

# DUNGARVAN HARBOUR SAILING CLUB

## CONSTITUTION October 2002

### NAMES AND OBJECTS

1. The Club shall be called 'The Dungarvan Harbour Sailing Club' hereinafter referred to as 'the Club'.
2. The objects of the Club shall be the promotion and encouragement of sailing and of social union among its members.

### MANAGEMENT

3. The affairs of the Club shall be managed by a Committee elected annually by the members.
4. The Committee shall consist of the Honorary Officers and eight Ordinary Members.
5. The Club shall have as Honorary Officers: The Commodore, Vice-Commodore, Honorary Secretary and Honorary Treasurer.

### MEMBERSHIP

6. The membership of the Club shall consist of:
  - (a) Ordinary Members:  
Gentlemen or ladies not less than 19 years of age on January 1 of the current year.

- (b) Family Members:  
Husband and wife, each ranking as an Ordinary Member, together with their children who are under 19 years of age on January 1 of the current year.
- (c) Cadet Members:  
Young people who are not less than 13 years of age and under 19 years of age on January 1 of the current year.
- (d) Student Members:  
Young people who are over 19 years and under 25 years of age on January 1 of the current year and who have satisfied the Committee that they are full time students.
- (e) Associate Members:  
Gentlemen and ladies who do not keep a boat at the Club, do not participate regularly in Club sailing activities and who will be entitled to utilise whatever Club facilities are made available by the Committee. Persons who are not eligible as Ordinary members and use facilities made available by the Committee.
- (f) Temporary Members:  
Temporary Members may be elected by Resolution of the Committee for a period of not more than one month in any calendar year.
- (g) Honorary Life Members:  
Ordinary Members who have rendered special service to the Club.

7. An applicant for membership shall be proposed and seconded by two ordinary members of the Club. The name and address of such applicant, together with the names and signatures of his/her proposer and seconder, shall be displayed on a conspicuous place in the Club premises for 14 days before their election and shall be communicated to the Honorary Secretary on the prescribed application form; accompanied by the appropriate entrance fee (if applicable) and annual subscription. Both these monies shall be refundable should the application be unsuccessful. A period of two weeks must elapse between the time of nomination and election. Applicants for membership should be known to, or introduced to two members of the Committee prior to the ballot for election.
8. The election of all members (except Honorary Members shall be by ballot of the Committee and shall take place at such times as the Committee shall think fit. In this ballot one adverse vote in five shall exclude. An excluded applicant shall not be eligible for election until after the A.G.M. following the date of his exclusion.
9. On election of a member, notice to that effect shall be sent to him by the Honorary Secretary, together with a copy of the Constitution of the Club and of the Club rules, bye-laws and regulations.
10. On receiving notification of election each member submits to the rules, bye-laws and regulations of the club.
11. Honorary Life Membership may be conferred on an Ordinary member at a General Meeting, on the passing of a resolution to that effect presented by the Committee, subject to the notice of motion being presented to the Secretary prior to the meeting and signed by four members.

12. The amounts of the subscriptions shall be such sums as may from time to time be adopted by resolution passed at a General Meeting of the Club and a bare majority of the members eligible to vote and present and voting at such meeting shall be sufficient for the adoption of such resolution.
13. Subscriptions are payable in advance and are due on November 1<sup>st</sup>. each year. A member shall not be eligible to participate as a helmsman in club races and shall not be eligible for a prize or points until his current subscriptions has been received by the Honorary Treasurer.

A member whose subscription is in arrears on March 15, shall be notified that he will cease to be a member of the Club on April 1 unless the subscription is paid. On re-application, he/she shall be eligible for re-election at the Committee's discretion, on payment of any arrears of subscriptions. The Committee shall have power to suspend this rule regarding cessation of membership due to non-payment of subscription upon delay in payment being accounted for to the satisfaction of the Committee.

#### **TERMINATION / SUSPENSION OF MEMBERSHIP**

14. A member may resign his membership by giving to the Honorary Secretary notice in writing to that effect. Every such notice shall, unless otherwise expressed, be deemed to take effect 30 (thirty) days after the receipt thereof.
15. On application, a member may be granted leave of absence at the discretion of the Committee.
16. Should circumstances arise which, for the well-being of the Club, would require the suspension or expulsion of any member, power to that effect shall be vested in the Committee. This power may only be exercised at a Special Committee Meeting

called for the purpose of considering the matter. The member complained of shall be afforded the opportunity of a hearing at the Special Committee Meeting. The passing of a Resolution to suspend or expel a member requires the support of three quarters of the Committee members present at the meeting.

17. Any member expelled in accordance with the rules or otherwise ceasing to be a member of the Club shall forfeit all such rights to or claims upon the Club or its property or funds as he would have had by reason of membership apart from any monies advanced to the Club funds in excess of his normal subscription and fees.

#### **GENERAL MEETINGS**

18. The Annual General Meeting of the Club shall be held each year in the month of October at such time and venue in the Town of Dungarvan as the Committee shall appoint and shall specify the meeting as such in the notices calling it.
19. All General Meetings other than the Annual General Meeting shall be called Extraordinary General Meetings. An Extraordinary General Meeting shall be called by the Secretary on the instruction of the Committee whenever they think fit. An Extraordinary General Meeting shall also be called by the Secretary on receipt of a requisition to that effect, signed by at least ten Ordinary members. The requisition must state the object for which the meeting is to be called.
20. Notices convening General Meetings shall be posted or given to members at least 14 days in advance. The accidental omission to give notice of a Meeting to or the non-receipt of notice of a Meeting by any person entitled to receive notice, shall not invalidate the proceedings at that meeting.

#### **PROCEEDINGS AT GENERAL MEETINGS**

21. At all General Meetings of the Club the Chair shall be taken by the Commodore, or in his/her absence by the Vice-Commodore or in his/her absence by an Ordinary member selected by the Ordinary Members present by means of a simple majority.
22. No business shall be transacted at any General Meeting unless a quorum of voting members is present at the time when the Meeting proceeds to business. Fifteen Ordinary Members present in person shall be a quorum.
23. If, within an hour from the time appointed for any General Meeting, a quorum is not present, the Meeting, if convened on the requisition of members, shall be dissolved. In any other case it shall stand adjourned to the same day in the next week, at the same time and place, unless otherwise notified in writing to the members by the Honorary Secretary. If at any adjourned meeting a quorum is not present within an hour from the time appointed for the meeting, the members present shall be a quorum.
24. The Chairman may, with the consent of any General Meeting at which a quorum is present (and shall, if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as in the case of the original meeting. Save as aforesaid, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

## **MEMBERS VOTING ENTITLEMENT AT GENERAL MEETINGS:**

25. Each Ordinary Member and Honorary Life Member shall have one vote at General Meetings. Votes must be given personally. Where a husband and wife having family membership are present each shall be entitled to one vote.
26. Where there is an equality of votes, the Chairman of the meeting shall be entitled to a second or casting vote.
27. No member with voting rights shall be entitled to vote at any General Meeting unless all monies immediately payable by him to the Club have been paid.
28. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered and every vote not disallowed at such meeting shall be valid for all purposes. Any such objection shall be referred to the Chairman of the meeting whose decision shall be final and conclusive, subject to the said decision being in accordance with these Rules.

## **VOTING ON RESOLUTIONS AT GENERAL MEETINGS:**

29. No resolution or proposal at General Meetings shall be deemed to be carried unless a majority of these present are entitled to vote, support it, except as otherwise provided for in these Rules.
30. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded:
  - (a) by the Chairman, or
  - (b) by at least two members.

Unless a poll is so demanded, a declaration by the Chairman that a resolution has on a show of hands been carried or carried unanimously or by a particular majority or lost and an entry to that effect made in the book containing the minutes of proceedings of the Club shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

The demand for a poll may be withdrawn.

31. Except as provided in Rule 33, if a poll is duly demanded it shall be taken by secret ballot of members present and eligible to vote and the result of the poll shall be deemed to be a resolution of the meeting at which the poll was demanded.
32. A poll demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken at such time as the Chairman of the meeting directs and any business other than that upon which a poll has been demanded may be proceeded with pending the taking of the poll.

## **SELECTION OF COMMITTEE**

33.a. The Honorary Officers and committee then in office shall retire at each Annual General Meeting. Members of the outgoing committee are eligible for re-election if nominated as here and after provided for, except that a member cannot hold the office of Commodore for more than three years consecutively. The outgoing Commodore shall be an ex officio member of the new committee.

33b. Candidates for positions of Honorary Officers must have served at least one year on the committee as an ordinary committee member.

33c. Candidates for election to the committee must be Ordinary Members of the club and must be proposed and seconded by members of the club. The name of every candidate with the names of their proposer and seconder must be sent to the Honorary Secretary at least seven days before the date of the Annual General Meeting, at which time they will be posted on the club's official notice board.

33d. If no names, or an insufficient number of names of candidates are received by the Honorary Secretary as provided for in paragraph c. candidates may be proposed at the meeting without notice.

33e. If the number of candidates duly proposed and seconded exceeds the number of vacancies to be filled, an election shall be held.

33f. Election to all positions on the committee shall be by secret ballot of the ordinary members present and entitled to vote at the Annual General Meeting. Election to the positions of Honorary Officers shall be by simple majority. Election to the other positions on the committee shall be by means of a single ballot in which the candidates receiving the highest number of votes shall be elected

33g. A member who has been proposed as a candidate for a position of Honorary Officer and as a result of an election is unsuccessful in achieving that position is entitled to have their name included in the list of candidates for election to the committee without being proposed and seconded for the position of committee member in accordance with rule 33 c.

34. Membership of the Committee shall be vacated if the member:

- (a) resigns his office by notice in writing to the Honorary Secretary, or
- (b) is directly or indirectly interested in any contract with the Club and fails to declare the nature of his interest.

- 35. Without prejudice to the powers of the Ordinary Members under Rule 38 the Committee shall have power to appoint an Ordinary Member to fill a vacancy on the Committee. Any member so appointed shall hold office only until the next Annual General Meeting.
- 36. A member may be removed from the Committee by the passing of a Resolution to that effect at an Extraordinary General Meeting which has been called for that purpose.
- 37. The ordinary members may, by passing a resolution to that effect at an Extraordinary General Meeting, appoint an ordinary member in place of a Committee member removed from office under the foregoing Rule.

#### **PROCEEDINGS OF THE COMMITTEE**

- 38. The Commodore or in his/her absence, the Vice - Commodore, shall act as Chairman at all meetings of the Committee. In the event of their absence, the Committee members present shall elect one of their number as Chairman by simple majority.
- 39. The Committee shall meet together for the despatch of business, adjourn, or otherwise regulate their meetings as they think fit. Questions arising at any meetings shall be decided by a majority of votes. Where there is an equality of votes, the Chairman shall have a second or casting vote. The Honorary Secretary shall, on receipt of a requisition signed by at least three (3) Committee Members, summon a meeting of the Committee to be held within two weeks. All Committee members shall be notified by the Honorary Secretary of Committee meetings at least seven days

in advance of the proposed date. The Committee shall meet at least once every two months.

40. The quorum necessary for the transaction of the business of the Committee shall be six.
41. The continuing members of the Committee may act notwithstanding any vacancy in their number but if and so long as their number is reduced below the number fixed by, or pursued to, these Rules as a necessary quorum of the Committee, the continuing Committee members or Committee member, may act for the purpose of increasing the number of Committee members to that number or summoning a General Meeting of the Club but for no other purpose.

#### **POWERS AND DUTIES OF THE COMMITTEE**

42. The Committee shall have authority to pay all expenses incurred in promoting and registering the Club and exercise all such powers of the Club as are not by these Rules required to be exercised by the Club in general meeting, subject nevertheless, to these Rules and such other directions being not inconsistent with the aforesaid provisions as may be given by the Club in general meeting but no direction given by the Club in general meeting shall invalidate any prior act of the Committee which would have been valid if that direction had not been given.
43. All cheques, promissory notes, drafts, bills of exchange, and other negotiable instruments and all receipts for monies paid to the Club shall be signed, drawn, accepted, endorsed or otherwise executed, as the case may be, by such person or persons and in such manner as the Committee shall, by Resolution, determine.
44. The Committee may, pursuant to a special Resolution passed in accordance with Rule 30 exercise all the powers of the Club to borrow money subject to limits set by General Meetings from

time to time, and to mortgage or charge its undertakings and property or any part thereof and to issue debenture, debenture stock, or other securities, whether outright or as security, for any debt, liability, or obligation of the Club.

45. All acts done by any meeting of the Committee or of a subcommittee or by any person acting as a Committee Member shall notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such Committee member or person acting as aforesaid or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a Committee member.
46. The Committee shall have power to make, amend and repeal such bye-laws and regulations as they may deem necessary or convenient for the proper conduct and management of the Club, and in particular, but without prejudice to the generality of the foregoing, may by such bye-laws or regulations regulate:
  - (a) the use of the Club's premises.
  - (b) the time of opening of any clubhouse belonging to the Club or any part thereof.
  - (c) the terms as to payment or otherwise of admission of members to participate in the benefit of any of the privileges of the Club and the use by or supplies to members of any of the property of the Club.
  - (d) the admission of visitors to the premises and the benefits of the Club.
  - (e) the rules to be observed by members or visitors to the Club.
  - (f) the conduct of members in relation to one another and to the Club employees.
  - (g) the setting aside of any part or parts of the club premises for particular purposes.
  - (h) the agenda at general meetings and meeting of the Committee of the Club.

47. The Committee shall bring to the notice of the members all bye-laws and regulations and all amendments and repeals to these as they become effective.
48. The Committee formed in accordance with these Rules shall cause minutes to be made books provided for the purpose:
- (a) of names of members of the Committee present at such meetings of the Committee.
  - (b) of all resolutions and proceedings at all such meetings.
49. The Committee shall effect insurance covers as directed by the Annual General Meeting and if it is not possible to effect such covers the committee shall convene an Extraordinary General Meeting.
50. The Committee may delegate any of their powers to sub-committees consisting of such member or members of the Committee or Club as they think fit. Any sub-committee so formed shall, in the exercise of the power so delegated, conform to any regulations that may be imposed on it by the Committee or by the direction of the Annual General Meeting.
- The Committee shall appoint a Chairman of each sub-committee.
51. If the Chairman of a Sub-Committee is not present at a sub-committee meeting, the members of the sub-committee present at such meeting shall elect a chairman from their number by simple majority.
52. A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and when there is an equality of votes the Chairman shall have the second or casting vote. The quorum necessary for the transaction of the business of each sub-Committee is to be fixed by the Committee.

## **ACCOUNTS**

53. The Committee shall cause proper books of accounts to be kept relating to:
- (a) all sums of money received and expended by the Club, and the matters in respect of which the receipt and expenditure takes place.
  - (b) all sales and purchases of goods by the Club, and
  - (c) all assets and liabilities of the Club.
54. Proper books shall be deemed to be kept if there are kept such books or accounts as are necessary to give a true and fair view of the state of the Club's affairs and to explain its transactions.
55. The Books of Accounts shall be kept by the Honorary Treasurer at such place as the Committee thinks fit and shall at all reasonable times be open to the inspection of the Committee Members.
56. Authorisation to inspect all or part of the Accounts and books of the club shall be at the discretion of the Committee or of the Club in General Meeting.
57. Committee shall cause to be prepared annually and to be laid before the Annual General Meeting of the Club, Income and Expenditure Accounts, Balance Sheets and Reports for financial year - i.e. year just completed.
58. Honorary Auditor shall be appointed annually at the Annual General meeting of the Club.

## **CLUB PREMISES**

59. The lands and premises owned by the Club shall be vested in three Trustees, such Trustees to be appointed by the General Meeting of the Club.
60. The income and property of the club, whencesoever derived, shall be applied solely towards the objects of the club as set forth in this constitution, and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the club. Provided that nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration to any officer or servant of the club, or to any member of the club, in return for services actually rendered to the club.

If at any Annual General Meeting or Extraordinary General Meeting a decision is made for the dissolution or winding up of the club and after the satisfaction of all its debts and liabilities there remains any property whatsoever, the same shall not be paid to or distributed among members of the club, but shall be given or transferred to some other institution or institutions having similar objects to the objects of the club and which shall prohibit the distribution of its or their income and property amongst its or their members to an extent at least as great as is imposed on the members of the Club.

The Trustees shall jointly and severally be indemnified by all and every member of the Club against all liabilities and expenses incurred by them by reason of their position as Trustees insofar as the assets of the Club may be deficient.

The Annual General Meeting shall discuss and decide on insurance covers for the coming year and the committee shall be obliged to call an Extraordinary General Meeting if it is not possible to effect the required covers.

61. These rules shall not be repealed, or amended, nor shall any new rules be enacted except at an Annual General Meeting or at an Extraordinary General Meeting convened for that purpose.
62. Notice of any proposed new Rules, or of the repeal of, or amendment to existing Rules, for submission to a General Meeting must be sent in writing not later than the last day of August in each year in the case of an Annual General Meeting or such date as may be notified in accordance with Rules, to the Honorary Secretary, who shall send due notice of same to each member with a notice convening the Annual General Meeting. A majority of two thirds of the members present entitled to vote and voting at any such Annual General Meeting shall be necessary to carry any Resolution to repeal or amend any of these Rules or to enact any new Rules. Proposals to amend the Rules must be proposed and seconded respectively by Ordinary Members of the Club.
- Provided that all rules contained in the Club Constitution which relate to the supply of intoxicating liquor on the Club premises may be altered by the committee so as to conform with the Registration of Clubs Acts as amended at any time.
63. No member of the committee of the Club and no manager or person employed by the Club shall have any personal interest in the sale of excisable liquors on the Club or in the profits arising from such sale.
64. Visitors shall not be supplied with excisable liquor in the Club premises unless on the invitation and in the company of a member. The member shall upon the admission of such visitor to the Club premises or immediately upon his or her being supplied with such liquor enter his or her own name and the name and address of the visitor in a book which shall be kept for the purpose and which shall show the date of each visit.



and 4 p.m. or after 11 p.m.

65. No excisable liquor shall be sold or supplied for consumption outside the Club premises except to members between the hours of 8 o'clock in the morning and 10 o'clock at night.

or

(c) On St. Patrick's Day when that day falls on a weekday before 12.30 p.m. and after 11 p.m.

66. No person shall be allowed to become Honorary or temporary members of the Club or be relieved of the payment of the regular entrance fee or subscription save those possessing the qualifications set out in these rules and subject to the conditions and regulations prescribed herein.

or

(d) On any time on Christmas Day or Good Friday.

67. No excisable liquor shall be sold or supplied on the Club premises to any person under the age of 18 years.

(e) Where in any year December 23 or 24 falls on a Sunday before 10.30 a.m.

or

68. Subject to the exceptions set out below no excisable liquor shall be supplied for consumption on the Club premises to any person or be consumed on the Club premises by any person;

(i) During a period of summer time after the hours of 11.30 p.m.

or

(ii) During a period which is not a period of summer time after the hour of 11 p.m.

(a) On any weekday before 10.30 a.m.

or

(i) during the period of summer time after 11.30 p.m.

or

(ii) during the period which is not a period of summer time after 11 p.m.

or

(b) any Sunday before 12.30 p.m. or between 2 p.m.

Provided always that nothing herein shall operate to prohibit the Club supplying for consumption in the Club House of excisable liquor by any person.

(a) During a period of summertime between 1.30 p.m. on any weekday and 12.30 a.m. on the following day

or

- (b) During any period which is not a period of summertime between 11 p.m. on any weekday and 12.30 a.m. on the following day  
  
or
- (c) On any Sunday between 2 p.m. and 3 p.m.  
  
or
- (d) On Christmas Day between 1 p.m. and 3 p.m. or 7 p.m. and 10 p.m.
- (e) Where in any year December 23 or 24th falls on a Sunday then the provisions of the Registration of Clubs Code which relate to a weekday during a period of summer time shall apply to a Sunday as if it were a weekday.

if in each of the above cases (a) to (e) the excisable liquor is ordered and consumed with a meal, supplied and consumed in the portion of the Club premises usually set apart for the supply of meals and paid for at the same time as the meal is paid for.

69. Any provisions which are contained in this constitution which are not in conformity with the Registration of Clubs Act 1904 - 1995 shall be deemed to be null and void.

Rule 33 amended AGM October 2002  
Rule 60 Amended AGM October 2002  
Rule 33a amended AGM October 2006