

Northampton Off-Shore Cruising Association

Rules of Association 2007

As approved by the Members at the AGM held on 5th December 2006.

1. Title

The Association shall be called the Northampton Off-Shore Cruising Association (the 'Association'), and shall be affiliated to any other body that the General Committee (the 'Committee') shall deem suitable.

2. Objects

The objects of the Association shall be to foster and promote the sport of off-shore cruising at all levels, providing opportunities for social meetings, recreation and training.

3. Membership

Membership is open to all persons over the age of 18.

Classes of membership:

1. Individual;
2. Joint (two members) - correspondence sent to one address; and
3. Honorary.

Applications for membership will be made in the form prescribed by and subject to the approval of the Committee. Membership application forms and annual membership renewal forms must be signed by each member (and counter-signed by joint members) to acknowledge agreement. Membership will be confirmed on payment of the appropriate annual subscription, the amount of which shall be decided by the members at the AGM.

Subscriptions shall be payable on joining, and on 1st January of each following year. New members joining after the 30th June will have their subscriptions set at half the annual rate for the remainder of that year.

Honorary membership will have the same rights and privileges as Individual or Joint membership, as appropriate, except they shall not be required to pay a subscription. Honorary membership will be conferred by a vote of members at the AGM, for a period of three years and be limited to three Honorary memberships at any one time.

A register of members shall be maintained.

All members shall be entitled to vote at an AGM or SGM.

Membership terminates when:

1. A member voluntarily resigns;
2. A member has not renewed their subscription by 1st March; or
3. A member is expelled – see section 8 Discipline.

A guest, over the age of 18, may attend activities organized by the Association not more than twice in any one calendar year. Persons under the age of 18 must be accompanied by their parent or guardian.

4. Management

A. Officers

The four Executive Officers (the 'Officers') of the Association shall be:-
Commodore
Vice-Commodore
Secretary
Treasurer

The Committee shall cause to be kept by the appropriate Officers, Minutes of Proceedings of the AGM, SGM or Committee, a Register of Members, proper books of Account and such other records as it may direct.

The Secretary's duties shall be to keep minutes of meetings and to be responsible for the distribution of meeting agenda.

The Treasurer's duties shall be to maintain the accounts of the Association in an accurate and timely manner. Annual Accounts are to be prepared to the 30th September and examined prior to the AGM.

B. Election of Officers

All Officers shall be elected, at the Annual General Meeting ('AGM') of the Association, by the membership of the Association. Only fully-paid-up members shall be eligible for election as Officers.

All Officers are elected for a period of one year, but may be re-elected to the same or another office the following year.

A quorum of the Committee shall be any five of its members, providing that two of these members are Officers.

C. General Committee

The affairs of the Association shall be controlled by a Committee comprising the four Officers of the Association, plus up to seven other members (elected by the members at the AGM). The Committee shall meet at regular intervals and not less than four times per year. Any fully-paid-up member of the Association shall be entitled to attend a Committee meeting as an observer.

The Committee may also set up such sub-committees as it deems necessary to assist in running the Association, the life of such sub-committee being subject to review by the Committee.

D. Independent Examiner

A suitably experienced person shall be elected Independent Examiner at the AGM by the members. This person need not be a member of the Association but must be independent of the Committee. The Independent Examiner shall check the accounts annually and have power to inspect any Association documents, as they alone shall judge necessary, in order to accomplish their task.

5. Finance

The Association shall be financed by subscriptions collected from members, and by other means as may be deemed suitable by the Committee. An accurate accounting record of the Association's financial affairs shall be kept by the Treasurer and shall be available for all reasonable inspection.

For the convenient handling of its financial affairs, the Association shall maintain a current bank account. The Commodore, Vice-Commodore, Treasurer and Secretary shall each be empowered to sign cheques drawn on the bank account of the Association, every cheque drawn must be signed by at least two of the signatories.

6. Annual General Meeting

The Annual General Meeting of the Association shall be held during December of each year. The business of the AGM shall include:

- (i) Adoption of the Minutes of the previous AGM/SGM
- (ii) Reports of the activities of the Association during the preceding year
- (iii) Submission of the Treasurer's report
- (iv) Adoption of the Approved Accounts
- (v) The election of Officers for the ensuing year as in article (4)
- (vi) The election of the General Committee as in article (4)
- (vii) The election of the Independent Examiner
- (viii) Members' Resolutions
- (ix) Any Other Business.

Not less than seven days written notice of the AGM shall be given to members by the Secretary, and this notice shall specify, so far as is then known, the nature of the business to be conducted.

7. Special General Meeting

A Special General Meeting ('SGM') shall occur:-

As determined by the Committee, or

On written request for a SGM being submitted to the Secretary at a Committee meeting by a quorum membership (this quorum being one quarter of the membership of the Association).

Such request must state the particular business to be discussed at such SGM, and six weeks shall elapse between submission of the request for an SGM and its taking place.

8. Discipline

The Committee shall have the power, by a two-thirds majority of all members thereof, to request the resignation of any Officer or member of the Committee. Failing compliance within seven days of such request, such Officer or Committee member shall be deemed to have resigned from the Committee.

Before requiring any such resignation as specified above, the Committee shall give the Officer or Committee member the opportunity of appearing before the Committee, where the reason for the request to resign will be made known and the Officer or Committee member shall be able to address the Committee in answer on the matter.

In order to ensure the good name of the Association and its members, and also in the interests of safety, a person in charge of any club activity may suspend, at their sole discretion and for the duration of the activity, any member who misconducts themselves. Any such suspension (and the grounds therefore) shall be reported as soon as possible to the Commodore and Secretary and such suspension must be discussed at the next meeting of the Committee.

If any member shall refuse or neglect to observe any of the Rules of Association or shall in the opinion of the Committee be guilty of conduct prejudicial to the interests of the Association they will be suspended.

The Committee, after having given written notice to such suspended member and after giving them an opportunity to attend before it (in closed Committee), shall have the power, by a two-thirds majority of all members thereof, to suspend, expel or request the resignation of any member of the Association. Failing compliance within seven days of such request, such member shall be deemed to have resigned.

No person who has been expelled from membership shall be re-elected as a member or admitted to the Association as a guest without a majority of the members of the Association at an AGM or SGM.

9. Contractual Obligations

No member of the Association shall enter into any contractual obligation in the name of the Association without the express consent of the Committee given at a Committee meeting.

10. Alteration of Constitution

No alteration shall be made to the articles of the Constitution of the Association except at the AGM or a SGM of the Association. Notice of such resolutions must be received by the Secretary no later than the first Tuesday in November for an AGM, or four weeks before a SGM.

Any alteration or amendment to the Constitution must be proposed and seconded by fully-paid-up members of the Association, and must be supported by a two-thirds majority of those fully-paid-up members present at the meeting concerned.

The decision of the Committee upon any question of interpretation of this Constitution or upon any matter affecting the Association and not provided for by this Constitution shall be final and binding upon the members.

11. Dissolution

If, at any AGM or SGM of the Association, a resolution be put forward for the dissolution of the Association, and such resolution be passed by a majority of two-thirds of the fully-paid-up members of the Association present at the meeting, the Committee shall thereupon, or at such date as specified in the resolution, proceed to realise the assets of the Association and, after the discharge of all liabilities as specified in the resolution, give or transfer to some other organisation, which shall have objectives similar to those of the Association, such of those realised funds as it sees fit.

After discharging all debts and liabilities in the manner specified above, any remaining assets shall not be distributed amongst the members, but shall be given or transferred to the Royal National Lifeboat Institution.

12. Liability

Members of the Association, their guests and visitors may attend the Association's meetings and events entirely at their own risk and accept that the Association is not liable for:

- (i) Any damage to or loss of property belonging to members, their guests or visitors to the Association.
- (ii) Personal injury arising out of the use of the Association's meeting places, any other facilities of the Association or out of participation in any activity organised by the Association.

Whether or not such damage or injury could have been attributed to or was occasioned by neglect, default or negligence of any of the Officers, Committee Members or servants of the Association.

13. Amendments

AGM 6th December 1994 - Rules of Association 1995.

AGM 7th December 1999 - 'Auditor' replaced with Independent Examiner' in section 4D, section 6(iv) and (vii),

AGM 5th December 2000 - class of membership 'family (Husband/Wife/Partner)' replaced with 'Joint'.

AGM 3rd December, 2002 - general committee membership numbers increased from five to a maximum of seven, Section 4C.

AGM 5th December 2006 - Section 3 Membership rewritten: to clarify the rights of Honorary membership and in particular the spouse/partner of an Honorary member, delete the requirement to issue a membership card, add requirement to sign membership application and renewal forms approved by the Committee, clarify when membership terminates. Section 7 Special General Meeting: delete 'fully paid up'.