

**RUSH SAILING CLUB
LINK-SIDE, ROGERSTOWN RUSH, CO DUBLIN.**

CONSTITUTION

PART 1

- 1. Name**
The name of the Club is “Rush Sailing Club”
- 2. Flag**
The Flag of the Club is the National Tricolour
- 3. Burgee**
The Burgee of the Club is blue with a yellow ray insert
- 4. A. Objects**
The objects of the Club are the promotion of sailing and boat racing at Rush and elsewhere and the promotion of other sports and functions for the benefit of sailing in general and the Club in particular
- B.** Rush Sailing Club is fully committed to the well being of all its members and to fostering a child-centered ethos. All activities will be carried out in accordance with the guidelines contained in the Code of Ethics and Good Practice for children’s sports in Ireland
- 5. Composition**
The Club may consist of ordinary Members, Family members, House Members, Community Members, Honorary Members, Juvenile Members, Student Members and Temporary Members. House and Community membership entitles the member to the use of the Clubhouse and all shore-based facilities only.,
- 6. Ownership**
The property of the Club shall be vested in two or more Trustees who shall be appointed by The Committee and who shall hold office until death, retirement or resignation. Or unless removed from office by resolution of the Committee. They shall deal with the property of the Club as directed by resolution of the Committee.

The Committee must obtain the signatures of two or more Trustees in order for monies to be borrowed.
- 7. Liability of Members**
In the event of the Club becoming insolvent and unable to repay to the Trustees the whole or any part of a sum or sums of money for which they may have been found liable in their capacity as Trustees of the Club, the Trustees and each Trustee shall have the right so sue and recover from each member an equitable proportion of any sum or sums. The members upon whom this liability shall devolve shall be those who were Ordinary members, Family Members over 18 years, Honorary Members, Life Members and Student Members over 18 years on the date of the holding of the Annual General meeting immediately previous to the date on which the Club became so insolvent, those who became ordinary members, Family Members over 18 years, Honorary Members, Life Members and Student Members over 18 years, since that meeting.

PART 2 – CONDITIONS OF MEMBERSHIP

Definition of Memberships

- A. An Ordinary Member is any person who has been elected by the Committee as an Ordinary Member .
- B. Family Membership shall consist of husband and wife or guardians and children over seven years and not yet eighteen on the 1st of January in the year of application or Renewal of membership.
- C. Juvenile Member is any person over seven years and not yet eighteen on the 1st of January in the year of application or renewal of membership who has been elected by the Committee with the consent of the juvenile's parents or guardians to Juvenile Membership
- D. A Student Member is any person over eighteen on the 1st of January in the year of application or renewal of membership who has been elected by the Committee to Student Membership on presentation of a student card.
- E. An Honorary member is any person who has been elected by the Committee to Honorary Membership
- F. A Temporary Member is any person who has been elected by the Committee to Temporary Membership and may not be elected more than twice in one calendar month.
- G. The committee shall on application increase the age from 18 to 21 years in all the above Categories In this instance voting rights shall be forfeited.
8. A. The annual subscription of members is as follows:
- | | | | |
|-------------------|---|---------------------|------|
| Ordinary Members | = | 1 unit | €155 |
| Family Members | = | 1.64 units | |
| House Members | = | 0.55 units | |
| Juvenile Members | = | 0.29 units | |
| Student Members | = | 0.47 units | |
| Temporary Members | = | None | |
| Honorary Members | = | None | |
| Community Members | = | Independent of Unit | |
- B. The subscription shall be payable annually and shall become due on the first day of January in respect of the year commencing on that day.
- C. Any member who has failed to pay his subscription before the 31st March shall Cease to be a member of the Club, but the Committee, in their discretion, may Re-admit such a person to membership. This sub-section shall not operate to relieve any member from any liability arising under Rule 7.
- D. The first subscriptions of persons becoming members shall cover a period ending On or after 1st October in a year.

- E. An annual fee of not more than 50% of the annual subscription shall be charged to All Boat owners. Boats under 10 feet are excluded. This fee is to be fixed Annually by the Committee.
- F. The Boat Park is for the exclusive use of Club Members for storage of boats and trailers subject to the payment of an annual fee, agreed by the Committee

9. Entrance Fee

- A. An entrance fee shall be imposed on all new members
- B. The entrance fee shall be €40.00

10. Admission of Members

The admission of persons to membership of the Club shall be by resolution of the Committee. Voting shall be by ballot.

- A. A candidate for membership shall be proposed by an Ordinary Member, Family Member over 18 years, Honorary Life Member, Life member and a Student Member over 18 years and seconded by another Ordinary member, Family Member over 18 years, Honorary Life Member, Life Member and a Student Member over 18 years, both of whom shall be personally acquainted with the Candidate and who shall undertake to help the new member become acquainted With proper sailing.
- B. The name and address of the candidate and the name of his proposer and seconder shall be given in writing to the Honorary Secretary together with entrance fee and subscription.
- C. The name and address of the candidate and the names of his proposer and seconder shall be posted on the notice board by the Honorary Secretary for a period of not less than fourteen days before election.
- D. On the election of a candidate for admission to membership, the Honorary Secretary shall send him notice of his election within seven days.
- E. Candidates who have failed to secure election shall be notified by the Honorary Secretary accordingly. The subscription and entrance fee shall be refunded.
- F. A current list of members shall be displayed on the notice board at all times.
- G. Members shall agree not to obstruct or interfere with the fairway from Rogerstown Pier to the outer channel as defined by agreements between representatives of the users of the estuary navigation, including Lambay Estate and the Lambay Ferry operators and endorsed by the committee.

11. Admission of Honorary Members

The Committee shall have power to elect as Honorary members, for such a period as may be deemed proper, any person or persons who are members of a yacht or sailing club or other recognised sporting or athletic club, and any persons who have rendered special services to the Club or to yachting generally.

12. Admission of Temporary Members

The Committee shall have power to elect as a Temporary member persons who are Members of a recognised Yacht or sailing Club or other recognised Sporting or Athletic Club. Persons admitted to the Club under this section shall be issued with such credentials as the Committee may direct. Anyone person may not be so elected more than twice in any one Calendar month.

Visitors shall be admitted to the Club only in the company of an ordinary member, Family member over 18 years, Honorary member, Life member and Student Member over 18 years and in accordance with Rule 42.

13. Suspension and Expulsion of members

If any circumstances connected with a member and likely to endanger the welfare of the club be brought to the notice of the Committee, it shall be in their discretion, upon giving due notice to such a member, to take such action as may be necessary to terminate or suspend his membership.

- A. The Committee shall have power to suspend a member from the benefits of the Club's privileges for a period not exceeding one month on each occasion. Any member whom it is proposed to suspend shall be given at least seven days notice of the meeting at which his suspension is to be moved. When it is proposed to expel a member or to suspend him for a period of more than one month, it shall be necessary to convene a Special General meeting for that purpose. In the event of two-thirds of the members thereat voting for removal or suspension of such a member, he shall immediately be removed from membership or so suspended.
- B. The member and any witnesses that he or the Committee may call shall be entitled to be heard by the meeting at which his suspension or expulsion is moved.
- C. Voting shall be by ballot.
- D. The operation of this rule shall not alter or affect the liability attaching before the Date of expulsion to such a member under Rule 7.

14. Withdrawal at 31 December

Members may withdraw from membership of the club on the 31st day of December in any Year by giving notice in writing to the Honorary Secretary before that date: the withdrawal Shall not relieve them of any liability arising under Rule 7.

15. Resignation during the Year

Members desiring to resign from membership of the Club at any time during the year shall notify the Honorary Secretary in writing. The resignation shall be operative at the end of one calendar month (unless withdrawn) following such notification.

- A. No refund of entrance fee or subscription shall be made to any member in respect of any unexpired portion of the year.
- B. The resignation of any member shall not relieve him of any liability attaching to him On the date his resignation became operative.

PART 3 – GENERAL MEETINGS

16. A general meeting of the members of the Club shall be held every year and not later than the last day of December each year for the purpose of
- A. Receiving the report of the Committee and Officers
 - B. Receiving the Accounts and balance Sheet made up to the 30th of September.
 - C. Electing Officers and Committee for the ensuing year.
 - D. Revising the rules. All resolutions for consideration at a general meeting must be proposed and seconded by voting members and submitted in writing to the secretary seven days before the meeting.
 - E. Transacting the business of the Club
17. The above general meetings shall be called “Annual general meetings”. All other General Meetings shall be called “Special General Meetings”.
18. The Honorary Secretary shall convene a general meeting at such times as directed by resolution of the Committee. He shall also convene a general meeting on a requisition of at least fifteen members: such meeting shall be summoned within three week of receipt of the requisition, or in default, may be convened by the requisitions or a majority of them.
19. **Notices**
Fourteen days notice at the least, specifying the place, the day, the hour, and the agenda of a General Meeting should be given.
20. **Business**
All business shall be deemed “special” that is transacted at a Special General meeting or At an Annual General meeting with the exception of
- A the reports of the Committee and Officers
 - B the Accounts and balance Sheet.
 - C the elections of officers and Committee
21. **Quorum**
Save as herein otherwise provided, fifteen members personally present and entitled to vote at the meeting shall be a quorum.
- A. No business shall be transacted at any general Meeting unless the quorum is present.
 - B. If within half an hour after the time appointed for holding the meeting a quorum is not present, the meeting, if convened upon a 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 in the same place, and if at the adjourned meeting a quorum is not present within half an hour after the appointed time, the members present shall be a quorum.

22. Chairman

At all general meetings the chair shall be taken by the Commodore or, in his absence, by the Vice-Commodore. In the absence of both these officers, the members present may elect a Chairman.

23. Voting

At any general meeting of the Club a resolution put to the vote of the meeting shall be decided by a show of hands or otherwise as provided by these rules

- A. Every Ordinary member personally present shall have one vote on any one resolution. Suspended members and members whose resignation has been recorded by the Committee shall not, however be entitled to vote.
- B. Every family member, over eighteen, personally present shall have one vote.
- C. Every Honorary Member, personally present, shall have one vote.
- D. Every Student member, personally present shall have one vote.
- E. House, Community and Juvenile Members shall be entitled to attend and speak but shall not be entitled to vote.
- F. No Proxies shall be permissible
- G. Voting shall be by ballot if required by the Chairman or at least six members Personally present and entitled to vote. The Chairman shall direct the manner in which the ballot shall be made.
- H. In the case of an equality of votes being cast on any one question, the Chairman shall be entitled to a second or casting vote.

PART 4 – OFFICERS AND MANAGEMENT

24. Eligibility

Only those who are aged over eighteen and are fully paid up members of one of the following categories of membership, viz. Ordinary, Family, Student or Honorary members, shall be eligible for election or appointment to the committee or to any Honorary Office of the Club.

25. Honorary Officers

The Honorary Officers of the Club shall be a Commodore, Vice Commodore, Secretary Treasurer, Sailing Secretary and Public Relations Officer.

- A. They shall be elected annually at the Annual General meeting and shall hold office Until the next following Annual General meeting, unless they resigned or are Removed from office at a General Meeting.

The names of members who have consented to stand for election together with the names of their proposers and seconders shall be given in writing to the Honorary Secretary and shall be posted by him on the notice board at least seven days previous to the holding of the meeting.

- B. The outgoing Officers shall be eligible for re-election with the exception of the Commodore who after serving his two years, must be nominated for any other position.
- C. The Commodore shall be in office for a two-year period only and then the Vice Commodore shall automatically take the position of Commodore. Should the Vice Commodore be unwilling to serve as Commodore another member duly nominated shall be elected as Commodore.

26. Committee

The Committee of the Club shall be composed of six Officers and six ordinary Members.

- A. All Committee members shall be elected to the Committee in accordance with the rules.
- B. The eight Ex-Officio Members shall be two Trustees and six Honorary Officers.
- C. The six Ordinary Members shall be elected to the Committee in accordance with the rules

27. Election of Committee

The members of the Committee shall be elected by ballot at an Annual general Meeting.

- A. The names of members who have consented to stand for election to the Committee together with the names of their proposers and seconders shall be given in writing to the Honorary Secretary and shall be posted by him on the notice board at least seven days previous to the holding of the meeting.

28. Resignation from office or Committee

Any member, by giving one month's notice in writing, and providing his resignation is accepted By resolution of the Committee may resign from the Committee or Honorary office of the Club. Any member who has failed to attend four consecutive meetings of the Committee without showing reasonable cause, shall, at the discretion of the Committee be deemed to have given such notice.

29. General Powers and Procedure of Committee

The business and affairs of the Club shall be managed by the Committee and it shall have all the administrative powers necessary and in conformity with these rules for carrying out the objects of the Club.

- A. It shall meet at least once in every calendar month to direct and transact the affairs of the Club.
- B. The Honorary Secretary shall call a meeting at any time on the request of any two Committee members who have signed a requisition form.-
- C. The quorum necessary for the transaction of business by the Committee shall be five members, personally present.
- D. Questions arising at any meeting of the Committee shall be decided by a majority of votes of its members. In the event of an equality of votes the Chairman shall be entitled to a second or casting vote.
- E. The Commodore of the Club shall be Chairman of the Committee. If he is unwilling to act, or is absent, the Vice-Commodore shall act as Chairman. If both these members are unwilling to act, or are absent, the members present shall elect a Chairman.
- F. The Committee shall ensure that a proper Roll Book of all members be kept.
- G. No member of the Committee and no Manager or Servant employed in the Club shall have any personal interest in the sale of excisable liquor therein or in the profits arising from such sale.

30. Vacancy on Committee

The Committee shall have power to fill any vacancy arising in its number, except the posts of Commodore or Vice Commodore. If the vacancy occurs in the office of Honorary Secretary, Honorary Treasurer Honorary Sailing Secretary or P.R.O. a successor shall be appointed to act as such officer.

31. Accounts

The Committee shall have control and management of the Club's finances.

- A. It shall cause to be kept true accounts of
 - (1) the sums of money received and expended by the Club and the matter in respect of which such receipt and expenditure takes place:
 - (2) the assets and liabilities of the Club.
- B. A receipts and payments or income and expenditure account shall be prepared and examined by the Treasurer and three members elected by the Committee.

32. Minute Books

The Committee shall cause minutes to be made in proper books of:

- A** All resolutions and proceedings of the Committee and General meetings, and
- B** The names of all the members present at the Committee and general Meetings

Every minute signed by the Chairman of the meeting to which the minutes relate, or by the Chairman of a subsequent meeting shall be sufficient evidence of the facts therein stated.

33. Sub-Committees

The Committee shall have the power to appoint such Sub-Committees from among the Members of the Club as it may deem necessary or advisable for any purpose not in contravention of these rules.

- A.** The Commodore and one other member of the Committee nominated by that body shall be Ex-Office of all Sub-Committees.
- B.** The Commodore shall be Chairman of all Sub Committees: if he is unwilling to act, or if he is not present, the Sub-Committee shall elect one of their members to act as Chairman.
- C.** Resolutions of any Sub-Committees shall be treated merely as recommendations by the Committee.

34. Bye-Laws

The Committee shall have the power to make bye-laws, not inconsistent or in contravention Of the rules of the Club, as it may deem expedient and in the interests of the Club. A byelaw shall not be enforceable until after six days notice of same shall be given on the notice board.

Any such byelaw shall rank as a rule until amended or repealed.

PART 5 – GENERAL

35. Should it become necessary or advisable at any time to dissolve the Club a General Meeting shall be convened for that purpose.

- A.** One month's notice of such meeting shall be given, and the resolution to be proposed shall be stated there on.
- B.** Suspended members and members whose resignations are pending shall not be deprived of their votes. Rule 23A shall be modified accordingly.
- C.** It shall be necessary for five-sixths of the members present and voting to decide in favour of dissolution before the resolution can be carried.

36. Distribution of Club Assets

In the event of a dissolution of the Club the surplus assets, if any, remaining after the payment of all debts and liabilities of the Club, including the costs of dissolution, shall be distributed, in value or in specie, in equal shares among the Ordinary members as on the date of the resolution of winding up.

37. Indemnity of Officers and Committee

Every officer and Committee member of the club shall be indemnified by the Club against, and it shall be the duty of the Committee to pay, all losses, costs and expenses which any officer and Committee member may incur or become liable for by reason of any contracts entered into, or any act or thing done by him as such officer and Committee member or in any way in the discharge of his duties as such Officer and Committee member; The amount for which the indemnity is proved shall immediately attach as a lien on the property of the Club and shall have priority of payment as between the members and all other claims.

38. Members Accounts

Members shall pay cash for every expense incurred by them in the Club House before leaving the premises. No person who is not a member of the Club shall order or pay for any refreshment supplied by the Club.

39. Notice Board

A Notice Board shall be provided in the Entrance Hall of the Club House for the purpose of posting such notices as are required or deemed proper to be posted there on.

40. Lady Members

In the interpretation of these rules, words importing the masculine gender also include the feminine gender unless the context requires otherwise.

41. Alteration of Rules

No alteration of, or additions to these rules, shall be made save at an Annual General Meeting or at a Special General Meeting duly convened. Resolution must be posted by the Committee on the Notice Board at least seven days before the meeting.

In the case of alteration of Rules to cater for changes in the provisions of the Intoxicating Liquor Act 1988 and to comply with Club Registration or any changes in the Legislation or any Court Decisions that the Committee are empowered to effect these changes and have such changes ratified at the next Annual General meeting following such changes.

42. A visitor shall not be supplied with excisable liquor in the Club premises unless on the invitation and in the company of a member and that member shall, upon the admission such visitor to the Club premises, or immediately upon his/her being supplied with such liquor, enter his/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.

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

No person under the age of 18 years will be allowed into the licensed area of the Club after 9:00p.m. However, a child who is accompanied by his/her parent or guardian may be allowed in to the licensed area between the hours of 10.00am and (12.30p.m. on Sunday) and 9:00p.m.

A child who is aged at least 15 years but under the age of 18 years and who is accompanied by his/her parent or guardian may be allowed into the licensed area of the Club on the occasion of a private function at which a substantial meal is served to persons attending the function.

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

Subject to the exceptions mentioned in Sub-Sections 2 and 3 of Section 56 of the Intoxicating Liquor Act 1927 as amended by Section 6 of the Intoxicating Liquor Act 1962, no excisable liquor shall be supplied for consumption on the Club premises to any person (other than a member of the Club lodging in the Club premises) or be consumed on the Club premises by any person (other than a member of the Club lodging in the Club premises): -

On any weekday before the hour of half past 10 o'clock in the morning or:

On any Monday, Tuesday, Wednesday or Thursday after the hour of half past 11 o'clock in the evening or:

On any Friday or Saturday after the hour of half past 12 o'clock in the morning on the following day or:

On any Sunday (except St Patrick's day which falls on a Sunday) before the hour of half past 12 o'clock in the afternoon or after the hour of 11 o'clock in the evening or:

On St Patrick's Day before the hour of half past 12 o'clock in the afternoon or after the hour of half past 12 o'clock in the morning on the following day or:

On Christmas Eve and the Eve of Good Friday before the hour of half past ten o'clock in the morning or after the hour of half past 11 o'clock in the evening or:

At any time on Christmas Day or Good Friday

No member of the Management Committee and any manager or servant employed in the Club shall have any personal interest in the sale of excisable liquors therein or in the profits arising from such sale.

Nothing contained in the registration of Clubs Acts 1904 – 1999 or imposed only by virtue of the operation of rule 42 of this constitution shall operate to prohibit the supply for consumption on the Club premises of excisable liquor to any person for the consumption of excisable liquor on those premises by any person: -

On Christmas Day between 12 o'clock midday and ten o'clock in the evening or: -

On any other day for one hour after the expiration of any period in respect of that day during which it is lawful for the Club by virtue of Rule 42 of this Constitution to supply any excisable liquor for consumption on the Club premises, if in each case the excisable liquor is:

Ordered by that person at the same time as a substantial meal is ordered by him

Consumed at the same time as and with the meal.

Supplied and consumed in the portion of the Club premises usually set aside for the supply of meals.

Paid for at the same time as the meal is paid for.

The Management Committee may alter or add to such rule or rules dealing with the supply or consumption of excisable liquor for the purpose of complying with the Licensing Laws for the time being in force, or for the purpose of satisfying the requirements of the members in accordance with such laws.

In addition to the forgoing Rules and Clauses thereof the Clauses and Regulations embodied in the Registration of Clubs Acts 1904 – 1999 and the Acts extending and amending the same shall be deemed Rules of the Club.

43. CLAUSES REQUIRED IN THE GOVERNING INSTRUMENT OF A COMPANY SEEKING EXEMPTION FROM TAX AS BEING ESTABLISHED FOR THE SOLE PURPOSE OF PROMOTING ATHLETIC OR AMATEUR GAMES OR SPORTS.

Income and Property

The income and property of the company shall be applied solely towards the promotion of its main object(s) as set forth in this Memorandum of Association. No portion of the company's income and property shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to members of the company. No Director shall be appointed to any office of the Company paid by salary or fees, or receive any remuneration or other benefit in money or money's worth from the company. However, nothing shall prevent any payment in good faith by the company of;

- a) reasonable and proper remuneration to any member, officer or servant of the company(not being a Director) for any services rendered to the company;
- b) interest at a rate not exceeding 5% per annum on money lent by Directors or other members of the company to the company;
- c) reasonable and proper rent for premises demised and let by any member of the company (including any Director) to the company;
- d) reasonable and proper out-of-pocket expenses incurred by any Director in connection with their attendance to any matter affecting the company;
- e) fees, remuneration or other benefit in money or money's worth to any Company of which a Director may be a member holding not more than one hundredth part of the issued capital of such Company;

Winding-Up

If upon the winding up or dissolution of the company there remains after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the company but shall be given or transferred to some other institution or institutions having main objects similar to the main objects of the company and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as imposed on the company under or by virtue of Clause ... 8 ... hereof such institution or institutions to be determined by the members of the company at or before the time of dissolution, and if and so far as effect cannot be given such provisions, then to some charitable object.

Additions, alterations or amendments

No additions, alteration or amendment shall be made to or in the provisions of the Memorandum for the time being in force unless the same shall have been previously approved in writing by the Revenue Commissioners.

Keeping of Accounts

Annual audited accounts shall be kept and made available to the Revenue Commissioners on request.