



# **SAILING FOR THE DISABLED**

## **CONSTITUTION**

As approved at Annual General Meeting 26 September 2017

### **Charity Name & objectives**

1. The name of the Charity shall be "Sailing for the Disabled" (the "Charity").
2. The Charity will exist for the purpose of providing sailing experience for persons suffering from any condition which affects their day to day life, whether it is physical, mental or emotional. This experience will be offered to residents of, and visitors to, the Isle of Man as well as members of similar organisations within the UK and Ireland. The charity will not charter out its vessels or impose payment from members to sail aboard the vessel.

### **Executive Committee**

3. The Executive Committee (the "Committee") comprising a Chairman, a Vice-Chairman, a Treasurer, a Secretary and at least five and not more than eight other members will manage the Charity and there must be a mix of members with and members without disabilities. The Committee will not exceed a maximum of 12 members.
4. The Executive Officers of the Charity shall be the Chairman, Vice-Chairman, Treasurer and Secretary.
5. Any casual vacancy occurring on the Committee may be filled by the Committee co-opting another member who will remain in office until the next following Annual General Meeting.
6. The Committee shall have the authority to appoint such sub-officers and sub-committees as it sees fit.
7. The Committee shall meet at least once in each quarter of the year to transact such business as may be necessary. The presence of a majority of elected members, which should include two Executive Officers, will constitute a quorum for such meetings.
8. Any Committee Member unable to attend a meeting may appoint another Committee Member to vote for him or her on production of a proxy stating this and signed by the member not attending.
9. The Secretary will maintain a record in the form of minutes of all business transacted at meetings of the Committee and, at the meeting immediately following, those minutes will be agreed by the members present and signed by the Chairman of the meeting.
10. The Treasurer will maintain a record of all financial transactions in a ledger, or similar facility maintained for that purpose, together with any supporting records and documentation relevant to such transactions.
11. Two members of the Committee shall sign all cheques authorizing the disbursement of the Charity's funds, such persons to be approved by the Committee.
12. The Financial year will end on the 31<sup>st</sup> March of each year.



13. The Treasurer shall balance the accounts monthly and shall make a financial report to each regular Committee meeting.

### **Auditor**

14. An Auditor/Independent Examiner will be appointed each year at the Annual General Meeting and at least once a year the Auditor/Independent Examiner will examine the financial records and documentation to determine their accuracy. The Auditor/Independent Examiner shall certify the Accounts, which will be presented at the Annual General Meeting.

### **Membership**

15. There will be four classes of membership:

- a) Personal Membership:
  - i) 18 years & over
  - ii) 12-17 years for persons with a disability or who is the sibling of a member with a disability.
- b) Corporate
- c) Community Group Membership
- d) Day Membership

A Personal Member 18 or over is eligible to hold any office within the charity, subject to meeting the criteria to hold that office.

Corporate Membership is open to Companies who wish to support the Charity on an annual basis.

Day Membership shall be granted to individuals who are not Personal Members and who wish to sail with the charity on one of the following basis:-

- i) An individual associated with a Community Group;
- ii) An individual with a relationship with a Corporate Member;
- iii) Other persons who will be carried on the Charity's vessel in connection with recognised situations endorsed by the Committee and consistent with the aims of the Charity e.g. prospective members who are considering joining the Charity.

16. The annual personal membership subscription shall be due and payable on the first day of April. The Executive Committee shall determine the amount due; this shall be notified at the Annual General Meeting. Should any personal member default beyond the first day of May each year from paying their subscription, their membership shall cease and they shall have no further claim on the Charity's resources.
17. The membership fee and date of renewal for Community Groups and Corporate Members shall be set by the Executive Committee and run for twelve months.
18. Day membership shall be granted at the absolute discretion of the Crewmaster, who will record the names of Day Member. The list of Day Members will be periodically reviewed by the Committee. There will be no membership fee raised for Day Membership.
19. All applications for new individual members shall be considered by the Executive Committee who will reserve the right to refuse membership



## **Annual General Meeting**

20. An Annual General Meeting (the “AGM”) shall be held in the month of September each year, or as soon as thereafter as may be practical, at which the following business will be transacted:
- To receive the Chairman’s Report
  - To receive the Treasurer’s Report
  - To receive and approve the Balance Sheet and Statement of Accounts for the financial year.
  - To Appoint the Executive Officers
  - To Elect the Executive Committee
  - To Appoint the Auditor/Independent Examiner
  - To notify the Personal Membership fee for the forthcoming year commencing 1<sup>st</sup> April.
21. The notice to voting members calling the AGM will be sent out not less than 14 days prior to the AGM.
22. One month prior to the AGM, voting members will be invited to fill in a nomination form to elect a Committee for the ensuing year. Persons nominated should ordinarily have been a member of the Charity for a minimum period of one year. Nominations must be seconded by a member of the Charity and Agreed by the nominee. Nomination form(s) must be received by the Secretary not less than 21 days prior to the AGM.
23. Personal Members 18 years or over and corporate members will be entitled to vote on business transacted at an AGM or GM. Each corporate member will be entitled to one vote.
24. Any eligible voting member unable to attend the AGM or GM may send a postal vote to register their preference.

## **General Meetings**

25. A general meeting of the Charity may be convened either by:-

- The Committee; or
- On the written request of not less than 10% of the Members.

The secretary must convene a general meeting of the Charity if so requested.

The request by the Members for a General Meeting must state the purpose of the meeting. The Members requesting the meeting must sign the request and deliver it to the secretary. If the Charity does not hold the General Meeting within twenty one (21) days from the date on which the request by the Members is delivered to the secretary, the Members requesting the meeting, or any one of them, may convene the meeting within three (3) months from the date the request is delivered to the secretary.

A General Meeting must be convened in the same way as is required for an AGM. The Committee must refund all reasonable expenses incurred by a Member in convening the meeting.

26. Notices of General Meetings

At least fourteen (14) days before the date fixed for holding a General Meeting of the Charity, the secretary must take reasonable steps to advertise the meeting through media such as the website, e-



mail or via post. The notice must specify the place, day and time for the holding of the meeting and the nature of the business of the meeting.

27. Quorum of General Meetings

The Charity must not deal with any business at a General Meeting unless a quorum is present.

Twenty (20) Members present is a quorum for a General Meeting.

If no quorum is present within ten (10) minutes of the scheduled start time, the person presiding may adjourn the meeting to a time and place to be determined by the person presiding or if the meeting has been convened upon the request of members, the meeting must be dissolved.

28. Procedure at General Meetings

The chairperson must preside at all General Meetings at which he or she is present. If the chairperson is absent from a General Meeting, the deputy chairperson must preside at the meeting. If both the chairperson and the deputy chairperson are absent from a meeting, the Members present must appoint a Member of the Committee to preside. If no Member of the Committee is present, the Members present must appoint a Member to preside.

Any question arising at a General Meeting must be decided on a majority of the Members present and voting on the question. Each Member aged 18 or over present at the general meeting is entitled to one vote.

No proxy voting is permitted.

### **Termination of Membership**

29. Upon receipt of a written complaint, the Executive Committee reserves the right to suspend or exclude any member or organization who is deemed to have behaved in a manner liable to damage the reputation of the Charity, or to have persistently pursued action at odds with the aims or smooth running of the Charity.

The member or organisation concerned will receive from the Executive Committee a letter detailing the allegations made. The member or organization will then have 28 days in which to reply in writing or by personal representation, to the Executive Committee.

The Executive Committee will consider the information presented and decide whether or not any action is deemed necessary and decide whether membership of the Charity shall be terminated or refused. The member or organization concerned, together with the complainant, will be notified of the Committee's decision in writing. The decision of the Executive Committee is final.

### **Code of Practice and Rules**

30. The Charity shall establish a Code of Practice and Rules, which will govern all members (irrespective of class of membership) during activities organised for or on behalf of the Charity. Any change to the Code of Practice and Rules will be approved by the Committee and will be notified via the website, by e-mail and where appropriate by post to members no less than one month prior to



implementation. Members having objection to any proposed change may register their objection to the Committee in writing prior to the implementation of the change.

Upon receipt of any objection, the Committee will consider the objection and will decide whether to continue to implement proposed change.

Disputes may be settled by calling a General Meeting for the purpose. Any General Meeting so called will delay the implementation of the proposed change until the matter is decided by the General Meeting.

### **Dissolution**

31. In the event of the dissolution of the Charity, any assets would be passed to charities with similar aims and objectives.

### **Process for amendment of the Constitution**

32. The Constitution of the Charity can only be amended by the following procedure:
  - a) Approval by the Committee
  - b) Any eligible Personal or Corporate member unable to attend the AGM, or GM called for the purpose, may use a postal voting form to register their preference. Amendment to the Constitution will be approved by a majority of voting members
  - c) Approval by the Chief Registrar