

Pentland Firth Yacht Club

A Community Amateur Sports Club

Scrabster Harbour

Caithness

CONSTITUTION

Constitution as amended

at the AGM held on

26 November 2023

See Also: Club and Sailing Guidelines and Rules.

Name and Object

1. The name of the club is "Pentland Firth Yacht Club". Further referred to as "the Club".
2. The main purposes of the club are to provide facilities for and to promote participation in the amateur sport of sailing in the Thurso and surrounding area's.

Burgee

3. The club burgee shall be triangular in shape; the upper half being light blue and the lower half dark blue with superimposed in the centre a turkey red Viking ship.

Membership

4. Membership of the club shall be available as follows:-
 - a) ADULT - FULL Member shall be entitled to take part in all activities, with the use of the full amenities of the club. Eligible for election onto Committee.
 - b) JUNIOR - shall be under the age of 18 years when subscriptions are due on the 1st November and shall have the rights and privileges of a FULL Member except that they shall not be eligible for Membership of the Committee or to vote at General Meetings except as specified in paragraph 18 of the Constitution.
 - c) CRUISING - shall have rights and privileges of a FULL Member except that they shall not be eligible to take part in races organised by the club with the exception of events specifically organised for Cruising Members.
 - d) HONORARY - shall have the same rights and privileges as a JUNIOR member.
 - e) FAMILY - shall entitle two parents / guardians and children under the age of 18 to take part in all activities and use the amenities of the Club. Children within FAMILY Membership shall have the rights and privileges of a JUNIOR.
 - f) STUDENT, ELIGIBLE FOR STATE PENSION, UNEMPLOYED – shall have rights and privileges as a FULL member.
 - g) WEEKEND - temporary membership for those who are visiting the area from beyond a reasonable commuting distance or those trying sailing prior to taking FULL membership and shall have the same rights and privileges as a JUNIOR Member. This category of membership is restricted to THREE weekends per year.
 - h) SWIMMER/WATERSPORTS - full use of Club Facilities (Excluding Garage) but no rights except attendance at social and general meetings of the club
 - i) ASSOCIATE - shall have no rights except attendance at Social and general Meetings of the Club. They shall make no other use of the club facilities except when providing support at club events (for example, guardboat driver).

Other classes of Membership may be authorised by the Committee if need arises.

5. Membership of the club shall be open to anyone interested in the sport on application, regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs, except as a necessary consequence of the requirements of sailing. The club may have different classes of membership and subscription on a non-discriminatory and fair basis. The club will keep subscriptions at levels that will not pose a significant obstacle to

people participating. The club committee may refuse membership, or remove it, only for good cause such as conduct or character likely to bring the club or sport into disrepute. Appeal against refusal or removal may be made to the Committee members.

6. Every candidate for Membership, except Honorary Membership, shall make application to the Treasurer giving their name and address and any other particulars the committee shall require.
7. Honorary Members may be elected by the Club in a General Meeting on the recommendation of the Committee.
8. A member shall not knowingly remove, destroy or damage any property of the club and shall make restoration for the same if called upon to do so by the Committee or by the Secretary upon the instruction of the Committee.
9. Members of the club, their guests or visitors may use the club premises, and any other facilities of the club, entirely at their own risk and impliedly accept:-
 - a) The club will not accept any liability for any damage to or loss of property belonging to members, their guests or visitors to the club.
 - b) The club will not accept any liability for personal injury arising out of the use of the club premises, and any other facilities of the club either sustained by members, their guests or visitors or caused by the said members, guests or visitors whether or not such damage or injury could have been attributed to or was occasioned by the neglect, default or negligence of any of them, the Officers or Committee of the club.
10. Membership of the Club implies acceptance of this Constitution and any other rules which shall be made by the committee from time to time. Any refusal or neglect to do so, or any conduct which in the opinion of the Committee is either inadvertently or otherwise injurious to the interests of the club shall tender the Member liable to expulsion by the Committee, provided that before expelling a member, the Committee shall call upon them for an explanation of their conduct and shall give them an opportunity of defending themselves or resigning their Membership.

Voting on resolution for expulsion shall be by ballot and the resolution shall only be carried out if no less than three quarters of the Members of the Committee present vote in favour of the resolution.

Fees

11. There shall be an annual subscription for the various classes of Membership of such sums as the Committee shall prescribe. The annual subscription being due from 1st November, for the following year.
12. Any Member who has not paid their subscription by 5th January shall receive a letter from the Treasurer requesting him to pay the sum within fourteen days. If their subscription has not been paid by 31 January, then their name may be removed from the list of Members by the Committee.
13. Any Member who has not paid their subscription by 30th April shall be deemed to have resigned.
14. No Member shall, in any year, be entitled to exercise any rights or privileges of Membership until their subscription for that year and any other sums owing to the Club have been paid.

New Membership commencing after 1st August in any year will be eligible for a 50% reduction of membership fee for the remainder of that season.

15. Members who make use of the boat compound/small compound shall also make an annual storage payment of such a sum as the Committee prescribe, which shall entitle a member to a space in the Club's boat compound, provided that the relevant fees have been paid.
16. All surplus income or profits are to be reinvested in the club. No surpluses or assets will be distributed to members or third parties.

Officers

17. The Honorary Officers of the Club shall consist of a Commodore, Vice Commodore, Secretary, Treasurer, Sailing Secretary, and Training Secretary, who shall be FULL Members. They shall be elected at the Annual General Meeting each year to hold office until the election of new Officers at the next Annual General Meeting. The retiring Officers shall be eligible for re-election.

Granting and acceptance of an Honorary Membership disqualifies the member from re-election (See Section 4. Membership. Point d).

No candidate for any office shall be considered for election unless they attend the Annual General Meeting or has signified their willingness to accept office by writing to the Secretary before the date of the Annual General Meeting.

Committee

18. The Committee shall consist of the Honorary Officers of the club and not more than four other FULL Members who shall be elected at the Annual General Meeting to hold office until the election of a New Committee or the next Annual General Meeting. In addition a Junior Member may be nominated by the Junior Members of the club to represent their views on the Committee (and they shall be the only Junior Member entitled to vote). No candidate for election to the Committee shall be considered for election unless they attend the Annual General Meeting or has signified their willingness to accept office by writing to the Secretary before the date of the Annual General Meeting.

If the number of candidates proposed and seconded exceeds the number of vacancies the election shall be by ballot.

If a casual vacancy arises by resignation or death the Committee may co-opt a Member to fill the vacancy.

19. The Committee shall manage the whole affairs of the Club, but may appoint Sub-Committees to advise on specific matters.

The Committee shall set membership and compound fees prior to issue of the Membership Form each year.

The Committee shall apply the funds of the Club to the objects of the Club, but may make donations to charities concerned with the sea.

The Committee shall make such rules as they choose fit as to the management of the Club premises and activities. The rules shall be available in the Clubhouse.

One half of the Members of the Committee must be present at a meeting of the Committee to constitute a Quorum.

Outgoing Officers of the Committee must ensure a complete handover, to the replacement Honorary Officers, including transfer of all files and accounts.

Sale/purchase of any club assets shall be at the discretion of the Committee and recorded in an auditable manner.

Additional club fees are agreed by the Committee and cover, but are not limited to; workshop use, boat hire, and special race entry fees (covering guardboat fuel, food, and maintenance of prizes).

The Committee is empowered to borrow funds up to £5,000 from any recognised bank or Financial Institution subject to:-

- a) The funds are used to increase the realisable assets of the Club.
- b) Prior to entering into any such agreement the Committee shall call an Extraordinary General Meeting under the conditions of paragraph 22 of the Constitution.

20. In addition to the powers given to the Committee under Rule 18 hereof, if at any time, any fees payable to the Club by any member or former member shall be unpaid by 31st May in the year following and a boat the property of a member or former member remains upon the club premises, the Committee may:-

- a) Move the boat to any other part of the club premises without being liable for any loss or damage to the boat howsoever caused.
- b) Give one months notice in writing to the member or former member at his last known address as shown in the Club Register and thereafter sell the boat and deduct any monies due to the club (whether by way of arrears of subscription or annual payments, mooring, dinghy park fees or otherwise) from the net proceeds of sale before accounting for the balance (if any) to the member or former member.
- c) Alternatively, if the boat is unsaleable, after giving notice in writing as aforesaid, dispose of the boat in any manner the Committee may think fit and deem the cost of doing and any arrears as aforesaid to be a debt owing to the club by the member or former member.
- d) Further the club shall at all times have a lien over the members' or former members' boats parked on the club's premises in respect of all monies due to the club, whether in respect of arrears of storage fees or subscriptions or otherwise.

PROVIDED THAT:-

Proper evidence is available to show that all reasonable steps have been taken to trace a member or former member and that when and if the boat is sold the proceeds of sale (less any indebtedness by the member or former member to the club) shall be placed upon bank deposit account and retained against the eventuality of a claim by the owner (whether he be the said member or former member or otherwise) for a period of six years.

Financial and CASC Records

21. Three financial signatories are to be appointed by the Committee, two of whom are necessary to approve any withdrawal of funds; one of whom must be the Treasurer.

The Appointed Treasurer must retain all files relating to gift aid applications for a period of 7 years under government guidelines. Such files must be handed over upon change of Treasurer.

The Treasurer must maintain a demonstration of compliance to Community Amateur Sports Club (CASC) regulations for 5 years in line with Government requirements for data retention. An annual report will be shared with the Committee. Such files must be handed over upon change of Treasurer.

The clubs' active weeks in accounting period, has been agreed by the Committee to be 26 weeks per year, for the sailing season covering 1st April to 31st October; resulting in a participation threshold of 7.

Honorary Examiner

22. At the Annual General Meeting, a member shall be appointed as Honorary Examiner whose duty shall be to examine the accounts of the Club for the following year. In the event that they are unwilling or unable to act, the Committee shall appoint a substitute to hold office until the termination of the next Annual General Meeting.

General Meetings

23. An Annual General Meeting shall be held at such a place as the Committee shall decide, in the month of November, to be fixed by the Committee. The Secretary shall, at least fourteen clear days before the date of such a meeting, post or deliver to each Member notice thereof, and of the business to be brought forward thereat. One item of business at the AGM shall be the annual accounts of the club, these having been approved by the external examiner prior to the meeting.

The Committee may, on giving fourteen days notice, call a General Meeting of the Club for any specific business the nature of which shall be stated in the Summons convening the Meeting, and the discussion at such a Meeting shall be confined to that business alone.

The Committee shall also call a General Meeting on the written request of five Members.

At a General Meeting of the Club, each paid up Member (other than Honorary Members, Associate Members or Junior Members) shall have one vote. All adults who joined through Family Membership shall be entitled to one vote. Honorary Members, Associate Members and Junior Members shall be entitled to attend a General Meeting but shall have no vote.

In the case of an equality of votes, the Chairman shall have a second or casting vote.

24. Fifteen per cent of the Members of the Club entitled to vote must be present at a General Meeting to constitute a Quorum.

Trustees

25. On election as Honorary Officers to the Committee at each AGM, those Honorary Officers shall become Trustees of the Club.

At election the Trustees jointly and severally Covenant with the Club that they shall accept legal ownership of all the Club property and be on behalf of the Club for activities such as loans, leases, funds, disposals and deal with all these and similar matters without prejudice as the Club shall direct.

Each Trustee shall only hold the powers of Trustee whilst elected to the Committee and these powers will cease as soon as their Honorary Officer position is rescinded.

Election to this position allows a Trustee to sign documents using the title of "Trustee" when directed.

A Trustee shall be directed by the Club through an action or instruction recorded by the Club in Committee or AGM or GM minutes and subsequently given a written instruction signed by two (different) members of the Committee.

Normal operation of the club such as operational purchases, membership fees, control of operational funds, fuel and consumable, repairs, spares etc. will not require an individual written instruction from Trustees and will be covered by normal operational processes of the Club.

The Club shall indemnify the Trustees against:

- a) Any expenses incurred by the Trustees in carrying out any directions.
- b) All expenses relating to Club property, leases, loans and other Club commitments.
- c) All liabilities in perpetuity whatsoever and howsoever arising out of the ownership or use of the Club property, commitments, leases etc. including any claims by any third party and their heirs, executors and assigns or by any user or crew.

Winding Up

26. The decision to wind up the Club will be taken at a general meeting

The Trustees shall undertake to sell, dispose or otherwise realise the value of all Club assets.

The Trustees shall first pay any debts owed to its members or creditors.

Upon dissolution of the club any remaining assets shall be given or transferred to another registered CASC, a registered charity or the sport's governing body for use by them in related community sports.

Alterations or Additions to the Constitution

27. Notice of any alteration or addition to the Constitution to be proposed by a Member of the Club shall be given to the Secretary in writing seven days prior to an Annual General Meeting or Extraordinary General Meeting, and full particulars shall be sent to the Members before the date of the Meeting.

All such proposed alterations or additions and any amendments to them which may be proposed and seconded will be put to the vote at the meeting and, provided, that on a show of hands or if demanded on a poll, two thirds of those Members present and entitled to vote shall be in favour of the proposed alteration, additions or amendments then the same shall be deemed to be carried.

This constitution was amended and passed at the General Meeting held on 26 November 2023.