



SAILING FOR THE DISABLED **PROPOSED CHANGES TO THE CONSTITUTION FOR** **CONSIDERATION AT THE AGM, 3 OCTOBER 2019**

The Committee have considered the revision of the present Constitution and recommend that the members support the changes. All the changes have been agreed with the Isle of Man Charities Registrar.

*Explanation of proposed changes in **RED**:*

In order to ensure the good running of the Charity, it is important to seek some form of continuity within the Executive Committee. For that reason, it has been put forward that in order to hold one of the Executive positions of the Committee, an individual should have been a member of the Committee (in some form or other) for at least 1 of the previous 5 years. As a safeguard for the role NOT having a potential candidate to come forward who had previously served as a Committee member, it is proposed that an exception can be made in the event that the individual has a qualification which is relevant for the position.

*The changes in **BLUE** have been suggested by the Isle of Man Charities Registrar, and have been advised in order to ensure that our Constitution remains current to the form of the model Constitution.*

Executive Committee

4. The Executive Officers of the Charity shall be the Chairman, Vice-Chairman, Treasurer and Secretary.

A Candidate for any of the Executive positions. i.e. Chairman, Vice Chairman, Treasurer or Secretary must have been a Committee member for at least one year in the previous five (5) years. In the event of no one offering themselves for the position e.g. Treasurer, an exception would be made for a member with specific professional qualification for the post.

Auditor

14. Where required, an Auditor or Independent Examiner will be appointed at the Annual General Meeting to examine the financial records and documentation to determine their accuracy and to certify the accounts.
18. Day membership shall be granted at the absolute discretion of the Crewmaster *or Skipper* 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.

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 an Auditor or Independent Examiner for the charity where required
 - To notify the Personal Membership fee for the forthcoming year commencing 1st April.

(The reason for the suggestions re. 14 and 20 is under the current Charities legislation it is not a requirement to have an independent examiners’ report or audit on an annual basis if the charity’s gross income in the accounting year is less than or equal to £25,000 unless it is stated in the charity’s governing document.)

27. Quorum of General Meetings

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

Twenty-one (21) 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 **Chairman** must preside at all General Meetings at which he or she is present. If the **Chairman** is absent from a General Meeting, the **Vice-Chairman** must preside at the meeting. If both the **Chairman** and the **Vice-Chairman** 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.

Dissolution

31. If at any time the members at a general meeting decide to dissolve the Charity, the Trustees will remain in office and be responsible for the orderly winding up of the Charity’s affairs. After making provision for all outstanding liabilities of the Charity, the Trustees apply remaining property and funds in one or more of the following ways:
- 31.1 directly for the objects
 - 31.2 by transfer to one or more other bodies established for exclusively charitable purposes which are within, the same as or similar to the objects
 - 31.3 in such other manner as the law of the Isle of Man permits

A final report and statement of account relating to the Charity must be sent to the General Registry

(The above re. dissolution is taken from our model constitution and should be kept in its entirety.)

Process for amendment of the Constitution

- 32. The Constitution of the Charity can only be amended by the following procedure:
 - 32.1 Any provision of this constitution may be amended provided that:
 - 32.1.1 the members must be given 14 clear days’ notice of the meeting at which the proposed amendments are to be moved, together with the text of the proposed amendments
 - 32.1.2 no amendment may be made that would have the effect of making the Charity cease to be a Charity under the law of the Isle of Man
 - 32.1.3 no amendment may be made to the objects, or this clause, without the prior written approval of the Chief Registrar
 - 32.1.4 any resolution to amend this constitution is passed by a two thirds majority of the votes cast at a general meeting
 - 32.2 A copy of any resolution amending this constitution must be sent to the Chief Registrar within twenty-eight days of it being passed detailing all of the changes.

(The above re. amendment is taken from our model constitution and should be kept in its entirety.)

Changes as suggested by the Committee (in RED)

FOR	AGAINST

Changes as suggested by the Isle of Man Charity registrar (in BLUE)

FOR	AGAINST

I am unable to attend the Annual General Meeting on Thursday, 3 October 2019, and wish to vote as indicated above.

Signature..... Date.....

Name..... Tel No.....

Address.....

.....Postcode.....

Please indicate your vote by marking an “X” in the appropriate column and return this form to: Secretary Sailing for the Disabled, 36 Laurel Avenue, Onchan, IM3 3JF or by e mail to secretary@manx.net by no later than noon Wednesday 2nd October 2019. Votes received after this time, will not be accepted.