

Rules of the Roach Sailing Association

Section 1 Name and Objects

1. The name of the Association shall be The Roach Sailing Association. (hereinafter referred to in these rules as “the Association”).
2. The object for which the Association is formed is to promote and facilitate the sport of yachting and also to provide social and other facilities for the enjoyment of members together, as may be from time to time determined.

Section 2 Officers

3. The officers of the Association shall be fully paid up members of the Association and shall consist of a President, Chairman, Secretary, Treasurer and Race Officer. Officers shall be elected at the Annual General Meeting for one year, retiring at the termination of the next Annual General Meeting in each year. All officers of the Association shall be eligible for re-election.
4. The Secretary, (and/or the Treasurer) shall: -
 - a. Keep a register of the Association’s member’s names and addresses.
 - b. Conduct the correspondence of the Association.
 - c. Keep custody of all Association documents.
 - d. In concert with the Chairman convene meetings, prepare and circulate agenda, record and deal with the minutes and execute decisions of the committee.
 - e. Keep full minutes of all meetings of the Committee and AGM.
 - f. Administer such insurance policies as may be deemed necessary to protect the interests of the Association, its officers and its members.
 - g. Maintain contact with the Association’s Legal Advisor to ensure that the Association’s affairs are managed in accordance with the current law.
 - h. Maintain any such registrations or certificates and complete any such non-financial returns as may be required by law.
5. The Treasurer shall: -
 - 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 Association.
 - 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 end December in each year and cause such Balance Sheet (and accounts as necessary) to be issued to members at least fourteen days before the date of the Annual General Meeting.
 - d. Maintain books and records and make them available so that any member may review to their satisfaction.

6. The Race Officer (and assistants) shall :-
 - a. Prepare the sailing/race programme for the season for discussion and approval of the committee.
 - b. Conduct races, collate results and post on the Association Notice Board.
 - c. At the Annual Prize Giving and Dinner outline the events of the Sailing Season and assist the person invited to award the race trophies.
 - d. Keep records of race results in perpetuity.

Section 3 Membership.

7. There shall be the following categories of Membership :-

Full Member - Over 18 years of age at date of election and shall have one vote.

Honorary Member - who shall be nominated by the Committee for the year and elected at the AGM with a two thirds majority. Each Honorary member has one vote.

8. The rate of the subscription fee 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 two thirds majority of those present and entitled to vote and shall become operative on the first day of April in the year following.
9. The current rate of subscription is three pounds per annum, payable on joining and thereafter on 1st January in subsequent years subject to any alternation in membership fees. There is an additional annual levy for those skippers who wish to race.
10. Every member shall furnish the Secretary/Treasurer with an up-to-date address, which shall be recorded in the register of members, and any notice sent to such address shall be deemed to have been duly delivered.
11. An application for membership shall be in the form from time to time prescribed by the Committee, and shall include the name, address, name of boat and signature of proposer and seconder. The Secretary shall supply all new members with a copy of the Rules of the Association, on application.
12. The Committee may cancel, without notice given, the membership of any member whose annual subscription is more than six months in arrears provided that the Committee may, at its discretion, re-instate such member upon payment of arrears. No member whose annual payments are in arrears may enter Association races nor vote at any meeting.
13. Every member upon election and thereafter is deemed to have notice of, and implicitly undertakes to comply with Association rules and any current byelaws and regulations of the Association. 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 Association, shall render a member liable to expulsion by the Committee. Before expelling a member, the Committee shall call upon such members for a written explanation of the member's conduct and shall give the members full opportunity of making an 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.

14. A member shall not knowingly remove, injure, destroy or damage any property of the Association and shall make restitution for same if called upon to do so by the Committee or by the Secretary upon instructions of the Committee.
15. A member shall not cause any communication in any form to be exhibited on the Association's notice board without permission of the Secretary.

Section 4 The Committee

16. The Committee shall consist of the officers, Ex Officio, and not less than two nor more than eight full members of the Association elected at the Annual General Meeting each year to hold office until the commencement of the next following Annual General Meeting. All nominations for committee must be made to the Secretary two weeks prior to the AGM.
17. Election of Committee by ballot :-
 - a. If the number of candidates for election is greater than the number of vacancies to be filled then these shall be by ballot (not show of hands).
 - b. If the number of candidates for election is equal to or less than the number of vacancies to be filled then all the candidates shall be deemed to be elected if two thirds of those present at the AGM and entitled to vote, vote in favour of such election.
 - c. In the event of the ballot failing to determine the members of the Committee because of an equality of votes the candidates to be elected from those having an equal number of votes shall be determined by lot.
18. If, for any reason, a casual vacancy shall occur, the Committee may co-opt a full member to fill such vacancy until the next Annual General Meeting.
19. The Committee shall meet as and when required making such arrangements as to the conduct, place of assembly and holding of such meetings as it may wish. The Chairman or in his absence a Chairman elected by those present shall preside.

20. Voting, (except in the case of a resolution relating to the expulsion of a member), shall be by a show of hands. In the case of equality of votes the Chairman shall have a second and casting vote.
21. Three members personally present shall form a quorum at a meeting of the Committee.
22. Members of the Committee must give a minimum of one weeks notice of intention to hold a meeting.

Section 5 Powers of the Committee

23. The Committee shall manage the affairs of the Association according to the Rules and shall cause the funds of the Association to be applied solely to the objects of the Association or for the benevolent or charitable purpose nominated by General Meeting.
24. The Committee shall make such rules as it shall from time to time think fit and shall cause the same to be exhibited on the Association notice board for fourteen days before implementation. Such rules shall remain in force until approved or set aside by a vote at a General Meeting of the Association.

Section 6 Liability

25. Limitation of members liability

The Committee or any person delegated by the Committee to act as agent for the Association 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 an AGM pledge the order of the membership.

26. Members indemnification of the Committee

In pursuance of the authority vested in the Committee by members of the Association, members of the Committee are entitled to be indemnified by the members of the Association against any liabilities incurred by them or any one of them on behalf of the Association wherever the contract is of a duly authorised nature and entered into on behalf of the Association. The limit of an individual members indemnity in this respect shall be a sum equal to one year's subscription at the current rate unless the committee has been authorised to exceed such limit by a general meeting of the members.

Section 7 Trustees

27. There shall be three trustees of the Association the President, Chairman and Secretary.

28. All the property of the Association, including land and investments shall be held by the Trustees for the time being, in their own name so far as it is necessary and practicable, on trust for the use and benefit of the Association.
29. The Trustees in all respects act, in regard to any property of the Association held by them, in accordance with the directions of the committee; and shall have power to sell, lease mortgage or pledge any Association property so held for the purpose of raising or borrowing money for the benefit of the Association in compliance with the committee's 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.
30. The Trustees shall be effectually indemnified by the committee out of the assets of the Association 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 relate directly or indirectly to the performance of the functions of a Trustee of the Association.

Section 8 Meetings of the Association

31. An Annual General Meeting of the Association shall be held in the month of March on a date to be fixed by the committee. The secretary shall give at least fourteen days before the date of such meeting or any General Meeting as hereinafter mentioned post or deliver to each member notice thereof and of the business to be brought forward thereat.
32. The Committee may at any time, upon giving twenty-one days notice in writing call a General Meeting of the Association for any special business, the nature of which shall be stated in the summons convening the meeting, and the discussion at such meetings shall be confined to the business stated in the notice sent to members.
33. The committee shall similarly call a General Meeting upon a written request addressed to the Secretary by at least five members. The discussion at such meeting shall be confined to the business stated in the notice sent to members.
34. At every meeting of the Association the Chairman, or in his absence a Chairman elected by those present, shall preside.
35. Fifteen members entitled to vote and personally present shall form a quorum at any meeting of the Association.
36. Only fully paid up members shall vote at any meeting of the Association.
37. Voting, except where otherwise stated in the rules, shall be by show of hands.

38. 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 committee.
39. On any resolution properly put to a meeting of the Association relating to the creation, repeal, or amendment of any Rule, Byelaw, or Regulation of the Association 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 Dissolution of the Association

40. If, upon the winding up or dissolution of the Association, 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 Association but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association. Such institution or institutions to be determined by the members of the Association 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.

Section 10 Byelaws

41. The present rights and privileges of members shall be as follows: -

A full member shall have the full use of all the Association's facilities.
An honorary member shall have the full use of all the Association's facilities.