

Constitution of the Yorkshire & Humberside Youth Sailing Association

This constitution was adopted at a meeting of members held on 15 April 2000 by a majority of no less than two-thirds of those present. The version shown below includes amendments made at the 2009 AGM.

Section 1 - Name and Objects

- 1) The name of the association shall be 'The Yorkshire and Humberside Youth Sailing Association' (hereinafter referred to in this constitution as 'the association').
- 2) The object for which the association is formed is to promote and facilitate the sport of sailing to young people, to develop their sailing skills through the provision of a racing programme, training and development scheme which will encourage them to progress to National, International and Olympic competition levels.
- 3) In pursuit of this aim the association will raise funds to provide equipment and coaching support for its members.
- 4) The association shall affiliate itself to the Royal Yachting Association and the National School Sailing Association.

Section 2 - Membership

- 5) There shall be the following categories of membership with power to vote at all meetings of the association as indicated below.

FAMILY MEMBERSHIP - All youngsters under the age of 19 years on 31 August of the subscription year together with their parents or guardians. Each Family membership requires one subscription and carries one vote.

SUPPORTER MEMBERSHIP - All committee members and other interested individuals approved by the committee. Each Supporter membership requires one subscription and carries one vote.

- 6) The Subscription Fee for each category of Membership shall be determined by the committee each year and ratified at the annual general meeting. The membership year shall start on 1 March each year.
- 7) Every member shall furnish the Secretary 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.
- 8) An application for membership shall be in the form from time to time prescribed by the committee and shall include the name and address of the candidate.

Conduct of members

9) Every member, upon acceptance and thereafter, is deemed to have agreed to comply with the association's Constitution. 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.

PROVIDED THAT, before expelling a member, the committee shall call upon such 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.

10) A member shall not cause any communication in whatever form to be exhibited on behalf of the association without permission of the Secretary.

Section 3 - Officers

11) The Officers of the association shall consist of a Chairman, a Secretary, and a Treasurer.

12) The Chairman shall: Chair all meetings of the association.

13) The Secretary shall:

(a) Keep a register of Association members' names and addresses;

(b) Conduct the correspondence of the association ;

(c) Keep custody of all association documents;

(d) Keep full minutes of all meetings of the association, the committee and any sub-committees which shall be confirmed and signed by the appropriate chairman upon the agreement of the association, the committee or sub-committee at the next following meeting of the association, the committee or sub-committee;

14) 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 31 December in each year and cause such Balance Sheet together with an Income and Expenditure Account and Statement of Cash Flows to be audited at least once annually and shall thereafter cause the same to be circulated to the membership at the Annual General Meeting.

Section 4 - Management Committee

15) The Management Committee (referred to in this document as "the committee") shall consist of the Officers and not more than two voting members of the association elected at the Annual General Meeting each year to hold office until the termination of the next following Annual General Meeting. The management committee may co-opt additional members as it sees fit.

16) If the number of candidates for election is greater than the number of vacancies to be filled then there shall be a secret ballot.

17) 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 Annual General Meeting, and entitled to vote, vote in favour of such election.

18) 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 an equal number of votes shall be determined by lot.

19) If, for any reason, a casual vacancy shall occur, the committee may co-opt a voting member to fill such a vacancy until the next following Annual General Meeting.

20) The committee shall meet at least three times each year, 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.

21) Voting (except in the case of a resolution relating to the expulsion of a member) shall be by show of hands. In the case of equality of votes the Chairman shall have a second and casting vote.

22) Three members personally present shall form a quorum at a meeting of the committee.

Powers of the Committee

23) The committee shall manage the affairs of the association according to the Constitution and shall cause the funds of the association to be applied solely to the objects of the association.

24) The committee may appoint such sub-committees as it may deem necessary and may delegate such of its powers as it may think fit upon such terms and conditions as shall be deemed expedient and/or required by the 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.

25) A member of the committee, 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.

26) The committee, or any person or sub-committee 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 General Meeting, pledge the credit of the membership.

27) All cheques shall be signed by two officers of the committee, one of whom shall be the treasurer.

28) 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 limit of an individual member's indemnity in this respect shall be a sum equal to one year's subscription at the then current rate for that category of membership unless the committee has been authorised to exceed such limit by a General Meeting of the Association.

Section 5 - Trustees

29) There shall be at least three Trustees of the association who shall be appointed from time to time as necessary by the committee of the association from among voting members who are willing to be so appointed. Trustees shall hold office during their lifetime or until they shall resign, by notice in writing given to the committee, or until a resolution removing them 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.

30) All property of the association, including 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 as a replacement, and shall as soon as possible thereafter take all lawful and practicable 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 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 Trustee Act 1925 and the Secretary shall by deed duly appoint the person or persons so nominated by the committee.

31) The Trustees shall 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. The Trustees shall have power to enter into litigation in connection with any property of the association.

32) 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 6 - Meetings of the association

33) An Annual General Meeting of the association shall be held in the first quarter of each subscription year. The Secretary shall mail or deliver to each member notice of any General Meeting and the business to be brought forward at least fourteen days before the date of such meeting.

34) No business, except the passing of the accounts and the election of the Officers, Committee, Trustees and Honorary Auditors, and any business that the committee 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 Secretary at least forty two days before the date of the Annual General Meeting.

35) 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.

36) At every meeting of the association the Chairman or, in his absence, a Chairman elected by those present shall preside.

37) Ten members entitled to vote and personally present shall form a quorum at any general meeting of the association.

38) If insufficient members are present at a general meeting to form a quorum then a further meeting shall be called at which those members present will constitute a quorum.

39) Only members shall vote at any meeting of the association. Other interested parties may attend but are not entitled to vote.

40) Voting, except upon the election of members of the Committee shall be by a show of hands.

41) In the case of any equality of votes the Chairman shall have a second or casting vote, on any matter other than the election of members of the committee.

42) On any resolution properly put to a meeting of the association relating to the creation, repeal or amendment of any Rule of the constitution such Rule 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 7 - Dissolution of the association

43) 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 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.