Every candidate for membership of the Club shall be proposed and seconded by existing members of the Club. Their name and details shall be forwarded to the Club Secretary on an application form.
- 3.2 **Full Members** shall be 18 years or over.
- 3.3 **Associate Members** shall be those persons who wish to support the Club and visit as crew but do not enjoy all the benefits of the Club.
- 3.4 **Honorary Membership** may be created and/or cancelled by a simple majority vote at an Annual General Meeting. The number of Honorary Members may not exceed 10% of the total membership.
- 3.5 **Visiting Members** shall be bona-fide members of other similar clubs and shall be admitted at the discretion of the Committee.
- 3.6 The Management Committee may cancel, without notice given, the membership of any member whose annual subscription is more than three months in arrears. The Management Committee may, at its discretion, re-instate such a member upon payment of all arrears.
- 3.7 Every member, upon election and thereafter, is deemed to have notice of, and impliedly undertakes to comply with, the Club's Constitution and 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 immediate suspension by the Management Committee and expulsion from the Club as detailed in the Constitution clause 3.8
- 3.8 A member may be expelled from the CMB&SC for any infringement of its constitution or rules, or for bringing the CMB&SC into disrepute. Expulsion shall be by a simple majority vote at an Extra-ordinary General Meeting, at which that member shall have the right to be present and/or be represented by another member.
- 3.9 The Membership Secretary shall post details of all membership applications on the

CMB&SC notice board for 14 days prior to the meeting that will consider those applications.

3.10 It shall be a condition of membership that all members: -

i) Abide by the CMB&SC constitution and rules. Current copies of these shall be posted at all times on the CMB&SC notice board, and shall be provided to all members and applicants for membership upon request.

ii) shall furnish the Hon Secretary with the following information

a) an up to date contact address

b) boat details

c) details of any

co-ownership

This information shall be recorded in the Register of Members and any notice sent to the contact address shall be deemed to have been duly delivered.

iii) Permit these details to be kept on computer within the terms of the Data Protection Act 1984.

3.11 No member shall be entitled to vote or enjoy any rights, privileges or facilities of membership until all subscriptions, fees and arrears, if any, have been paid in full.

4. Voting Rights

4.1 Full and Honorary Members shall each have one vote. Any reference in the CMB&SC constitution or rules to voting by Full Members shall include Honorary Members.

4.2 The chair of a meeting shall have a second casting vote in the event of a tied result. No other member shall have more than one vote.

4.3 Each appointed (not co-opted) member of a sub committee shall have a vote within that committee.

4.4 A written proxy vote may be passed to any other Full Member for an Annual General Meeting or for an Extra-ordinary General Meeting.

4.5 Any infringement of the voting rules by a member may result in censure or expulsion of that member from the CMB&SC

4.6 No member, any of whose annual payments are in arrears, may vote.

5. Subscriptions and Fees

5.1 Subscriptions and fees shall be set annually by simple majority of Full Members at the Annual General Meeting.

5.2 The **Annual Subscription** and the **Joining Fee** shall be as decided at the AGM.

5.3 The fee per boat park space occupied on the club site at Combwich for a period of one month or more in any one year shall be as decided at the AGM.

5.4 All fees and subscriptions shall be made payable to the CMB&SC and forwarded to the Treasurer.

5.5 An application for membership cannot be considered until all fees and subscriptions are paid. Unsuccessful applicants shall have those fees and subscriptions refunded.

5.6 Annual Subscriptions are due on the 1st April and shall be paid to the Treasurer by no later than the 30th April.

6. Management

- 6.1 A Management Committee shall administer the affairs of the CMB&SC according to the Constitution and Rules and shall cause the funds of the CMB&SC to be applied solely to the aims of the CMB&SC, for the benefit of the membership and any benevolent or charitable purpose nominated by a General Meeting.
- 6.2 The Management Committee is answerable, at all times, to the CMB&SC membership.
- 6.3 The quorum for a Management Committee meeting shall be five.
- 6.4 The honorary officers of the Management Committee shall be elected annually, at the Annual General Meeting, from the Full and Honorary Members of the CMB&SC There may be not more than two Honorary Members on the Management Committee.
- 6.5 In the event of a tied ballot for a Management Committee place the election shall be determined by lot.
- 6.6 The Management Committee shall consist of the following honorary officers:
- i) Commodore
 - ii) Vice Commodore
 - iii) Secretary
 - i) Treasurer
 - ii) Bosun and Moorings Officer
- And up to five ordinary members.

Two Committee members shall be appointed to a Moorings sub-committee together with the Bosun and Moorings' Officer.

- 6.7 The duties of officers will be as follows:

The Commodore shall co-ordinate the activities of the officers, arrange the agenda with the Secretary, and chair the meetings.

The Vice Commodore shall deputise in the absence of the Commodore at any meetings which the Commodore is unable to attend.

The Secretary shall:

- a) Conduct the correspondence of the CMB&SC
- b) Keep custody of all documents.
- c) Maintain confirmed minutes of the Management Committee, Sub- Committees, General, Annual General and any Extra-Ordinary General meetings.
- d) Administer all insurance policies necessary for the full protection of the interests of the CMB&SC, its officers and members.
- e) Maintain contact with the CMB&SC's legal advisor.
- f) Produce meetings agendas with the Commodore
- g) Maintain an up to date register of members and their relevant insurance details.
- h) Deal with membership applications.
- i) Maintain a waiting list of membership applicants.
- j) Liaise with other officers, as necessary, with regard to membership.

The Treasurer shall:

- a) Receive all subscriptions and fees.
- b) Be responsible for making all payments on behalf of the CMB&SC
- c) Keep the books of accounts necessary to give a full and accurate statement of the CMB&SC's finances.
- d) Make such returns as required by law at the due time.
- e) Produce accounts for presentation at the A.G.M.. Two members to be appointed at the

A.G.M to audit the accounts. These members should not be members of the Management Committee.

f) Liaise with other officers, as necessary, with regard to payment of subscriptions and fees.

The Bosun and the Moorings' Sub-Committee shall:

a) Supervise the moorings and implement the CMB&SC mooring and boat park policy.

b) Maintain a list of current mooring and boat park space holders.

c) Liaise with the Membership Secretary to maintain a mooring waiting list and a boat park waiting list.

d) Control members' use of the garages as under rule 2.1.

e) Any dispute regarding the Bosun and Moorings Officer's decisions shall be referred to the Management Committee.

6.8 There may be up to two other co-opted temporary members of the Management Committee, for specific functions, who shall cease to hold office at the next Annual General Meeting or sooner if the particular task is finished.

6.9 **Sub-Committees**

The Management Committee may form sub-Committees. The Management Committee shall appoint their remit. Any Sub-Committee recommendations must be ratified by the Management Committee before implementation. Each Sub-Committee shall have its membership re-appointed at the first Management Committee meeting following the Annual General Meeting. The majority of voting members of a Sub-Committee shall be members of the Management Committee.

6.10 **Members indemnification of the Management Committee and the Trustees**

In pursuance of the authority vested in the Management Committee and the Trustees by the members of the CMB&SC, members of the Management Committee and the Trustees are entitled to be indemnified by all members of the CMB&SC against any liabilities properly incurred by them or any one of them on behalf of the CMB&SC 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 CMB&SC. The Limit of any individual member's indemnity in this respect shall be a sum equal to one year's subscription at the then current rate, unless the Management Committee and the Trustees have been authorised to exceed such a limit by a General Meeting of the CMB&SC. The liability of an Honorary Member shall be equal to that of a Full Member.

7. Meetings

7.1 **Annual General Meeting**

The Annual General Meeting shall be held in the months of January, February or March.

It shall be for the purpose of:

- i) Receiving the annual reports of each Management Committee officer including a written copy of the audited accounts.
- ii) Electing officers from the Full Members to the Management Committee.
- iii) Discussing and voting on proposed changes to the Constitution and Rules for which due notice has been given. Such changes require the support of two thirds of Full Members present including any proxy votes.

- iv) Setting the annual subscription and fees by simple majority.
- v) The quorum for the Annual General Meeting shall be fifteen Full Members, except that any changes to the Constitution or Rules as in 7.1 (iii) above shall require the attendance of not less than half of the Full Members in person or by proxy.

Nominations for officers or any motion for the Annual General Meeting shall be presented in writing to the Secretary no later than one month before the AGM. These shall be sent in writing to all members, giving them not less than 14 days clear notice prior to the Annual General Meeting.

7.2 **Extra-Ordinary General Meeting**

- i) An Extra-Ordinary General Meeting may be called to change the constitution or rules, to make important and significant decisions for the CMB&SC, to censure Management Committee Officers, to expel a member or to dissolve the CMB&SC
- ii) An Extra-Ordinary General Meeting may be called by written request to the Secretary of six Full Members, giving full details of the proposed business. There shall be a minimum of 28 clear days between the Secretary receiving the request and the date of the meeting, so that all members can have 14 clear days notice in writing.
- iii) Any formal motion of censure of a Management Committee member or for expulsion of any member shall be brought to an Extra-Ordinary General Meeting, at which that member shall have the right to be present and/or be represented by another member.
- iv) Any resolution to change the constitution or rules or to dissolve the CMB&SC shall require the support of at least two thirds of the Full Members present or by proxy at the meeting at which not less than one half of the Full Members shall be present or by proxy.
- v) The quorum for an Extra-Ordinary General Meeting shall be fifteen Full Members, except as specified in 7.2 (iv) above.

8. Property and Assets

- 8.1 Any property in the form of freehold and/or leasehold land, any building thereon, and capital equipment shall be held in trust for the CMB&SC by at least four trustees. The original trustees are :- Paul Huxtable, Peter Nurse, Terry Perkins and Stuart Hill.
- 8.2 There shall normally be up to six trustees who are full members of the CMB&SC and shall be appointed at an Annual General Meeting. Not more than two trustees shall be replaced in one year unless a natural vacancy occurs .
- 8.3 **The Trustees** duties and powers are to hold and use these assets for the benefit of the CMB&SC membership and to further the declared aims of the CMB&SC
- 8.4 **The Trustees** may not dispose of any of these assets for the personal gain of any of the members of the CMB&SC
- 8.5 **The Trustees** must obtain the consent of the Management Committee before making any changes to the status quo.
 - (a) The trustees shall be effectually indemnified by the Committee out of the assets of the CMB&SC 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 property of the CMB&SC vested in them, or in relation to any legal

proceedings, or which otherwise relate directly to the performance of the functions of a Trustee of the CMB&SC

- (b) The liability of the Trustees for the performance of any contractual or other obligation undertaken by them on behalf of the CMB&SC shall be limited to the assets of the CMB&SC

9. Dissolution of the CMB&SC

- 9.1 If upon winding up or dissolution of the CMB&SC 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 of the CMB&SC, but shall be given or transferred to some other institution or institutions to be determined by a resolution, supported by two thirds of the Full Members present or by proxy, at an Extra-Ordinary General Meeting, at which not less than one half of the Full Members shall be present or by proxy, at or before the time of the dissolution and if and so far as effect cannot be given to such provision, then to the Royal National Lifeboat Institution.

RULES

1. Club Boats

- 1.1 All Club boats must be insured before use
- 1.2 Club boats can be used by any person recognised by the Committee as competent. A list of competent persons to be kept in the clubhouse
- 1.3 Club boats and outboards can be booked up to one week in advance. If the member booking the boat has not arrived on site one and a half hours before high tide, another member may use the boat.
- 1.4 All users of Club boats must wear personal buoyancy (buoyancy aids or lifejackets). Wet suits do not constitute personal buoyancy.

2. Garages

- 2.1 Space in the garages not required for Club boats or equipment can be made available to members to maintain their own boats for a period of two weeks, this to be arranged with the Club Bosun. If at the end of the two-week period no other member requires the space, a further two-week period can be arranged.
- 2.2 Members' boats must be parked in the garage so that they do not obstruct access to equipment and club boats stored in the garage. Any club boat in the garage must be parked near to the door so that it can be used without the need to move the member's boat.
- 2.3 Club boats and club equipment normally stored in a garage must not be stored outside that garage unless this has been agreed at a Management Committee Meeting.

3.

Security

- 3.1 The wharf gates must always be locked shut when going sailing or leaving site.
- 3.2 No member shall lend a club key to a non-member or allow a club key to be copied.
- 3.3 No member shall reveal the code of a combination lock to a non-member.
- 3.4 Security is viewed seriously, and members infringing rules 3.2 and 3.3 can be disciplined by the loss of club membership.

4. Extension Leads

- 4.1 Extension leads, which must be in good condition, shall only be used under the direct supervision of a member. Otherwise they shall be disconnected and stored in a secure place.

5. Moorings

- 5.1 Moorings in Comwich Pill shall be laid to the requirements of the Moorings sub-Committee.
- 5.2 Moorings shall be allocated only to Members who have submitted a completed application form. A new or vacant mooring will be offered to the next suitable boat on the waiting list. Owners not living locally shall obtain the services of a local member to assume responsibility for any emergency action needed for the boat in the pill or during land storage. The Bosun must be informed of the arrangements.
- 5.3 The Bosun shall keep an updated mooring waiting list. If the Management Committee decides a fee shall be payable, such fee shall be paid before being accepted onto the waiting list.
- 5.4 Any member who fails to pay his necessary subscription to the Treasurer by 30th April shall be deemed to have vacated his/her mooring.
- 5.5 A mooring or boat parking space cannot be sold or sub-let with or without a boat.
- 5.6 All vessels at moorings shall:
 - i) Be adequately fendered.
 - ii) Use no floating rope for any mooring purpose.
- 5.7 A member shall inform the Bosun if he/she does not intend using his/her mooring for a prolonged period. That mooring may be used by a visitor only after the prior permission of the owner has been given.
- 5.8 Any dispute over the Bosun's interpretation of these rules shall be referred to the Management Committee. Two unheeded warnings, for any mooring transgression, from the Bosun in not less than one month may lead to withdrawal of membership and loss of the mooring, without reimbursement
- 5.9 If at any time any subscriptions or fees payable to the Club by any member or former member, shall be three months or more in arrears:
 - (a) The committee shall be entitled to move the boat or other equipment to any other part of the premises without being liable for any loss or damage to the boat whatsoever.
 - (b) The committee shall be entitled upon giving one month's notice in writing to the member or former member, at his last known address shown in the register of

members, to sell the boat or equipment and to deduct any monies due to the club (whether by way of arrears of subscription or mooring fees or otherwise) from the net proceeds of sale before accounting for the balance (if any) to the member or former member.

(c) Alternatively any boat or other equipment which in the opinion of the committee cannot be sold may, upon such notice as aforesaid, be disposed of in a manner the committee may think fit and the expenses recovered from the member or former member.

(d) Further the Club shall, at all times, have a lien over members' or former members' boats or other equipment parked or moored on the Club's premises or the Club's moorings in respect of all monies due to the Club, whether in respect of arrears of mooring fees or subscription or otherwise. (See Note 1 below)

NOTES

Note Clause 5.11(d) containing the term "lien" means the Club can refuse to deliver up the boat to the owner until she/he has discharged/paid all monies due to the Club.

6. Insurance.

- 6.1 The CMB&SC's insurance provides cover for the club's public liability only.
- 6.2 It is a member's responsibility to be adequately insured. Members are strongly advised to carry insurance that will provide a minimum of £2,000,000 cover for their own liability to British Energy, other organisations using British Energy land at Comwich, the public, other members and other members' property.

7. Club Site and Dinghy Park

- 7.1 Members' storage of boats and equipment in the boat park and use of CMB&SC equipment is entirely at their own risk.
- 7.2 Use of boat parking space shall be subject to fees set at the Annual General Meeting and payable in advance.
- 7.3 Storage of boats and other equipment on the Club site to be agreed in advance with the Management Committee. Heavy boats and equipment not to be stored in the dinghy park area. Heavy, for the purpose of this rule, is considered to be greater than 2 tons gross.
- 7.4 Nothing must be stored within one metre of the fence surrounding Comwich Laboratory and the aerial compound in such a way that it might assist a person in climbing over the fence. Boats must not be tied to the fence, but must be attached to the provided tying down rail.
- 7.5 Cars may be parked in the yard for short periods but must be left unlocked or the keys left otherwise available to facilitate any necessary movement for other members to gain access to boats.
- 7.6 Not less than one week's written notice shall be given to an owner if his/her boat needs to be moved. The owner should normally be present and supervise the move. Should it not be possible for the owner to be present then the Bosun may supervise the move, accepting that all due care will be exercised on his/her behalf but that the boat's insurance provides the necessary cover.
- 7.7 Heavy boats and vehicles are not to pass over the grassed areas when the ground is soft.

9

7.8 No equipment to be left on site without the permission of the Bosun.

Disc 323