

# *Royal West of Scotland Amateur Boat Club*

## **Constitution – June 2023**

### **1 NAME OF CLUB**

1.1 The name of the Club shall be **Royal West of Scotland Amateur Boat Club**.

### **2 OBJECT**

2.1 The object of the Club shall be to promote and foster all amateur water sports.

2.2 To enhance the Club's objective it will retain annual affiliation to the local **Sports Council** and relevant national governing bodies, including the **Scottish Coastal Rowing Association**, **Scottish Canoe Association** and **Royal Yachting Association**.

### **3 UNIFORM**

3.1 The uniform of the Club shall consist of a navy blue blazer with the Club badge and buttons impressed with the letters **RWSABC**, Club tie or scarf and grey trousers or skirt /dress with a white shirt or blouse.

3.2 The badge is the registered property of the Club and may be worn by members only.

3.3 The Club colours are red and white and the ensign is a white cross with crown on a red background.

### **4 MEMBERSHIP**

4.1 Membership categories are described in Clauses 4.3 – 4.11 below. They are entitled to use all the facilities of the Club unless otherwise stated in the category description.

4.2 Only **Ordinary Members, Life Members, Student Members, Country Members and Family Members** shall be entitled to take part in the management of the Club.

4.3 **Ordinary Members** are members aged 18 years or over on the 1<sup>st</sup> of April in the subscription year.

4.4 **Junior Members** shall be aged 12 years to 17 years on 1<sup>st</sup> April in the subscriptions year. They shall not be entitled to use the Club equipment or facilities unless under the direction/coaching of an appropriate Member of the Club. Junior members shall have no voting rights and will not be allowed to attend meetings of the Club.

4.5 **Life Members** are Ordinary Members who have paid 25 consecutive annual subscriptions, excluding Associate. To qualify for this category the member must have joined the Club before 1<sup>st</sup> April 2018.

4.6 **Country Members** shall be those Ordinary Members who ordinarily reside outwith 40 miles distance from the Clubhouse by the most practical means of transport, and do not reside locally for more than one month during the boating season.

4.7 **Clubhouse Members** (formerly referred to as Associate) shall be at least 21 years of age on admission. They shall not be entitled to use the Club boats nor keep a boat on the foreshore or in the Club premises or take part in watersports activities at the Club but shall be entitled to wear the Club uniform.

4.8 **Honorary Members** may for special reasons be elected at any General Meeting of the Club, but shall have no voice in the management of the Club.

4.9 **Honorary Life Members** are those Life Members who were elected before 28<sup>th</sup> February 1973 and elect not to pay the Life Membership Subscription and who request in writing to the Committee that they shall be elected as an Honorary Life Member. They will be allowed to attend meetings of the Club and deliberate but will not be allowed to vote or be elected to the Committee.

4.10 **Family Members** are members of the same family: spouses, civil partners and cohabitants aged 18 years or over on the 1<sup>st</sup> of April in the subscription year, their children and / or children for whom they are legally responsible up to the age of 17. Adults shall be Ordinary, Life, Student or Country Members and shall be entitled to take part in the management of the Club. All those under age 18 must be under appropriate adult or family supervision at all times. The Subscription for this category shall be equivalent to the sum of the Subscriptions due by the individual adult or adults declared as being in family group.

4.11 **Student Members** are Members who are aged 18 to 25 years on the 1<sup>st</sup> of April in the subscription year. They must be in full time education or training.

4.12 No application for membership will be refused other than on reasonable grounds. There will be no discrimination on grounds of age, disability, race, religion or belief, sex; sexual orientation, political or other opinions.

### **5 MANAGEMENT**

5.1 The Club shall be managed by a Committee consisting of the Office Bearers; Vice President, Honorary Secretary, Honorary Treasurer and not more than 10 other Members, one of whom shall be appointed as Subscriptions Convener. The Committee will also contain participating Members of each of the water sport disciplines offered at the Club.

5.2 Five shall form a quorum at Committee meetings.

5.3 The Committee shall meet monthly at such time and place as may be convenient and on such other occasions as shall be necessary but shall have the option of not holding a meeting during the months of July and August.

5.4 At all meetings of the Committee the Vice President shall preside and in the Vice President's absence the meeting shall elect a Chairperson. The Chairperson shall have a deliberative and in cases of equality a casting vote.

5.5 The Committee shall have power to appoint Sub Committees, the Vice President and Secretary to be *ex officio* members of all Sub Committees.

5.6 The Committee shall have the power to make, rescind, amend or add to the Byelaws from time to time as the interests of the Club may require, which when posted on the Club notice board shall be binding on every Member until set aside by the Committee or by a General Meeting of the Club.

5.7 Complaints of any nature relating to the management of the Club or the Club premises shall be submitted in writing to the Committee, addressed to the Honorary Secretary of the Club.

5.8 Under no circumstances shall any employee of the Club be personally reprimanded by a Member, all disciplinary actions being matters for the Committee alone.

## **6 OFFICE BEARERS AND COMMITTEE MEMBERS**

The Honorary President of the Club is Sir Ludovic Houston Shaw Stewart and his heirs and successors in the Baronetcy of Greenock and Blackhall.

6.1 The Office Bearers and three members of the Committee shall retire annually but shall be eligible for reelection. The mode of election shall be by nomination at the Annual General Meeting. The nominee shall be in attendance or their consent to be nominated previously obtained.

6.2 The newly elected members of the Committee shall be placed at the head of a list, the three names at the foot of the list, therefore with longest service on committee, each year shall be the names of those who retire. In the event that no voting took place at a previous Annual General Meeting the three names of those who retire shall be decided by ballot.

6.3 In the case of a vacancy occurring during the year among the Office Bearers or members of the Committee, the remaining members of the Committee shall be entitled to fill such vacancy by co-opting a suitable Member. Any Office Bearer or members so elected shall hold office until the next Annual General Meeting only.

6.4 Any Office Bearer or member of the Committee may be removed at any time by a majority of two thirds of the Members present at a General or Special General Meeting called for that purpose.

6.5 The Secretary, or in the Secretary's absence the Treasurer, shall convene all meetings of the Club and Committee and shall keep full and correct minutes of all proceedings to be regularly produced at meetings; they shall on all occasions in the execution of their office act under the superintendence and control of the Committee.

## **7 FINANCE**

7.1 The Honorary Treasurer is responsible for the financial management of the Club:

- i. The Honorary Treasurer shall be responsible for keeping correct accounts showing the financial affairs of the Club.
- ii. A designated Club Committee or staff member shall deposit all monies received in the Club bank accounts at the earliest opportunity.
- iii. The Bank Balances, Income & Expenditure analysis for the prior month shall be presented at each Committee Meeting. Payments covering maintenance, utilities, staff wages, purchases for the bar and other monthly operating costs to be included herein, for ratification by Committee. A copy of this shall be appended to the Minutes of the Committee Meeting.
- iv. Any proposal for expenditure in excess of £3000 shall be agreed at a General Meeting of the Members. The proposal document shall include detailed expenditure, benefits to the Club/Members and its financial sustainability.
- v. The Honorary Treasurer shall be responsible for disbursement of monies on instruction from Committee.
- vi. The accounts will be audited on an annual basis by an Auditor or Auditors other than members of the Committee or Club. A copy of the audited accounts and proposed budgets for the coming year shall be posted on the Club Notice Board for at least three days before the Annual General Meeting.

7.2 The Subscriptions Convener shall be responsible for;

- i. maintaining a register of Members of the Club
- ii. recording the class of subscription paid by each Member
- iii. the amount and month the subscriptions are paid by each Member
- iv. sending subscription notices to the Members in the Month of April each year.
- v. recording all subscription monies received in the Club bank account.

7.3 The financial year of the Club shall end on the 31<sup>st</sup> of January.

7.4 Bank accounts shall be kept in the name of the Club in a bank fixed by the Committee.

7.5 All cheques shall be signed by any two of the Vice President, Treasurer and Secretary. All electronic payments from the bank accounts will also require the authority of any two of the Vice President, Treasurer and Secretary.

7.6 No portion of the income and property shall be paid or transferred directly or indirectly by way of dividend, distribution, bonus, honoraria or otherwise howsoever by way of profit to the Members.

## **8 POWER TO SUE**

8.1 The Secretary and Treasurer shall be entitled to sue in the name of the Club.

## **9 PROPERTY**

9.1 The Club property belongs to the Members and is vested in the Vice Presidents' Council as Trustees.

9.2 Should the Club be wound up, after the satisfaction of all liabilities, any remaining assets, property, financial or equipment, will be donated to kindred clubs or associations with similar aims as decided by the Members at a Special General Meeting and not distributed to Club Members.

## **10 VICE PRESIDENTS' COUNCIL**

The purpose of the Vice Presidents' Council is to provide advice to the Committee, also to consider and rule on any appeals received from Members or prospective Members, arising from Rules 12.5 & 16.3.

10.1 The Council shall consist of not more than five or less than three members, of whom the incumbent Vice President and immediate Past Vice President shall be two and all must be current Members of the Club. The Council will be nominated by the incumbent Vice President from amongst the Past Vice Presidents.

10.2 When a new Vice President is elected and there are already five members of the Council one member shall resign or a ballot shall be taken between those of equal length of service.

10.3 If any casual vacancy occurs by reason of death, resignation or otherwise the Vice President may fill the vacancy by nominating any Past Vice President who is willing to serve.

10.4 The names of members of the Council shall be posted on the Club notice board within seven days of any change on the election of a new Vice President.

10.5 The members of the Council shall receive notice of each Committee meeting and be entitled to attend and deliberate but not to vote.

10.6 The Vice President shall act as Chairperson and the Council shall meet at least once a year.

10.7 If the Council is called upon to consider an appeal under Clause 16.3, any Council members who are also members of the Committee that issued the sanction, or is in some way connected to the matter, shall recuse themselves from the Council hearing the appeal. If the Council requires additional members to be quorate, then they may co-opt the appropriate number from amongst the Past Vice Presidents not serving on Committee.

## **11 MEETINGS OF THE CLUB**

11.1 The Annual General Meeting of the Club shall be held in March, at which the Committee's Reports and the Treasurer's Statement, as audited, shall be submitted for approval, and Office Bearers, members of Committee and Auditors elected and appointed for the ensuing year in place of those retiring.

11.2 A Special General Meeting of the Club may be called at any time

(a) by the Secretary, on the instructions of the Committee,

(b) by the Vice Presidents' Council,

(c) on a requisition signed by fifteen Members being submitted to the Secretary requesting the meeting and stating the object for which the meeting is desired. On receipt of a requisition from the Members, the Secretary will give notice of the said meeting within 21 days of receipt and arrange for the meeting to be held within 42 days of said receipt.

(d) by the Secretary, in response to a request made in regard to Clause 16.4

11.3 All meetings of the Club shall be convened by notice stating the object of the meeting, posted on notice boards in Clubhouse & the Club website at least three weeks prior to the meeting.

11.4 At all the meetings of the Club, 15 Members shall form a quorum. No want of a quorum after the Chairperson has opened the meeting shall make the meeting incompetent to transact business.

11.5 The Vice President shall preside at all meetings of the Club and in the Vice President's absence the Meeting shall elect a Chairperson.

11.6 The Vice President or elected Chairperson shall have a deliberative and, in cases of equality, a casting vote.

## **12 ADMISSION OF MEMBERS**

Membership of the Club is open to all, subject to Clause 13.1. There will be no discrimination on grounds of age, disability, race, religion or belief, sex; sexual orientation, political or other opinions.

12.1 Admission to the Club shall rest with a majority of the Committee then present.

12.2 No person under 18 years of age shall be admitted as an Ordinary Member of the Club.

12.3 Applications for Ordinary, Country, Clubhouse, Student, Junior or Family Membership shall be considered by Committee after submission of Temporary Membership Form and participation by the applicant in Club activities for one calendar month.

12.4 On admission of a new Member the Subscriptions Convener shall give notice thereof in writing and shall furnish the Member with the Constitution and Rules and Byelaws of the Club.

12.5 Any candidate whose application for Membership is rejected shall not be eligible to reapply for admission as a Member during the current year. They may appeal the decision of the Committee; this appeal being heard by the Vice Presidents' Council.

### **13 AMATEUR STATUS**

13.1 Any person who is not an amateur according to the Rules of the **National Governing Bodies** for the sports disciplines offered at the Club shall not be eligible for Membership, with the exclusion of those applying for Clubhouse Membership.

13.2 Any form of commercial sponsorship relating to the activities of the Club must be declared to the Committee.

13.3 Any Member infringing these Rules shall cease to be a Member of the Club and their name shall be struck off the Register and they shall forfeit all rights upon the Club or its property or funds, but shall remain liable for their subscription for the current year and all other sums which they may owe to the Club

### **14 ENTRANCE FEE AND SUBSCRIPTION**

14.1 Each Member of the Club, apart from Honorary Members and Honorary Life Members shall pay an annual subscription to the Club. The subscription for all Members shall be set by the AGM.

14.2 On admission all Members will pay an entry fee to be set by the AGM.

14.3 The Committee shall have power to waive the entry fee.

14.4 A nominal fine shall, at the discretion of the Committee, be imposed on Members in respect of each complete calendar month after 31<sup>st</sup> May during which the appropriate subscription has not been paid.

14.5 The entry fee and subscription of a newly admitted Member shall be due on admission and no Member shall be entitled to the privileges of the Club until these shall have been paid and the admission shall become void if payment is not made within one month after intimation; provided that if a Member shall be admitted after the commencement of a subscription year, the subscription payable by that Member for that year shall be the proportion of the appropriate annual subscription in relation to the number of complete months left in the annual year.

14.6 Ordinary Members who are engaged for a period of not less than six months on whole time service with HM Forces shall be liable for one half of the Ordinary subscription for each year in which part of such service occurs between 1<sup>st</sup> April and 30<sup>th</sup> September.

14.7 The names of Members whose subscriptions shall not have been paid by 1<sup>st</sup> June shall be posted on the Club notice board and if any Member's subscription remains unpaid on 1<sup>st</sup> July their name shall be reported to the Committee to be dealt with by them in such manner as they in their sole discretion may deem fit, including suspension. Any Member so reported shall not be entitled to use the Club or to vote or to have a voice in its management until their subscription and all other monies which they may owe to the Club are paid.

### **15 RESIGNATIONS**

15.1 Any Member wishing to discontinue Membership shall resign in writing to the Subscriptions Convener before 31<sup>st</sup> of May or become liable for the subscription for that year and any other sums due to the Club.

### **16 DISCIPLINARY MATTERS**

16.1 The Committee shall have the power to suspend or expel Members in terms of Rule 13 or 14.7.

16.2 The Committee, acting reasonably, has the power to suspend or expel any Member if their conduct is considered to call for such sanction. Explanation will be provided to the Member, in writing, within one week of the sanction taking effect.

16.3 Any Member suspended under Rules 16.1 or 16.2 may appeal the decision of the Committee, this appeal being heard by the Vice Presidents' Council.

16.4 Any Member expelled under Rules 16.1 or 16.2 may appeal the decision of the Committee, this appeal being heard at a General Meeting of the Club convened by the Secretary.

16.5 Any Member expelled under Rules 16.1 or 16.2 above shall forfeit all rights upon the Club, or its property or funds, but shall remain liable for their subscription for the current year and all other sums which they may owe to the Club.

### **17 LISTS OF MEMBERS, NOTICES**

17.1 A copy of the Rules and Byelaws shall be available in the Clubhouse.

17.2 No Member shall cause any communication in whatever form to be exhibited on the Club's notice boards or on or within the Club premises without the prior permission of the Secretary of the Club or a Committee member.

17.3 Every Member shall furnish the Membership Convener of the Club 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 3 days after despatch.

## **18 ALTERATION OF RULES and BYELAWS**

18.1 Any Member wishing to propose an alteration of or addition to the Rules of the Club other than under clause 11.2 shall give notice thereof at a General Meeting. There must be a Proposer and Seconder for the alteration. Within 21 days of the GM the Secretary shall notify all eligible Members of the date of the SGM and the nature of the proposal. A special General Meeting to deliberating and voting on the proposal shall take place within 42 days of the GM at which the proposal was made.

18.2 Any Member wishing to propose an alteration to the Bye Laws, other than under clause 11.2, may do so by submission in writing to the Committee.

## **19 USE OF CLUB PREMISES**

19.1 Members of the Club, their guests and visitors using the Club premises and the facilities of the Club or any of their own, do so entirely at their own risk.

19.2 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.

19.3 The foregoing Rules 19.1 & 19.2 above shall be exhibited in a prominent place within the Club Premises.

19.4 A member of any Club affiliated to the same recognised or National Governing Bodies to which the Club affiliates or a member of a *bona fide* water sports club from any country may be authorised to use the Club premises. Such authorisation shall specify between which dates (being not more than 14 days apart) such person or persons may use the Club premises.

19.5 Any person who is a competitor in any race sponsored by or on behalf of the Club shall be entitled to use the Club Premises.

19.6 The Secretary of the Club or any person who has received the authority of two Members of the Committee may remove any person using the Club premises.

## **20 ABANDONED BOATS or other PROPERTY**

20.1 In addition to the powers of the Committee under Rules above, if at any time any fees / subscriptions payable to the Club by any Member or former Member shall be three months in arrears and property of that Member or former Member shall remain on the Club premises the Committee may:

20.1.1 move the property to any part of the Club premises without being liable for any loss or damage howsoever caused; and

20.1.2 give one month's notice in writing to the Member or former Member at their last address as shown in the Club register and either

(a) thereafter sell the property and deduct any monies due to the Club (whether by way of arrears of fees/subscriptions or annual payments, mooring charges, dinghy park fees or otherwise) from the net proceeds of sale before accounting for the balance (if any) to the Member or former Member; or

(b) If the property is in the opinion of the Committee unsaleable, disposal of it in any manner the Committee may think fit and the cost of such disposal and any arrears as aforesaid shall be deemed to be a debt owing to the Club by that Member or former Member and sued for in terms of Rule 8.1.

Provided that in the event of a sale of any property, and in the event of the Member or former Member not being traced after reasonable enquiry by the Committee shall cause the net proceeds of the sale after deduction of any indebtedness by such Member or former Member to the Club to be placed upon a Bank deposit account and retained against the eventuality of a claim by the owner of the property for a period of five years and if no claim shall have been made within such period the sum at credit in the said deposit account shall accrue beneficially to the Club.

## **21 EXCISABLE LIQUOR**

21.1 No excisable liquor shall be sold or supplied to any person under 18 years of age. No person under 18 years of age shall be permitted to enter or use the Bar or to use any gaming machines.

21.2 The hours during which excisable liquor may be sold or supplied within the Club shall be laid down from time to time by the Committee provided always that they shall comply with the relevant provisions of the Licensing Acts then in force.

21.3 No excisable liquor shall be sold or supplied for consumption outside the premises of the Club.

21.4 No visitor shall be supplied with excisable liquor in the Club premises except on the invitation and in the company of a Member; the Member shall on admitting such a visitor to the Club enter the visitor's name and address and their own name in the book kept for the purpose which shall show the date of such visit.

21.5 No member of Committee and no employee of the Club shall have any personal interest in the sale of excisable liquor therein or the profits arising from such sale.

## **22 GENERAL POWERS**

The Committee shall have power to borrow money and to grant securities, heritable or otherwise, over the assets and undertakings of the Club or any part thereof. Provided that all borrowings shall be sanctioned by majority approval at an Annual or Special General Meeting of the Club and the granting of any heritable security shall also require majority approval of the Vice Presidents' Council.

## 23 INTERPRETATION

Where the context so admits in Rules and Bye Laws:

- a) The masculine includes the feminine and all other genders and vice versa.
- b) Words in the singular include the plural and vice versa.
- c) "boat" means rowing boat, sailing boat, sailing dinghy, canoe, kayak, sailboard, or any other watercraft or vessel.
- d) "the Club" means the Royal West of Scotland Amateur Boat Club.
- e) "Club boat" means any boat or other craft or equipment in the ownership, or under the control of the Club.
- f) "Club Notice Board" means the notice board in the foyer of the upper part of the Clubhouse.
- g) "Member" means a member of the Club in terms of Rule 4.
- h) Rules means Rules 1-23 and any alterations, deletions, additions or amendments thereto.
- i) "Ballot" means all names of those eligible will be included and the result drawn at random
- j) 'audited' means independently examined; 'auditor' means independent examiner