



Proposed changes to the Club rules

The Rules were last revised in 2014. The background behind the current proposed changes is generally to update them for current practice and to eliminate any anomalies.

A mark-up of the existing Rules showing the proposed changes is set out below.

The Anglian Water Bye-Laws referred to in 21 can be found at <https://anglianwaterparks.co.uk/sites/default/files/pdf/Confirmed-Waterparks-Byelaws-23-March-2015.pdf>

Club Rules (as revised at 21 July 2013, 16 July 2014 and further revised at [27]16 July 2019[4])

1. Name

The name of the Club shall be Grafham Water Sailing Club and the burgee of the club shall be green over blue, divided by a wavy white band.

2. Objects

The objects for which the club is formed are: -

- (a) The encouragement of amateur yacht sailing.
- (b) The encouragement of the study of seamanship, pilotage and navigation, of improvement in boat design and of boat building and sail-making.
- (c) The holding and arrangement of matches, races, regattas and competitions in yachting, and the offering and granting of contributions towards the provision of prizes, awards and distinctions.
- (d) The promotion of social intercourse between members of the club and their friends, and the provision of accommodation with all the usual privileges and advantages of a club for the purposes aforesaid.

3. Membership

Commented [ja1]: Left unchanged since these are the objects for which the Club was formed and do not purport to represent current activity. The Memorandum is broader than this.

(i) All persons, whether the owners of a yacht or dinghy or not, shall be eligible to be members of the club. All age related categories are calculated as at the start of the club year, being 1st April. Members shall be in one of the following categories: -

___(a) Full Members - That is persons over the age of 18 years who are elected as Full Members pursuant to Rule 3(ii). Upon election a Full Member shall become a member of Grafham Water Sailing Club Limited and their names shall be entered in the Register of members accordingly. Members other than Full Members shall not be eligible to become members of Grafham Water Sailing Club Limited. Only Full Members shall be entitled to attend or vote at General Meetings. Those Full Members whose age exceeds 18 years but who have not exceeded the age of 25 years are hereafter described for subscription purposes as Young Adult Members. Full Members who are over the greater of State Pension Age and 65 years of age are hereafter described for subscription purposes as Senior Members

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___(b) Junior Members - That is persons between the ages of 6 and up to 18 years. Junior Members under the age of 16 must have a Full Member or Non-Sailing Member as a sponsor who takes on the responsibility set out in Rule 20(d) below

___(c) Honorary Members - That is members elected as Honorary Members by the Council, provided that the total number of such Honorary Members shall not exceed 5 per cent of the total number of all members.

___(d) Non-sailing Partner Members - members elected under this class of membership shall be 18 years of age or over and shall observe and be subject to these Rules and the By-Laws, but this shall not entitle them to sail on Grafham Water.

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___(e) Temporary Members - members of the yacht clubs recognised by the Royal Yachting Association may be admitted to temporary membership upon application to the Secretary. Other applicants for temporary membership must have their application forms signed by two members of the Council. Temporary membership shall cease upon the expiration of the period covered by the last subscription paid. Temporary membership shall not be granted for a period which exceeds one month in any one year. A temporary member may only race if he has received prior permission so to do from the Officer of the Day, provided that such permission shall not be required by a temporary member competing in an Open Meeting which has been authorised by or on behalf of the Council.

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___(f) Block Members - Groups of persons from full-time educational establishments (including Scouts, Guides and Cadets) and from Service establishments (including the Police and the fire Service) and from other bona fide organisations approved by Council may become members in accordance with such terms and regulations as may be laid down from time to time by the Council. A Block Membership, provided it contains at least one person in a Full Membership category, shall entitle the Block Member to the rights of one Full Membership.

Commented [ja2]: As discussed at our meeting: to allow Block members to vote and to be represented on Council

___ Individuals admitted under this class of membership shall observe and be subject to these Rules and By-Laws.

___(g) Honorary Life Members - That is members whose Honorary Life Membership is conferred by the Club in General Meeting on the recommendation of the Council.

Honorary Life Members will be members of the club who have rendered the club outstanding service and whom the Commodore and Flag Officers suggest to the Council shall be selected for this honour. A record of Honorary Life Members and their service to the club shall be kept and displayed prominently in the clubhouse. The privileges of membership will also extend to the wife or husband of the Honorary Life Member. Honorary Life Members shall be treated as Full Members for the purposes of these Rules.

—(h) Non-Sailing Members - Members elected under this class of membership shall be 18 years of age or over and shall observe and be subject to these Rules and the By-Laws, but this shall not entitle them to sail on Grafham Water. Non Sailing members shall be treated as Full Members for the purposes of these Rules. Non-sailing Members are not entitled to keep a boat at the Club, except, at the absolute discretion of Council which will be applied on a case by case basis for a period of up to twelve months in the first instance and only in cases where they have previously been Full Members of the Club for a period of at least twelve months.

—(i) Day Members (Sailing) - Persons who are admitted by the Secretary to sail on one day, under conditions laid down by the Council and after payment of such fees as the Council shall require. Such members may not berth a boat at the Club and may not introduce guests to the club.

(j) Day Members (Non-Sailing) - persons accompanying day members (sailing) who are admitted by the Secretary, under conditions laid down by the Council and after payment of such fees as the Council shall require.

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—(k) Corporate Membership - may, at the discretion of Council, be granted to Companies, Partnerships or Sole Proprietors of Businesses occupying property within the club grounds and who are tenants or licencees of the club. Membership may be granted for whatever period the related occupancy agreement provides for an amount which may be fixed and reviewed by Council.

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—(l) Staff Members – persons, being full time or part time employees of the Club, or sub-contractors of the Club, as elected from time to time by Council on conditions laid down by Council

(ii) A candidate for membership shall send to the Club Secretary a signed form setting out his or her name and address and any other particulars the Council shall require. Interim admission to the club will be permitted after an interval of at least two days from the application. A list of prospective new members will be presented to the Council at scheduled council meetings. If there are no objections to any of the candidates then the list will be signed as approved by the committee chairman.

(iii) On the request of any one member of the Council, candidates may be elected by secret ballot. A simple majority of the Council then present shall decide.

(iv) Any member desirous of resigning from the club shall notify the Secretary of the club in writing of his intention to resign, before the 31st day of March in any year, otherwise he shall be liable for the dues and subscriptions for the succeeding year, and upon receipt by the club Secretary of such notice, the rights of such a person as a member of the club shall cease.

(v) If any member shall refuse or neglect to comply with the provisions of the Memorandum and Articles of Association of the Company or with the Rules of the Club or shall be guilty of any conduct ~~which, in the opinion of Council, is either of omission~~ unworthy of a ~~gentleman member~~, or ~~in the opinion of the Council~~, likely to be injurious to the club, such member shall be liable to ~~disciplinary action by Council. Council shall have power by resolution to expel the member or at its absolute discretion impose a lesser sanction, including suspension for a specified period of time. .Where Council considers that expulsion is a possible sanction, expulsion by a resolution of the Council, provided that~~ at least one week before the meeting at which such resolution is passed, a notice shall have been despatched ~~(electronically or otherwise)~~ to ~~him the member~~ at the address shown in the register of members, stating the nature of the resolution and the time and place at which it will be considered and intimating that he may attend, and before such resolution is passed, give orally or in writing such explanation or defence as he may think fit. A member expelled under this rule shall forfeit all right in and claim upon the club and its property. The vote on a resolution for expulsion shall be by ballot and the resolution shall only be carried if not less than three quarters of the members of the Council present vote in favour of the resolution. The Quorum for a meeting called to vote on such a resolution shall be not less than nine members of the Council.

Commented [ja3]: I have lifted some wording from the RYA draft Constitution for Clubs

(vi) A member of the Club shall also cease to be a member -

(a) On his resignation, ~~bankruptcy~~, or death, or -

Commented [ja4]: I have a note that we thought this was unnecessary: note however it is in the Articles

(b) Upon a report to the Council by the Secretary of the Club that he has received a notice from Anglian Water Services Limited requiring the expulsion of the member named in the notice and that he has despatched a copy of the notice to the member at his address shown in the register of members.

(vii) No person who has been expelled from membership shall be ~~re-elected or~~ admitted to the club as a guest without the sanction of ~~the members of the Club in General Meeting Council~~.

Commented [ja5]: In line with our discussion

4. Entrance Fee; Subscriptions & Boat Dues

(i) Members shall pay such entrance fees, dues and subscriptions to the Club as shall from time to time be fixed by the Club and any member whose dues and subscriptions are unpaid on the 1st day of May in any year shall cease ipso facto to be a member of the Club.

(ii) No member shall in any year be entitled to exercise any rights or privileges of membership until his entrance fee and subscription for that year have been paid.

(iii) A member elected after the end of June shall have his subscription and boat dues in the year of joining reduced by such sum as the Council may from time to time prescribe.

(iv) Entrance fees, dues and subscriptions as applying from time to time will be shown on a separate list and displayed on the Club's web site.

(v) The Council shall have power to fix the fees payable by temporary members and block members.

5. Guests

Any member may introduce as his guest any person, providing that the member so introducing enters his own name and the name and address of his guest in the book kept for such purpose, and at no time leaves the Club premises while the said guest is thereon.

Members shall be held responsible for ensuring that the behaviour of their guests is acceptable to other members and for their compliance with the club rules and Bye-laws and shall pay all monies due to the Club in respect of such guest.

No member may introduce more than two guests in any one day and the same guest may not be introduced on more than four occasions in any one year, irrespective of who introduces him or her.

A member who is a member of a block membership may only introduce one guest on any one day and the same guest may not be introduced on more than two occasions in any one year by a member of a block membership.

6. General Meeting

(i) An Annual General Meeting shall be held on some day in the months of June or July to be fixed by the Commodore, and the proceedings shall be conducted in accordance with the Articles of Association of Grafham Water Sailing Club Limited.

(ii) At least seven weeks prior to the Annual General Meeting the Club Secretary shall post a prominent notice on the Club ~~premises web site~~ stating the date and time of the AGM. The notice shall also state the date by which nominations for Officers and Council members must be received.

(iii) No business (except the passing of accounts and the election of officers, members of the Council and the appointment of the Auditor, and any business that the Council may order to be inserted in the Notice convening the meeting) shall be discussed at such meeting, unless notice thereof be given to the Club Secretary not less than 28 days prior to such meeting.

(iv) The Council may, at any time, call an Extraordinary General Meeting for any specific business. The discussion at such General Meeting shall be confined to the business stated in the notice sent to members.

(v) One tenth of the total number of Full Members may join together to serve a notice requisitioning an Extraordinary General Meeting, such notice to be delivered to the Secretary of the Club at the registered office of the Club stating the objects of the meeting.

(vi) The Club Secretary shall, at least 21 days before the date of the Annual General Meeting, or 14 days before the date of any other General Meeting, post or deliver to each full member notice thereof and of the business to be brought forward thereat. The procedure at such meetings shall be in accordance with the Articles of Association.

(vii) A General Meeting may at any time remove, without reason given, any member from any office which he or she may hold.

7. Officers

(i) The Officers of the Club shall consist of a **President**, Commodore, a Vice Commodore, two Rear Commodores (the "Flag Officers") and an Honorary Treasurer, who shall be Full Members and who shall be elected at the General Meeting in each year, to hold office until the conclusion of the next Annual General Meeting. A retiring officer shall be eligible for re-election, but may not serve as an Officer for more than ten consecutive years. A member may be re-elected as an Officer after an interval of not less than one year.

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(ii) No candidate for any office (other than the retiring officers) shall be proposed unless the name of such candidate, and of his proposer, shall have been received by the Club Secretary at least 28 days prior to the date of the AGM together with a signed statement of his/her willingness to stand for election.

(iii) The Council shall have power to appoint any Full Member to fill any casual vacancy in any of the aforesaid offices and such person shall hold office until the next following Annual General Meeting.

8. Council

(i) The Council shall consist of the Officers Ex Officio and not more than ten Full Members of the Club elected by the Club in General Meeting provided always that two-thirds of the Council shall be owners or part-owners of boats, ~~and that five shall form a quorum except in the case of meetings dealing with business under Rule 3.~~ Council Members shall be elected for a 3 year term, and may not serve for more than three consecutive three year terms in that capacity, though may be a member of Council for a longer period if elected as an Officer of the Club. A member of Council who has served three consecutive three year terms may be re-elected to Council after an interval of not less than one year. At the Annual General Meeting in each year, four of the elected Members of the Council (who shall be eligible for re-election) shall retire in order of seniority of election, and in the case of equal seniority, the order of retirement shall, failing agreement between the Council members concerned, be determined by lot. If one or more casual vacancies arise by reason of death or resignation, the number of retirements shall be reduced accordingly. If, in any year, the number of casual vacancies caused by death or resignation equals or exceeds four, no members of the Council shall be required to retire as herein before provided.

~~(ii) Meetings of the Council may be convened by any Officer or by any two members of the Council.~~

(iii) No candidate for election to the Council shall be proposed unless the name of such candidate and of his proposer shall have been received by the Club Secretary at least 28 days prior to the date of the AGM, together with a signed statement of his willingness to stand for election.

~~(iii)~~ A full list of candidates shall be prominently displayed in the Club premises for at least seven days before the date of the Annual General Meeting.

(iv) If the number of candidates duly proposed and seconded exceeds the number of vacancies to be filled, the election shall be by ballot. If the number of votes cast for any two or more candidates shall be equal, the person presiding at the meeting shall exercise a second or casting vote by lot.

(vi) Subject to the provisions of Rule 6 hereof, any full member may be nominated for election to the Council in accordance with this rule.

(vii) Council shall have power to appoint any Full Member to fill any casual vacancy in the membership of Council and such person shall hold office until the next following Annual General Meeting

(vii) Meetings of the Council may be convened by any Officer or by any two members of the Council. Five members of Council shall form a quorum except in the case of meetings dealing with business under Rule 3(v)

Commented [ja7]: Note Articles are inconsistent: they say 3 in Article 49.

9. Committees

(i) A Racing Committee shall be appointed annually by the Council and shall consist of a Chairman appointed by the Council from amongst its members and up to five other Council mMembers, ~~all of whom shall be members of the Council~~. Council shall have power to co-opt as additional members of the Racing Committee, elected captains of fleets nominated by Council and other experienced yachtsmen.

(ii) Three members, one of whom shall be a member of the Council, personally present shall form a quorum of the Racing Committee. ~~If a quorum of disinterested parties cannot readily be obtained for the purpose of hearing a protest, an ad hoc Protest Committee of not less than three members of the Club may be appointed by the Racing Committee, or in the absence of a quorum of the Sailing Committee, by not fewer than two members of the Council, and a decision of a duly appointed Protest Committee shall be deemed to be that of the Racing Committee~~

(iii) The Council may appoint such other Committees of Council as it thinks fit, provided that not less than one half of any Committee, except the Racing Committee, are members of the Council, that the total number number of Committee members is not less than four, and that vacation of office on the Council shall also involve vacation of office on any committee.

(iv) Council shall have power to delegate business to Committees. Committees shall keep proper minutes of their proceedings which shall be submitted to the Council at its meeting next following the meeting of the committee.

10. Functions and supply of liquor

(i) 'Functions' - Notwithstanding anything herein before mentioned (in this Rule ~~103~~ or ~~hereinafter~~ contained in Rule 5) intoxicating liquor may be supplied during the hours specified by ~~by law 1~~ the Club Licence to members and non-members of the Club attending at the Club when functions are authorized by ~~Meeting of the Council~~ (or a committee appointed by the Council for this purpose).

Provided always that: -

- (a) Such function is a function of a yachting or sailing club or association, or -
 - (b) Such function is promoted by and the responsibility of a member of the Club who is present at the function, or
 - (c) Such other function not being provided by sub-paragraph (a) or sub-paragraph (b) hereof, limited to twelve functions in any one year.
- (ii) The following persons may be admitted to the Club premises to enjoy the club facilities and may purchase intoxicating liquor (subject to the provisions of the Licensing Act 2003):-
- (a) Members and their guests.
 - (b) Any person who, with the consent of the Club, is permitted to sail on Grafham Water and his or her guests.
 - (c) Club employees.
 - (d) Bona fide members of the press and yachting trade.
 - (e) Persons officiating at sailing events on Grafham Water.
- (iii) (a) The purchase for the Club and the supply by the Club of intoxicating liquor, shall be exclusively controlled by the Council.
- (b) No alteration in the Bye-laws of the Club affecting the supply by the Club of intoxicating liquor, nor any decision of the Council or a Committee appointed by the Council affecting such supply shall take effect until notice thereof shall have been given in pursuance of s.48 and, if applicable, s.62 (3), of the Licensing Act 1964.

11. Management

- i) The management of the Club shall be solely in the hands of the Council and according to these Rules. The Council shall apply the funds of property of the Club or any gain arising from the carrying on of the Club, solely in accordance with the Memorandum and the Articles of Association.
- (ii) The Council shall make such ~~Bye-laws~~Regulations as it thinks fit as to the management of any of the Club premises. Such Regulations will be displayed on the Club's web site.
- (iii) The Council may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit, the quorum necessary for the transaction of business being in accordance with these Rules. Questions arising at any meeting shall be decided by a majority of votes and in case of an equality of votes the Chairman shall have a second or casting vote.
- (iv) It shall be the responsibility of the Council to cause to be kept, proper books of accounts which shall give a true and fair view of the state of affairs of the club and to explain its transactions.

12. Auditor

At the Annual General Meeting each year, there shall be appointed a properly qualified Auditor whose duty it shall be to audit the accounts of the Club for the current year. A copy of the audited accounts shall be prominently displayed in the Club premises for at least seven days immediately prior to the Annual General Meeting. In the event of the person appointed as Auditor being unwilling or unable to act, the Council shall appoint a substitute.

13. New Rules

~~Notice of any proposed alteration or addition to these rules shall be given in writing to the Club Secretary at least two months before any general meeting at which the same is to be brought forward, and full particulars of any such proposed alterations or additions shall be set out in the notice convening the meeting.~~

Commented [ja8]: Duplicated below

(i) Alterations or additions to these Rules must be proposed and seconded by Full Members and will take effect only if approved in General Meeting by a two-thirds majority of those voting.

(ii) Notice of any proposed alteration or addition shall be given in writing to the Club Secretary at least two months before an General Meeting at which the same is to be brought forward and full particulars of any such proposed alterations or additions shall accompany the notice convening the meeting or be published separately to the members not less than 28 days prior to the meeting.

iii) Provided that the Chairman shall not permit any such proposal to be brought forward which is inconsistent with the Memorandum or Articles of Grafham Water Sailing Club Limited.

14. Temporary Fees - Events

(i) If the Council agrees to the use of the Club premises for training, racing or other contests in sailing or rowing boats or canoes, they shall fix such fees for temporary membership for the persons concerned with such events as they may think fit.

(ii) The Club Secretary or any other person who has received the authority of two members of the Council, may expel temporarily or permanently any person who has the right to the temporary use of the Club.

15. Arrears

If at any time any monies payable to the club by any member or former member shall be three months or more in arrears, the Council shall be entitled to take into possession any property on the Club premises belonging to such member; and -

(a) The Council shall be entitled to move such property to any other part of the Club premises.

(b) The Council shall be entitled upon giving one month's notice in writing addressed to such member, at his last known address shown in the register of members, to sell

such property and to deduct any monies due to the Club from the net proceeds of sale before accounting for the balance (if any) to such member.

(c) Alternatively, such property, which in the opinion of the Council cannot be sold may, upon such notice as aforesaid, be disposed of in any manner the Council think fit and the expenses recovered from such member as a debt owing to the Club.

(d) The Club shall, at all times, have a lien over such property in respect of all monies due to the Club.

16. Storage of boats

(i) Any member wishing to keep a boat on the Club premises shall apply to the Club Secretary for consent giving such details as the Club Secretary may require.

(ii) When a boat is jointly owned, it shall be deemed to be kept at the Club by one of its joint owners only, who shall be so nominated in the application for consent.

(iii) A member ceasing to keep a boat at the Club or exchanging one boat for another, shall inform the Club Secretary and the register shall be amended accordingly.

17. Royal Yachting Association

The Council shall take such action as may be required so that the Club shall be a recognised Club Member of the Royal Yachting Association.

18. Interpretation

The decision of the Council upon any question of the interpretation of these Rules or upon any matter affecting the Club and not provided for by these rules, shall be final and binding upon the members.

19. The Grafham Water Sailing Club Limited

The Grafham Water Sailing Club Limited ('The Association'), is party to, is bound by and is entitled to the benefit of these Rules.

20. Liability

(a) Neither the Club, nor the Association, nor any servant, officer or Council members of the Club or the Association, shall be liable to any member in any category, or to any guest or other person entering the Club premises or using the Club property or making use of the amenities of the Club or Grafham Water under the auspices of the Club, for any loss or damage whatsoever (other than loss or damage arising out of the death or personal injury of any person), and howsoever caused unless such loss or damage is caused by the wilful act of any servant, officer or Council member of the Club or the Association.

(b) All members of every category undertake not to sue the Club or the Association, or any of the servants, officers or Council members of the Club or the Association for any loss or damage whatsoever (other than loss or damage arising out of the death or personal injury of any person) and howsoever caused, unless such loss or damage is caused by the wilful act of any servant, officer or Council member of the Club or the Association.

(c) Neither the Club nor the Association nor any servant, officer or Council member of the Club or the Association shall be liable for any loss or damage to property on the Club premises (whether such property be in the possession of the Club or the Association or not) and howsoever caused, unless such loss or damage is caused by the wilful act of a servant, officer or Council member of the Club or the Association.

~~(d) It is the responsibility of the parents or legal guardians of a Junior Member to satisfy themselves that the Junior Member is under adequate supervision at all times.~~

21. Anglian Water Services Limited Requirements

Members shall at all times comply with any reasonable requirements given by or on behalf of ~~the~~ Anglian Water Services Limited and shall comply with .the Anglian Water Park Bye-Laws.

22. Change of Address

Every member shall keep the Club Secretary informed in writing of any changes in his name and address for entry in the Register of Members, and any notice required by these Rules to be sent or given to any member or former member, shall be deemed to have been duly sent or given, if sent by ordinary pre-paid post to the latest address appearing in the Register of Members.