

The Companies Act 1985

Company Limited by Guarantee and not having a Share Capital

CONSTITUTION of Ilfracombe Pilot Gig Club Limited

Company Registration No. **9717920**

1. **NAME**

The name of the Company is Ilfracombe Pilot Gig Club Club Limited, hereinafter known as 'the Club'.

2. The registered office will be situated in England.

3. **OBJECTIVES AND POWERS**

The objectives of the Club are to provide facilities for the promotion of participation in the sport of gig rowing both at a recreational level and at all available levels of competition.

The Club may exercise the following powers in furtherance of its objectives:

- Power to accept and issue bills, cheques and other financial instruments, and to operate bank accounts in the name of the Club
- Power to raise funds and to invite and receive contributions, provided that in raising funds the Club shall not undertake any substantial trading activities
- Power to borrow or raise money for the purposes of the Club on such terms and on such security as may be thought fit
- Power to invest the funds of the Club not immediately required for its purposes in or upon such investments, securities or property as may be thought fit
- Power to buy, take on lease or in exchange, any property, and to maintain and equip it for use
- Power to hire, employ and pay any persons considered necessary for the purposes of the Club
- Power to promote and hold, either alone or jointly with any club or persons, meetings, competitions and races
- To do all such other lawful things as are necessary for the achievement of the objectives.

4. The income and property of the Club shall be applied only towards the promotion and objects of the Club.

5. The liability of the members is limited.

5a. Every member of the Club undertakes to contribute to the assets of the Club in the event of the same being wound up while he / she is a member, or within one year after he ceases to be a member, for payments of the debts and liabilities of the Club contracted before he ceases to be a member, and for costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories themselves.

Such payments as may be required shall not exceed One Pound (£1.00).

The Committee should ensure that adequate and appropriate insurances are in place to cover all the activities of the Club, its Directors, its committee and its members.

7. **SECTIONS**

The Club may establish sections responsible for specific forms of rowing. In such cases, all governance, policy and financial decisions would remain with the Club as a whole.

8. MEMBERSHIP

A. Classes of Membership

- single over the age of 18 years on 31st March
- Family partner and/or children/fulltime student.
- Junior/ full time student
- Honorary as agreed by committee

B. Election of Membership

1. Membership of the Club shall be open to anyone interested in the sport of gig rowing on application, in accordance with the Equal Opportunities Policy (Paragraph 9). However, limitation of membership according to available facilities is allowable on a non-discriminatory basis.
2. The Club may have different classes of membership and subscription on a non-discriminatory and fair basis. The Club will keep subscriptions at levels that will not pose a significant obstacle to people participating.
3. Applicants for membership and members renewing their membership will abide by the Rules and Regulations of the Club and the sport of rowing.
4. If it is considered by the Club committee that the granting or renewal of membership would be detrimental to the aims and objectives of the Club, by virtue of conduct or character likely to bring the Club or the sport of gig rowing into disrepute or for some other similar good cause, the Club committee shall be entitled to refuse or withdraw such membership. In doing so the committee shall provide full reasons for their decision and grant a right of appeal to the members.'

C. Restriction

A person who has been expelled from, or refused membership of, another CPGA club may not be eligible for membership.

9. EQUAL OPPORTUNITIES POLICY

The Club is fully committed to the principles of equality of opportunity and is responsible for ensuring that no member, volunteer, employee or job applicant receives less favourable treatment on the grounds of age, gender, disability, race, ethnic origin, nationality, colour, parental or marital status, pregnancy, religious belief, social status, sexual orientation or political belief.

10. CHILD PROTECTION PROCEDURES

The Club accepts the policy and procedures relating to Child Protection and the Protection of Vulnerable Adults as set out by CPGA, and requires all members to accept them as a condition of membership.

11. SUBSCRIPTION

The rates of subscription shall be determined by the members in General meeting and shall be due on joining and, thereafter, on or before 31st March in each year.

12. CESSATION OF MEMBERSHIP

- a.i. Any member violating any of the rules or regulations of the Club or being adjudged guilty of unsatisfactory conduct may, by resolution of the Committee, be suspended or expelled. Any member so suspended or expelled may appeal to an independent Hearings Panel if such an

appeal is approved by 3 of the 4 officers of the Club. The panel may be drawn from the membership of the Club or from other clubs in the region. The panel will hear and receive evidence, reach a conclusion, affirm or reject the sanctions imposed as appropriate.

- a.ii. Any hearings panel must give a fair and independent hearing to the appellant within an appropriate timescale. Hearings must not contravene the Human Rights Act 1998 or any other policies of the Club and CPGA.

[Note: See current Guidelines on Grievance and Disciplinary Procedures of the CPGA

- b. A member shall be deemed to have resigned from the Club if they have not paid by 31st March the annual subscription. They may, however, rejoin at any time during that year.

13. **GRIEVANCE AND DISCIPLINARY PROCEDURES**

An individual or member with a complaint about treatment by the Club should set out their grievance, in the first instance to the Club Chairman. The Club will seek to deal with complaints in a fair and timely manner, with reference to CPGA Guidelines on Grievance and Disciplinary Procedures in Rowing.

14. **DISQUALIFICATION FROM HOLDING OFFICE**

- a. Only members entitled to vote are eligible to hold office.
- b. Any member who is under the age of 18 years old shall not be eligible for election to the Committee of the Club.

15. **COMMITTEE**

- a. The Committee shall conduct the affairs of the Club as a whole and shall consist of a Chairman, Secretary, Treasurer, and other Officers as deemed necessary, together with up to 12 ordinary members. The Committee shall have the power to co-opt up to 4 further members but co-opted members shall have no right to vote at Committee meetings.
- b. Nominations for the position of Chairman, Secretary, Treasurer and other Officers shall be put forward in the form of a motion under the terms of Rule 15.d.
- c. The Committee may elect a Vice-Chairman from among its number.
- d. The term of office shall be for one year, and members shall be eligible for re-election.
- e. In addition to the Officers of the Company as detailed in paragraph 15.a, for the purposes of good governance the Company Secretary must ensure that there are a minimum of 3 Directors registered with Companies House at any time.
The Directors are to be taken from nominations from Committee members, and approved by a majority of those members present at the meeting.

16. **DUTIES OF COMMITTEE OFFICERS**

- a. **Chairman:** The Chairman (or Chair) will preside at all General meetings of the Club and at all meetings of the Committee, and shall be responsible for guiding the activities of the club in accordance with its general policy as expressed by the majority of its members. The Chairman shall represent or arrange for the representation of the Club at CPGA regional level and at meetings of other organisations.
- b. **Company Secretary:** The Secretary will be responsible for the organisation of meetings of the Committee and of the Club, and the recording of minutes relating to such meetings and all correspondence relating to the general business of the Club, including ensuring that all statutory reporting requirements with Companies House are undertaken in an accurate and timely manner.
- c. **Treasurer:** The Treasurer will be responsible for the collection and disbursement of all monies belonging to the Club and will keep proper accounting records of all such transactions. He or she will present to the members at the AGM a balance sheet and income and expenditure account showing the Club's financial position and the results of its

transactions for the year. The transactions of the Club will be conducted through a bank account and will require the signatures of any 2 of 3 members of the Committee who have been designated for the purpose.

17. **CLUB COMMITTEE**

- a. The Committee is responsible for the general conduct of the Club's business and activities.
- b. The Committee shall meet at regular intervals during the year, as required by the business to be transacted.
- c. Special meetings of the Committee shall be called by the Secretary on instructions from the Chairman, or not less than 5 committee members.
- d. A quorum shall consist of not less than 5 members.
- e. In the case of casual vacancy among the Committee, the said Committee shall be entitled to appoint another eligible person to act until the next AGM.

18. **GENERAL MEETINGS**

- a. An Annual General Meeting shall be held in the winter of each year. There shall be laid before the meeting a statement of accounts made up to the last day of the month immediately preceding.
- b. An Extraordinary General Meeting shall be called on the instructions of a simple majority of the Committee, or on a requisition signed by not less than 50% of the members of the Club entitled to vote.
- c. Not less than 21 days clear notice shall be given, specifying to all members the time and business of 18a or 18b.
- d. Motions for discussion at Annual General Meetings not of origin from within the Committee, shall be lodged with the Secretary at least 14 days preceding the AGM.
- e. At any General Meeting, a resolution put to the vote of the Meeting shall be decided by a show of hands, of those entitled to vote, except when more than one nomination has been received for a position on the Committee, in which case voting will be by secret ballot.
- f. At all General Meetings the Chairman will preside or, in his/her absence, a Chairman for the meeting will be elected by the voting members present.
- g. At all General Meetings not less than 25% of the Club entitled to vote shall constitute a quorum.
- h. **Absences of Quorum:** If after half an hour from the time appointed for the meeting, a quorum is not present, the meeting, if called at the request of the members, shall be dissolved. In any other case, the meeting shall be adjourned until a time and place to be fixed by the Committee. If a quorum is not present within half an hour from the time appointed for an adjourned meeting, the members present shall be a quorum.
- i. **Accidental Omission:** Accidental omission to give notice of a meeting to, or the non-receipt of notice of, a meeting by any member shall not invalidate the proceedings of a meeting.

20. **VOTING**

Only full members and family members over the age of 18 years are entitled to vote at all meetings.

21. **ALTERATION OF CONSTITUTION**

- a. This constitution shall not be altered, amended or rescinded except by a General Meeting of the Club.

- b. A resolution to give effect to a change must be passed by a simple majority of the members present at the General Meeting, and voting on this behalf.

22. **AUDITOR**

Every Annual General Meeting shall appoint an Auditor who shall at the conclusion of the next financial year examine the accounting records of the Club.

23. **DISTRIBUTION OF PROFITS**

In no circumstances can any profit be distributed to members, but any profits earned shall be used in furthering the objects of the Club.

24. **TERMINATION**

The Club shall not terminate except by a resolution of a Special General Meeting convened for the purpose and, in such an event, all remaining net assets shall be handed over to another club that is registered as a community amateur sports club.

25. **POWER OF DECISION**

Any matter not provided for in this constitution, or any question over the interpretation of it shall be dealt with by the Committee whose decision shall be final.

26. **SAFETY**

The Officers and Committee have primary responsibility for safe practice within the Club and for observing guidance of water safety issued by CPGA.

27. **DECLARATION**

Each member upon joining shall sign the following declaration:

Name: _____

Upon acceptance into membership of the Ilfracombe Gig Club I understand that gig rowing is undertaken at my own risk. I confirm that I do not suffer from any disability or medical condition which may render me unfit for strenuous exercise.*

I also confirm that I am able to swim a minimum of 50 metres or will wear a life jacket whilst in the gig.

Signed: _____

Parent/Guardian (if under 18) _____

*Should a medical condition exist, this will not necessarily preclude you from membership/participation, but it must be declared. Should you be in any doubt, advice should be sought from your family doctor.

The amendments to the Constitution were agreed at a EGM held on the 17th February 2016 duly agreed and signed :

Graham Watson – Chairman

Signature..... Dated

Lynda Corwin – Treasurer

Signature..... Dated