

# **GREAT GLEN BOATING CLUB ARTICLES OF ASSOCIATION**

## **1 NAME**

The full name of the Club shall be the Great Glen Boating Club and is hereinafter referred to as the “Club”. The name may be abbreviated to the letters “GGBC”.

## **2 AIMS**

The aims of the Club are:

“To promote sailing, boating and use of the waterways within the Great Glen through appropriate activities as decided by the committee from time to time.”

## **3 POWERS**

The powers of the Club are:

- (a) To raise, spend and hold funds in a bank or otherwise.
- (b) To employ and pay any person or persons to supervise, organise and carry on the work of the Club.
- (c) To engage and pay fees to professional advisors/consultants to assist the work of the Club.
- (d) To make representation to and enter arrangements with national or local government and appropriate statutory or voluntary agencies.
- (e) To take out membership of such organisations as are considered to be in the interest of and compatible with the objects of the Club.
- (f) To take out insurance policies.
- (g) To advise in relation to, organise, support and/or conduct events of all kinds which are relevant to the Club and its aims.

## **4 MEMBERSHIP**

### **4.1 Ordinary Members**

Open to private individuals on application at the discretion of the Committee. Continuous membership. Annual subscription. Entitled to vote at an AGM or EGM.

### **4.2 Corporate Members**

Open to corporations or legal bodies on application at the discretion of the Committee. Continuous membership. Annual subscription. Entitled to vote at AGM or EGM. One vote per member.

## 5

### COMMITTEE

- (a) The management of the Club shall be carried out by a Committee including a Chairman/woman, Vice-chairman/woman and a Secretary/treasurer (the “Officers”) and a minimum of one and a maximum of five ordinary members.
- (b) Committee members shall be elected at an AGM by a process of proposal and seconding by members of the Club and shall serve for a period of two years, when they will be eligible for re-election. In the event of a ‘competition’ for Committee membership, the appointment shall be put to a general vote of the meeting.
- (c) Each member of the Committee shall be empowered to act on behalf of the Club, including entering into any agreement, save that any act which is likely to commit the Club to expenditure in excess of a limit previously agreed at a Committee meeting shall be approved in advance at a Committee meeting by a majority of those present. The Committee shall operate on a principle of collective responsibility.
- (d) In addition to the Officers and elected members, the committee may request to serve on the committee, in an advisory capacity, other interested individuals or representatives of statutory or voluntary organisations, as the Committee may determine, provided that no such advisory members shall be entitled to vote.
- (e) A member of the Committee shall be deemed to have resigned if they are absent from three consecutive meetings without acceptable cause.
- (f) The Secretary shall keep a minute book in which proceedings of AGMs, EGMs and Committee meetings shall be kept.
- (g) A quorum shall consist of three members of the Committee, of whom at least one shall be an Officer.

## 6

### FINANCE

- (a) The financial year shall commence on 1st of October each year.
- (b) The Treasurer shall keep accurate records of money received and spent and shall prepare a summary account of such records within two months of the end of each financial year. These accounts and the supporting records shall be examined and signed as being a true and accurate reflection of the financial affairs of the Club by an independent competent person or accountant elected at the AGM. The accounts shall be presented to the AGM.
- (c) All money and property received by the Club shall be used to further the aims of the Club and shall not be used by any officer or other member of the Committee except for expenditure properly incurred on its behalf or for out of pocket expenses.

- (d) No member of the Committee shall be liable for any loss incurred by the Club, provided the action which led to the loss was made in good faith.

## **7 MEETINGS**

### **7.1 Annual General Meeting**

- (a) The AGM shall be held within ten and fifteen months of the previous AGM.
- (b) No less than 28 days notice shall be given to the members of the Club of the time and place of the meeting and the business to be transacted in it. (c) Notice of resolutions for discussion at the AGM shall be given in writing, duly proposed and seconded, to the Secretary at least 28 days before the date of the AGM.
- (c) Four members personally present, of whom at least one shall be an Officers of the Club, shall be a quorum.

### **7.2 Extraordinary General Meeting**

- (a) An EGM may be called by the Committee or by the written request of one third of the members, addressed to the secretary and clearly stating the purpose of the meeting.
- (b) Provided the purpose stated is legitimate, the EGM shall be called and conducted according to the rules for an AGM.

### **7.3 Committee meetings**

- (a) The Committee shall arrange amongst itself the frequency and timing of meetings as necessary to ensure proper conduct of the affairs of the Club.
- (b) The first meeting of a committee containing new members shall be immediately following an AGM.
- (c) A minimum of two weeks written notice (e-mail acceptable) of the date, place and time of a meeting shall be provided to all members of the Committee.
- (d) A meeting may only proceed in the event that a Quorum (consisting of three members of which one must be an Officer) is present.

## **8 VOTING**

- (a) Voting shall be on the basis of a simple majority except in regard to Dissolution of the Club, which must be passed at a general meeting of the Club by a majority of at least two thirds of voting members.
- (b) Any amendments to these Articles of Association may be passed by a simple majority of those present at an AGM or EGM, providing that all members have received due notification in

writing of the proposed changes and the time and place of the meeting.

## **9 DISSOLUTION**

- (a) The Club may be dissolved by at least a two thirds majority of members, casting their votes in person or by post, at a General Meeting, the notice of which specified the proposal to dissolve the Club.
- (b) Any funds or assets remaining after the proper payment of all debts and liabilities shall be given to any other recognised charitable organisation or organisations that have aims similar to those of the Club. In the event that effect cannot be given to the aforementioned provisions the residuary assets shall be applied to some other charitable aim or aims as the membership shall decide.