



BRIXHAM YACHT CLUB RULES

Amended May 2018

**Amended by Ian Scott - Director
1 of 5**

1. NAME

- a. The name of the company shall be THE BRIXHAM YACHT CLUB. Which is a company limited by guarantee

2. OBJECTS

- a. The objects of the Club are to encourage sailing, cruising and racing of sail and power craft, and all forms of water craft, and to become the premier Water-sports centre for Torbay. promote social activities between Members and their guests at the Club House, maintained for this purpose.

3. LIMITATION OF CLUB MEMBERSHIP

- a. The Club shall consist of not more than 1,200 members or such other number as the Board of Directors may from time to time determine.

4. DIRECTORS

- a. There will be 5 Directors, consisting of Commodore, Vice Commodore, and three further Directors
- b. The Directors shall, if necessary, be elected by ballot at the Annual General Meeting, the term of election will be a single year for Commodore and Vice Commodore and the three directors by size of vote to calculate a 3 year, 2 year or 1 year term.
- c. If a vacancy arises for a Director of the Club during a year the remaining Board of Directors may appoint a Member of the Club to serve until the next Annual General meeting.

5. DUTIES OF THE AUDITORS and ACCOUNTANTS

- a. The Auditors and accountants shall Be appointed at the Annual General Meeting in each year.
- b. Audit the account of the Club when called upon to do so and shall give such certificate of assurance as to the accuracy of the said accounts as shall be required by law, or the Board of Directors.
- c. If either is unwilling or unable to act, they should inform the Board of Directors who shall appoint a substitute to hold office until the next Annual General Meeting.

6. QUALIFICATION FOR MEMBERSHIP

- a. This may vary from time, for up to date information please visit our website - www.brixhamyachtclub.com

7. HONORARY MEMBERS

- a. Will be detailed by the Board of directors and agreed at the AGM

8. TEMPORARY MEMBERS & VISITORS

- a. This may vary from time, for up to date information please visit our website - www.brixhamyachtclub.com

9. ENTRANCE FEE & ANNUAL SUBSCRIPTION

- a. Membership periods, entrance fees, subscription tariffs, payment periods and conditions shall be determined and published from time to time by the Board of Directors and it will be published on the Website – www.brixhamyachtclub.com and may vary from time to time
- b. Membership of any member shall cease if any subscription remains unpaid for a period of 2 calendar months after its due date. A member whose subscription remains unpaid 7 days after its due date shall not be entitled to vote at a General Meeting.

10. MEMBERS ADDRESS

- a. Every Member shall furnish the Club Secretary with a current address, and email address if available, which shall be recorded in Club Database. Any notice posted on or linked from the Club website, or sent to such address by post or email, including notices for convening General Meetings, shall be deemed to have been duly delivered to the member.

11. RESIGNATION

- a. Any Members desirous of leaving the Club shall give notice in writing to the Secretary on or before their renewal date. Where a member resigns then they will not be eligible to recover any or all the subscription paid by them.

12. UNPAID SUBSCRIPTIONS

- a. No Member shall be entitled to vote at any meeting nor to enter or use the Club or any of its facilities unless their subscription shall have been paid

13. EXPULSION & SANCTIONS

- a. The Board of Directors shall have the power to expel, or impose such lesser sanction on, any Member whose conduct in the opinion of that Board falls short of conduct expected of a Member of the Club. Before such Member is expelled or sanctioned the Secretary shall give him or her fourteen days' notice in writing to attend a meeting of the Board of Directors and shall inform the Member of the complaints made against the Member.
- b. No Member shall be expelled without first having the opportunity of appearing represented or un-represented before the Board, or answering in writing, the complaints made against the Member. An expulsion will need at least three of the Board then present to vote in favour thereof. The Board of Directors shall from time to time set down a Code of Conduct for disciplinary meetings. These are to be in written form and are to be made available to any Members on request from the Secretary.
- c. No Member whose membership has been terminated or suspended under the Rules shall be introduced by any other Member as a visitor to any part of the Club premises.
- d. Any person upon ceasing to be a Member of the Club forfeits all right to claim upon the Club, its property and its funds, including any portion of the current years' subscription.
- e. Every Member, upon election and thereafter, is deemed to have notice of, and undertaken to comply with the Club Rules and the current By-Laws and regulations of the Club. Any refusal, or neglect to do so, or any conduct, which, in the opinion of the Board of Directors, is either unworthy of a member or otherwise injurious to the interests of the Club, shall render the Member liable to sanction by the Board of Directors.
- f. In exceptional circumstances, any two Directors may suspend a member for gross misconduct subject to a subsequent disciplinary procedure being carried out

14. EXCLUSIONS OF LIABILITY

- a. Neither the Club, nor any Director thereof shall be liable to any Member for any loss of or damage to any property occurring, from whatever cause, in or about the Club premises, nor any injury sustained by any Member or guest whilst on or entering or leaving the Club premises and a notice to this effect shall at all times be displayed in a prominent position on the Club premises.

15. MANAGEMENT

- a. The management of the Club shall be vested in the Directors and shall be called the Board of Directors. The Board of Directors may delegate all or any of their responsibilities

16. BY-LAWS

- a. The Board of Directors may from time to time make, vary or revoke By-Laws (not inconsistent with these Rules) for the regulation of the internal affairs of the Club and the conduct of Members, and the By- Laws, for the time being in force, shall be binding on all Members.

17. SUBCOMMITTEES & CO-OPTED MEMBERS

- a. The board of directors may choose to convene a sub-committee in specialised fields. The members of this subcommittee will be drawn from the current membership.

18. DISCLOSURES

- a. A member of the Board of Directors, in transacting business for the Club, shall disclose to third parties that he is so acting.

19. AUTHORITIES TO CONTRACT

- a. The Club shall enter into contracts or authorise expenditure only as authorised by the Board of Directors, Board of Directors may authorise from time to time a specific person or persons to contract on behalf of the club

20. INDEMNITIES

- a. In pursuance of the authority vested in the Board of Directors, by Members of the Club, members of the Board of Directors 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 the individual Member's indemnity in this respect shall be a sum equal to one year's subscription at the then current rate for the category of membership unless the Board of Directors has been authorised to exceed such limit by a General meeting of the Club.

21. PURCHASE & SUPPLY OF EXCISABLE GOODS

- a. The purchase for the Club of excisable goods and the supply of the same shall be under the control of Board of Directors but will normally be delegated to a specific director with responsibility for house.
- b. No person under the age of 18 years shall be sold or supplied with intoxicating liquor, nor shall any person under that age be permitted to consume intoxicating liquor on the Club premises, nor may a Cadet Member under the age of 18, purchase, or attempt to purchase tobacco or cigarettes within the Club premises.
- c. No person shall take a commission, percentage or other such payment in connection with the purchase of excisable goods for the Club. Any profit deriving from the sale of such goods shall be applied for the benefit of the Club, after deduction of the costs of providing such goods for the benefit of the Club.
- d. Proper accounts of all purchases and receipts shall be kept and presented at the Annual General Meeting in each year and such information as the Finance Director or Auditors and Accountants may require shall be furnished to enable any statutory return or statement and the payment of excise or other duty or tax to be made.
- e. Intoxicating liquor may only be supplied for consumption on or off the premises while the Club premises are open provided that the supply is carried out only in strict accordance with the General Licensing Law including permitted hours prevailing in accordance with licensed premises.
- f. Bar opening times will be determined by the Board of Directors and published from time to time, in accordance with the Law

22. TRUSTEES

- a. There shall be three Trustees of the Club who shall be appointed from time to time as necessary by the Club in General Meeting from among Ordinary or Honorary Members who are willing to be appointed. A Trustee shall hold Office during his life, or until he shall resign by notice in writing given to the Board of Directors, or until a resolution removing him from Office shall be passed at a meeting of the Board of Directors by a majority comprising two thirds of the members present and entitled to vote.
- b. All property of the Club, including land and investments, shall be held by the Trustees for the time being in their own names as far as necessary and practicable, on trust for the use and benefit of the Club. On the death, resignation or removal from Office of a Trustee, the Board of Directors shall take steps to procure the appointment by the Club in General meeting of a new Trustee in his place and shall as soon as possible thereafter take all lawful and practicable steps to procure the vesting of all Club property into the names of the Trustees as constituted after the said appointment. For the purpose of giving effect to any such nomination, the Secretary for the time being is hereby nominated as the person to appoint new Trustees of the Club within the meaning of Sec. 36 of the Trustee Act 1925 and shall arrange for the transfer of the Club property to the duly appointed person or persons so nominated by the Board of Directors. Furthermore, the transfer of the Club's real property to the duly appointed person(s) shall include all other personal property owned for the benefit of the Club.
- c. The Trustees shall in all respects act, in regard to any property of the Club held by them in accordance with the directions of the Board of Directors; and shall have the power to sell, lease, mortgage or pledge any Club property so held for the purpose of raising or borrowing money for the benefit of the Club in compliance with the Board of Directors' directions (which shall be duly recorded in the minutes of the proceedings of the Committee) but no purchaser, lessee or mortgagee shall be concerned to enquire whether any such direction has been given.
- d. The Trustees shall be effectually indemnified by the Board of Directors, 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 property of the Club 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 Club.

23. GENERAL MEETINGS

- a. ANNUAL GENERAL MEETING
 - i. An Annual General Meeting of the Club shall be held each year on a date to be fixed by the Board of directors. The Secretary shall, at least fourteen days before the date of such meeting, or any General Meeting, as hereinafter serve on the Members notice thereof, and of the business to be brought forward thereat--
 - ii. No business, except the passing of the Accounts and the election of Directors, Trustees, Auditors and Accountants, and any business that the Board of Directors 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 two full calendar months prior to the meeting.
- b. OTHER GENERAL MEETINGS
 - i. The Board of Directors may at any time, upon giving fourteen days' notice, 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 Meeting shall be confined to the business stated in the notice served on Members.
 - ii. The Board of Directors shall similarly call a General Meeting upon written requests addressed to the Secretary by at least 30 Members, stating the object of the Meeting. The discussion at such a Meeting shall be confined to the business stated in the notice served on Members.
- c. PROCEEDINGS, VOTING & QUORUM AT GENERAL MEETINGS
 - i. At every General meeting of the Club, the Commodore shall preside, or in his absence, the Vice Commodore.
 - ii. Fifteen Members entitled to vote, and personally present shall form a quorum at any General Meeting of the Club.
 - iii. Only Full Members, Life Members, Joint Members, Family Members and Young Adult Members aged 18 years and above shall vote (unless excluded from voting by any other Rule) at any Meeting of the Club. Other Members may attend but are not entitled to vote.
 - iv. Voting, except upon the election of Members of the Board of Directors, shall be by show of hands, or by Proxy

Voting where authorised by the Board of Directors.

- v. 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 Board of Directors.
- vi. An Honorary Member, Cadet Member, Corporate Member or Temporary Member shall not be entitled to the privilege of Membership in voting, passing resolutions, balloting or any other business in connection with the Club.

24. REVISIONS OF RULES

- a. Will be carried out by the Board of Directors as required.

25. RACING

- a. Racing shall be governed by the Racing Rules of Sailing as published from time to time by ISAF and the RYA.

26. CLUB HOURS

- a. The Club opening hours shall be as published from time to time and will be available on the Club Website

27. WINDING UP or DISSOLUTION

- a. If upon the winding up or dissolution of the Club, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall be paid to, or distributed amongst the Members of the Club, provided that the same may 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 Members of the Club by resolution passed at a General meeting at or before the time of the dissolution and if so far as effect cannot be given to such provision then to some charitable object.