

TRURO BOATING ASSOCIATION (TBOA)

RULES

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SECTION 1

NAME & AIMS OF THE ASSOCIATION

1 The NAME OF THE ASSOCIATION shall be the 'TRURO AND DISTRICT BOATING ASSOCIATION'.

2 The AIMS OF THE ASSOCIATION are:

To promote, facilitate and provide facilities for the sportboating and yachting and encourage the participation in the sport by the members of the community by:

- a) Promoting and safeguarding the interests of boat owners and river users of the Fal estuary.
- b) Promoting and safeguarding the conservation of the Truro, Tresillian and Fal river systems, their tributaries, creeks, foreshores and estuary.
- c) Providing social and other facilities for members as from time to time determined.
- d) Providing a safe environment for children in line with current RYA child protection guidelines

3 The PENNANT shall be an anchor with two bezzants

4 The Club shall be a non-profit organisation. All profits and surpluses shall be used for the day to day running of the club, and to maintain or improve the clubs facilities. No surplus or profit can be distributed to members or third parties.

SECTION 2

OFFICERS

4 The OFFICERS of the Association shall be Members. The Association will appoint to the following posts at the AGM each year:

Commodore
Chairman
Vice-Chairman
Honorary Secretary
Honorary Treasurer
Membership Secretary
Sailing / Social Secretary
Mooring Officer
Yard Manager

All Officers of the Association shall be eligible for re-election.

The Commodore shall:

- a) Is the figurehead of the club
- b) The Commodore shall be ex-officio on any committee or sub-committee in order to ensure the over all efficient running of the club in accordance with the wishes of the general membership.
- c) Act as the Associations ambassador at special events and with external bodies or other clubs.

The Chairman and Vice Chairman shall:

- a) Chair all meetings of the club and committee
- b) Ensure that the club is run and managed in a manner which is supported by its members
- c) Serve as ex-officio on all club committees

The Honorary Secretary shall:

- a) Conduct the correspondence of the Association.
- b) Ensure that an Annual General Meeting is held every year in November
- c) Keep full minutes of all meetings of the Association, the Committee and Sub-Committees, which shall be confirmed and signed by the appropriate Chairman upon the agreement of the Association, Committee or Sub -Committee as appropriate, at the next following meeting of the association, Committee or Sub-Committee.
- d) Call meetings as required and distribute minutes and agendas.
- e) Keep custody of all Association documents

The Honorary Treasurer shall:

- a) Ensure all liabilities are discharged and creditors paid within reasonable time periods
- b) Monitor and manage all bank accounts and investments

- c) Cause such books of accounts to be kept as are necessary to give a true and fair view of the state of the finances of the Association.
- d) Cause all returns as may be required by law in relation to such accounts to be rendered at the due time.
- e) Prepare an Annual Balance Sheet (and accounts as necessary) to be audited at least annually and to cause same to be displayed at the Annual General Meeting or in the Annual Newsletter.
- f) Ensure that audited accounts are made available for all members
- g) Administer such Insurance Policy or Policies as may be needed to fully protect the interests of the Association, its Officers and Members, in accordance with the directions of the Committee.

The Honorary Auditors shall:

- a) Be appointed at the Annual General Meeting in each year and shall be two fully paid up members of the Association.
- b) Audit the accounts of the Association when called upon to do so and give such certificate of assurance as to the accuracy of the accounts as shall be required by law or by the Committee.
- c) If either is unwilling or unable to act, to inform the Committee who shall appoint a substitute to hold office until the termination of the next Annual General Meeting.

The Membership Secretary shall:

- a) Maintain an up to date list of members of the Association and their addresses.
- b) Bring to the attention of the committee for its consideration new applications for membership.
- c) Bring to the attention of the Committee resignations of members.

The Sailing / Social Secretary shall:

- a) Organise a programme of sailing events for the benefit and enjoyment of members in accordance with the objectives of the Association.
- b) Chair the Sailing / Social Committee.

The Moorings Officer shall:

- a) Administer the members' moorings within the areas allocated to the Association.
- b) Chair the moorings Committee.

The Yard Manager shall:

- a) Administer the lay-up yard.
- b) Chair the lay-up yard Committee.

SECTION 3

MEMBERSHIP

5. CATEGORIES OF MEMBERSHIP

There shall be the following categories of membership with the power to vote at all meetings of the Association as indicated hereunder.

Membership. A single membership fee will cover all the immediate members of a family (two adults and children under 18 years). The family shall have one vote at any AGM or extraordinary meeting.

Note that no block votes are permitted.

- a) HONORARY LIFE MEMBERSHIP. On the recommendation of the Committee, any member who has rendered outstanding service to the Association of a continuous and exceptional nature, may be elected to Honorary Life Membership of the Association and thereafter be entitled to all the privileges of membership without payment of the Annual Subscription Fee.
- b) COMPLIMENTARY MEMBERSHIP. The Committee may award Complimentary Membership by which the member shall be entitled to all the privileges of membership without paying the Annual Subscription Fee for the period ordained by the Committee.

6. ELECTION AND RETIREMENT OF MEMBERS

Membership of the club shall be open to all persons. Truro Boating Association does not and shall not discriminate on the basis of race, colour, religion (creed), gender expression, age, national origin (ancestry), disability, marital status, sexual orientation or military status in any of its activities or operations.

An application for membership shall be in the form as from time to time prescribed by the Committee and shall include the name and address of the applicant and a personal statement indicating why they wish to join the club and what personal skills, if any, they possess.

Applications to include the membership joining fee and first year's subscription, as set by the committee.

Upon receipt of an application for membership, the Membership Secretary shall cause the application to be brought before the next meeting of the committee. No person shall be admitted to membership unless their application has been approved by a single majority vote of those members present at the relevant committee meeting.

The club committee may refuse membership, or remove it, only for a good cause such as misconduct or character likely to bring the club or sport into disrepute.

If membership is refused, or removed, an appeal may be made to an AGM of members.

If membership is approved fees will be processed for payment and the membership secretary shall inform the applicant and provide him or her with a copy of the Association's rules.

If there is likely to be undue delay between receipt of a membership application and the next committee meeting, the membership secretary shall inform the applicant of the reason for the delay and invite them. In the meantime, to participate in any relevant Association events.

Membership subscriptions, for the following year, shall fall due on the date of the Annual General Meeting. Subscriptions reminders will be sent to all members prior to the AGM.

Members who fail to renew their membership by the following AGM shall, at the discretion of the committee, receive a further reminder.

If arrears of membership and currently due subscriptions are not paid within one calendar month of the succeeding AGM their membership shall be deemed to have lapsed. The committee may, at its discretion, reinstate lapsed members upon payment of arrears.

A member wishing to resign shall give notice to the membership secretary. Upon re-application by a past member the committee may, at its discretion, waive payment of joining fee.

No member whose annual payments are in arrears may enter any association event not vote at any meeting or retain the use of any association facility.

7. CONDUCT OF MEMBERS

Every member upon election and thereafter, is deemed to have notice of and implicitly undertakes to comply with the Association's 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 Association, shall render a member liable to expulsion from the Association, provided that, before expelling a member, the Committee shall call upon the 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. An appeal against expulsion may be made to the members at a general meeting.

SECTION 4

COMMITTEE

8. COMPOSITION OF THE COMMITTEE

The committee shall consist of the Officers, ex-officio, and not less than four not more than seven additional members of the Committee shall be elected.

All will be elected at the Annual General Meeting each year.

At the Annual General Meeting each year three of the Committee members shall retire in order of election or seniority. In the case of equal seniority and failing agreement between the members concerned, the order of retirement shall be determined by lot.

Members retiring under this rule may present themselves for re-election at the Annual General Meeting at which they retired.

The Chairman and Vice Chairman of the Association are the Chairman and Vice Chairman of the Committee.

In the absence of both of these officers the Committee may appoint a Chairman for the meeting from amongst those present.

Candidates for election to the Committee (not being Officers of the Association) shall be those members of the retiring Committee eligible to offer themselves for re-election and such other Members whose nominations, with their consent, shall have been received by the Honorary secretary by the time the Annual General Meeting commences.

If the number of candidates for election is greater than the number of vacancies to be filled then selection shall be by ballot.

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 a simple majority of those present at the Annual General Meeting and entitled to vote, show in favour of such election. In the event of the ballot failing to determine the members of the Committee because of an equality of votes, the candidate or candidates to be elected from those having equal number of votes shall be determined by lot. If for any reason a casual vacancy shall occur, the Committee may co-opt a Member to fill such vacancy until the next Annual General Meeting.

A retiring Chairman may, at the discretion of the Committee, be asked to serve on the Committee as an ex officio member in the year following his retirement.

The Committee shall meet at least once a quarter making such arrangements as to conduct and place of assembly of such meeting as it may wish providing all committee members are informed of meetings including an agenda with at least seven days notice.

A Chairman, normally the Association Chairman if present, shall preside.

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.

Five members personally present shall form a quorum at a meeting of the Committee. Providing at least three of those present are Officers of the Association.

9. POWERS OF THE COMMITTEE

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 objectives of the Association or to a benevolent or charitable purpose associated with similar objectives.

The Committee shall make such rules as it shall from time to time think fit. Bye Laws for the governing of the moorings and yard will be set by the Committee. Bye laws must not contradict the constitution of the association. Such rules shall remain in force until approved or set aside by a resolution carried by a majority of at least two thirds of those members present and eligible to vote at a General Meeting of the Association, notice of which shall have contained particulars of the proposed rule(s).

The Committee may appoint such Sub-Committees as it may deem necessary and may delegate such of it's powers as it may think 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 Association as the Committee may think fit. Officers of the Association shall be ex-officio members of all such Sub-Committees.

A member of the Committee, or of a Sub-Committee, or any Officer of the Association, in transacting business for the Association, shall disclose to third parties that he is so acting. The Committee, or any person or Sub-Committee delegated by the Committee to act as agent for the Association or it's members, shall enter into contracts only as 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. 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 properly incurred by them or any one of them on behalf of the Association 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 Association.

The Committee will appoint members to the Moorings, Lay-Up and Sailing / Social Committee.

Authorisation to Commit expenditure.

The Committee is authorised to spend up to the 110% of annual gross income, in that year, without reference to Association Members. Expenditure greater than 110% of annual income, in that year, must be referred to an Annual General Meeting or Extraordinary General Meeting.

The Social Committee shall be authorised to spend up to a sum specified by the Committee in any one year. All expenditure incurred within this authorisation shall be reported to the Committee on a quarterly basis for oversight.

The Yard Lay-up Committee shall be authorised to spend up to a sum specified by the Committee in any one year . All expenditure incurred within this authorisation shall be reported to the Committee on a quarterly basis for oversight.

The Moorings Committee shall be authorised to spend up to a sum specified by the Committee in any one year. All expenditure incurred within this authorisation shall be reported to the Committee on a quarterly basis for oversight.

All Officers of the Association, or another Association member authorised by the Committee, shall be authorised to spend up to £250 on the clubs behalf, without reference to the Committee. All expenditure incurred within this authorisation shall be reported to the next Committee meeting for oversight.

SECTION 5

TRUSTEES

10. NUMBER AND TERMS OF REFERANCE OF TRUSTEES

There shall be four Trustees of the Association who shall be appointed from time to time as necessary by the Committee from amongst the Members who are willing to be so appointed.

A Trustee shall hold office during his or her Lifetime or until he or she shall resign, by notice in writing given to the Committee, or until a resolution removing him or her from office shall be passed at a meeting of the Committee by a majority comprising two-thirds of the members present and entitled to vote.

11. PROPERTY OF THE ASSOCIATION VESTED IN TRUSTEES

All property of the Association, including land and investments, shall be held by the Trustees for the time being, in their own names so far as is necessary and practicable, on trust for the use and benefit of the Association. On the death, resignation, or removal from office of a Trustee, the Committee shall nominate a new Trustee in his place, and shall as soon a possible thereafter

take all necessary steps to procure the vesting of all Association property into the names of the Trustees as constituted after such nomination. For the purpose of giving effect to any such nomination, the Honorary Secretary for the time being is hereby nominated as the person to appoint new Trustees of the Association within the meaning of Section 36 of the Trustees Act 1925 and he shall by deed duly appoint the person or persons so nominated by the Committee.

12. POWER OF TRUSTEES

The Trustees shall in all respects act, in regards 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 property of the Association 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 such direction has been given.

13. INDEMNITY OF TRUSTEES FROM ASSOCIATION FUNDS

The Trustees shall be effectually indemnified by the Committee out of 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 property of the Association vested in them, 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 6

MEETINGS OF THE ASSOCIATION

14. ANNUAL GENERAL MEETING

An Annual General Meeting of the Association shall be held each year in the month of November on a date to be determined by the Committee.

The Honorary Secretary shall at least fourteen days before the date of the Annual General Meeting, post, email or deliver to every member, notice thereof and of the business to be conducted. The Honorary Secretary shall include notice of any vacancies for Officers and/or for Committee membership. Nominations for these vacancies must have a proposer and a seconder, be signed by the nominee and must be deposited with the Honorary Secretary.

No business shall be discussed except:

- a) the presentation and if accepted, the adoption of the accounts for the previous financial year,

- b) the election of Officers, Committee, Trustees and Honorary Auditors
- c) any business the Committee may order to be inserted in the notice convening the meeting.
- d) any item submitted by a member entitled to vote which has been sent to the Honorary Secretary with 30 days notice before the date of the AGM.

15. GENERAL MEETING

The Committee may at any time, upon giving fourteen days notice in writing to every member, call a General Meeting of the Association for any special business, the nature of which shall be stated in the summons convening the meeting. The discussion at such meeting shall be confined to the business stated in the notice sent to every member.

16. EXTRAORDINARY GENERAL MEETING

Upon written request addressed to the Honorary Secretary by at least twenty-five members, the Committee are required to call an Extraordinary General Meeting. This shall be at the earliest reasonable opportunity providing members receive at least 14 days notice in writing.

17. At every meeting of the Association the Association Chairman, or if not present then the Association Vice-Chairman shall preside. If neither is present the chairman elected by those present shall preside.

18. Fifteen members entitled to vote and being present shall form a quorum at any meeting of the Association.

19. Each unit of membership shall have one vote at any meeting of the Association.

20. Voting at meetings of the Association shall normally be by a show of hands of those present.

21. 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. In the latter case a tied vote will be decided by a second, secret ballot.

SECTION 7

DISSOLUTION OF THE ASSOCIATION

22. 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 or distributed amongst the members of the Association. The Committee shall dispose of the net assets remaining to one or more of the following:

- a) to another club with similar sports purposes which is a charity and / or
- b) to another club with similar sports purposes which is registered CASC and / or
- c) to the sport's national governing body for use by them for related community sports.

SECTION 8

RULE CHANGES

No alteration or addition to these rules may be made, except by resolution carried by a majority of at least two thirds of the members present and eligible to vote, at a General Meeting, notice of which shall have been sent to every member and shall have contained particulars of the proposed alteration or addition.