Dundee Sailing Club

Constitution

Version	Date	Changes
1	18 March 1979	Original document created
2	November 1999	Updated membership types
3	March 2000	Updated loans section
4	November 2015	Updated Object text; Membership Types; Committee roles, size and quorum; document format; Accounts audit timeline
5	May 2017	Update section 3 to make membership more explicitly open and section 19 re: distribution of assets, following dissolution of the club.

1. Designation

The club shall be called "Dundee Sailing Club", and the burgee of the club shall be a stylised dinghy outlined in black.

2. Object

The object of the club shall be to promote family sailing, cruising and racing in a safe, controlled manner; to develop the sailing skills of its members and to contribute to the well-being of the community. 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.

3. Membership

The club is open to all. Any member of the community may apply for membership and such applications for membership will come under the following headings with an annual membership fee as may be fixed by the Executive Committee:

1. Individual Adult
2. Individual Youth (16-18 years)
3. Individual Student (Undergraduate)
4. Family Membership

An application for membership cannot be refused without good reason and a right of appeal to the Executive Committee exists for anyone refused membership, which would be decided by majority vote. A member is defined as someone who has paid all fees due.

4. Conduct

Every member undertakes to comply with Club rules and regulations. Any breach of these rules and regulations or conduct which is against the interest of the Club shall render a member liable to disciplinary action or expulsion as determined by a disciplinary sub-committee of the Executive Committee. Any subsequent appeals may be heard by the Executive Committee whose decision will be final.

5. Voting Rights

Voting rights will be given to all adult and youth members' at all general meetings of the Club.

6. Executive Committee

The Executive Committee shall be elected annually at the Annual General Meeting and shall consist of the following, to a maximum total of 8 members:

- Commodore
- Vice Commodore
- Secretary
- Treasurer
- Up to four Ordinary Members

All Executive Committee Members are eligible for re-election at the Annual General Meeting. The Executive Committee have the power to co-opt members to fill any vacancy which may occur and to set-up sub-committees as required.

7. Management

Management of the Club shall be invested in the Executive Committee which will meet as required throughout the year. All meetings will be called by the Secretary who will give at least seven days' notice of venue and agenda to all members of the Executive Committee. A quorum for an Executive meeting will be five members. Should a meeting be inquorate, an adjourned meeting can then be called where decisions on matters of urgency may be taken irrespective of numbers present.

8. Secretary

The Secretary shall call and keep Minutes of all General and Executive Meetings. The Secretary shall conduct the general correspondence of the Club and keep an up-to-date register of members.

9. Treasurer

The Treasurer is responsible for all financial matters concerning the Club. The Club bank account will be drawn upon by any two of the Treasurer, the Commodore or the Secretary. The Treasurer will keep an accurate record of all income and expenditure, showing receipts where possible and will distribute to the members at the A.G.M. a copy of the accounts and balance for the previous financial year.

10. Auditors

It will be the duty of the auditors to inspect the Treasurer's accounts no later than four months after the A.G.M., along with details of all income, expenditure and receipts, to satisfy themselves that the Statement of Accounts and Balance Sheet are correct and to endorse the balance sheet if they are so satisfied. Auditors will not hold any position on the Executive Committee.

11. Guests

Guests may be permitted to sail with the Club on payment of any required guest fee. No liability is accepted by the Club for guests or their property.

12. Liability

Financial or legal liabilities incurred in the rightful exercise of their office shall not be the personal liability of the Executive Committee but shall be the responsibility of the Club as a whole. Members participate in Club activities at their own risk and neither the Club nor its officers can accept liability for loss or injury of any kind sustained during Club activities. All members are advised to arrange their own personal insurance to cover sailing activities.

13. Special General Meeting

A Special General Meeting can be called by requisition of ten voting members or by the Executive Committee. The Secretary must give at least 21 days' notice of such meetings. Notice must contain details of venue and agenda. No additions to the agenda will be allowed at Special Meetings and quorum is necessary.

14. Quorum

The Quorum for General Meetings will be 20% of members eligible to vote. At all meetings the Chairman will have both a deliberative and a casting vote. The Chairman will be the Commodore or Vice-Commodore or another member of the Executive appointed in their absence.

15. Alteration to Constitution

Alterations to the Constitution can only be made at an Annual General Meeting or a Special General Meeting called for that purpose. The proposed alteration must be signed by a mover and two seconders and be in the hands of the Secretary 21 days before the date of the meeting and be distributed to all members 14 days before.

A majority of 2/3 of those present and eligible to vote is necessary for the alteration to be adopted. Amendments to the proposal can be accepted at the meeting at the discretion of the mover but no other alteration to the Constitution can take place without prior notification of the membership.

16. Honorary Members

Honorary Membership may be given to any person who is thought worthy by the Club. Proposals for Honorary Membership must be made at the A.G.M. and be approved by a 2/3 majority of those present and eligible to vote. Honorary Membership will run from A.G.M. to A.G.M. Honorary Members will not have voting rights but will be kept informed of Club decisions and activities.

17. Annual General Meeting

The Annual General Meeting will be held each November. Business will include:

1. Apologies for absence
2. Minutes of the last A.G.M.
3. Commodore's Report
4. Treasurer's Report and Financial Statement
5. Alterations to the Constitution
6. Election of Commodore
7. Election of Vice Commodore
8. Election of Secretary
9. Election of Treasurer
10. Election of Ordinary Committee Members
11. Appointment of Auditors
12. Honorary Members
13. A.O.C.B.

18. Loans

The Executive Committee shall have the power to negotiate and enter into loan agreements on the Club's behalf as follows:

1. Short Term Bridging Loans
2. Long Term Bridging Loans secure over the Cub's property or otherwise, the amount of which is to be limited by the following formula:

Loan limit to be four times the annual membership subscription received in the Club's most recent full accounting year.

Where the Executive have agreed to enter into a loan agreement, those authorised to sign the agreement on the Club's behalf shall be any two of the following office bearers:

1. Commodore
2. Vice Commodore
3. Secretary
4. Treasurer

Liability in respect of any such loan agreement shall at all times lie with Dundee Sailing Club as a whole and not with any individual member or members of the Executive Committee.

19. Dissolution

The Club may be dissolved by a resolution passed at a Special General Meeting convened for that purpose, provided a two thirds majority of eligible members present vote for it.

Should there remain any assets after the satisfaction of the liabilities of the Club, such assets will be presented to an organisation or organisations with objects similar to the object of the Club. Any unspent grant award funding will be returned to the source, and any assets purchased with grant award funds will be donated to a similar non-profit organisation.