

The Royal British Virgin Islands Yacht Club

By-Laws

As amended through May 2010

Final Version

By-Laws

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By-Laws

1. GENERAL

1.1. TITLE:

The name of the Club shall be “The Royal British Virgin Islands Yacht Club” (hereinafter referred to as “the Club”).

1.2. OBJECTIVE:

The objective of the Club shall be the encouragement and training of all forms of safe water sport including, but not restricted to, angling, boating, cruising, racing, sailing, surfing, kiteboarding, windsurfing and powerboating.

1.3. CLUB FLAG:

The Club burgee shall be a flag blue pennant superimposed by the cross of St. George fimbriated in silver, with the Royal Crown in the first quarter and the Virgo zodiac symbol in the third quarter.

1.3.1. Flag Officers shall be: Commodore, Vice Commodore and Treasurer

1.4. OFFICIAL NOTICE BOARD:

The Official Notice Board shall be the following:

1.4.1. The Notice Board in the Clubhouse lounge situated on the wall between the bar and the kitchen.

1.4.2. On the Club’s official web site under the heading “News”

Nothing may be placed on the Official Notice Board without the written permission of the General Committee. Advertising and other items shall be posted on the notice board to the left of the front door.

1.5. APPLICATION OF BY-LAWS AND CLUB RULES:

1.5.1. Interpretation

Should any question or dispute arise at any meeting of the Club, or any Committee or Subcommittee as to the interpretation or meaning of the By-Laws or rules, the Chairman of the meeting shall rule thereon. Any member then present and objecting to or aggrieved by the ruling may demand to have it submitted to the meeting which shall finally decide the question or dispute by resolution.

In the event that there is a contradiction between the By-Laws and the Rules the By-Laws shall take precedence.

1.5.2.AMENDMENT AND REVIEWS OF BY-LAWS

These By-Laws may be amended by a two-thirds (2/3rds) vote of Club Members eligible to vote at any General or Special Meeting of the Club, provided the proposed amendment shall be stated at length in the notice of the Meeting. Should an overall review of the By-Laws be deemed necessary, a By-Laws review committee shall be appointed by the Executive Committee. It shall consist of the Vice-Commodore and at least two Full Members.

1.5.3.CLUB RULES

The duly elected officers of The Club, hereinafter referred to as “the General Committee”, may draw up and publish Club Rules governing the day-to-day management of The Club and may add to, amend and rescind such Rules (not being inconsistent with these By-Laws) as it may consider necessary.

1.5.4.DEFINITIONS

- 1.5.4.1. The Membership
The Group defined as Members under paragraph II herein.
- 1.5.4.2. Club Facilities
All Real Property and Personal Property of The Club.
- 1.5.4.3. The Club
Collectively the Membership and Club Facilities.
- 1.5.4.4. The Executive Committee
Collectively the three A class shareholders elected from the body of A class shareholders not being a Flag Officer and the Flag Officers of the Club.
- 1.5.4.5. The General Committee
Collectively the duly elected officers of the Membership.
- 1.5.4.6. Interpretation
Words importing the masculine gender are intended to be gender neutral.

2. MEMBERSHIP

2.1.1.THE MEMBERSHIP OF THE CLUB

shall consist of classes of members as follows:

- 2.1.1.1.1. Full Member
- 2.1.1.1.2. Cadet Member
- 2.1.1.1.3. Overseas Member
- 2.1.1.1.4. Honorary Member
- 2.1.1.1.5. Life Member

2.1.1.2. Full Member:

A Full Member shall be a member of between 18 and 75 years of age who has completed a membership application form, being duly approved and paid his entrance fee, as outlined in these By-Laws for Family or Single Membership. A

Family Membership shall be a family of one or two adults and any children between the ages of ~~six~~-five and eighteen years.

The adults in Family Membership shall be Full Members. The Children up to the age of eighteen in any Family Membership shall be Cadet Members. Full Single Members are entitled to one vote at any General Meeting and each adult in a Family Membership shall be entitled to one vote at General Meetings.

2.1.1.3. Cadet Member

Children within Family Membership as defined herein between the ages of five and eighteen years shall be Cadet Members. Any other person between five and eighteen years of age wishing to make use of the facilities of the Club may become a Cadet Member subject to the conditions supplied in Clause ~~6~~7.17. Cadet Members of more than one years standing shall be automatically qualified for Full Membership without payment of an entrance fee upon the completion of a membership application form upon their eighteenth birthday. Cadet Members of less than one years standing on their eighteenth birthday will have to apply for membership as described in Clause 2.3 below.

2.1.1.4. Overseas Member:

An Overseas Member shall be a person eighteen years or older who does not maintain a residence in the British Virgin Islands who has completed a membership application form, been duly approved and paid his entrance fee as outlined in clause 2.3 below.

An overseas Family Membership shall be a family of one or two adults and any children between the ages of ~~six~~-five and eighteen years. The Children (between five and eighteen) in Overseas Family Membership shall be entitled to use the facilities of the Club.

2.1.1.5. Honorary Member

Honorary Members shall be elected by the General Committee for such period as it may deem appropriate, not more than one member dissenting, and shall not be required to pay an entrance fee or subscription and shall be entitled to all privileges of the Club save as in these By-Laws excepted.

Members of the Royal Family shall be Honorary members.

Any member of the General Committee, in their discretion, may invite visitors to Club events or affiliated events to be a guest or guests of the Club not exceeding thirty days in any one year.

2.1.1.6. Life Member

Members shall be accorded this status having attained the age of seventy-five years and been a Full Member in good standing for no less than ten years subject to the terms and conditions of the By-Laws.

Any Class A shareholder who buys two or more Class A shares shall be eligible for life membership.

NOTE: The Executive Committee may, upon the recommendation of the General Committee, add, delete or amend any category of membership subject to ratification by the Membership at its next General Meeting.

2.2. VOTING RIGHTS

Only full and life members in Good Standing shall be entitled to vote at a General Meeting or any adjournment thereof.

2.3. MEMBERSHIP QUALIFICATIONS

A prospective member shall have stated an interest in participating in, and supporting the objectives of, the Club.

2.3.1. Membership Procedure

A candidate for any class of membership must be:

Proposed and seconded in writing by two full members of the Club in good standing.

2.3.2. Acceptance of applicant

The General Committee shall decide upon the application at its next regular meeting following its receipt.

2.3.3. Fees, dues and defaults

Entrance fees shall be established by the General Committee, upon recommendation by the Membership Division Captain, and shall be payable upon election to membership. The annual dues shall be determined by the General Committee upon the recommendation of the Membership Division Captain and shall be due and payable upon January 01.

If an applicant is elected to membership after the 1st January in any year, the dues payable for that year shall be prorated for the remaining months or part thereof. The Entrance Fee and any assessments are payable in full when billed.

Any Member in arrears shall receive final notice of indebtedness by mail or electronic communication, such member's credit shall be suspended, and the name posted as outlined in accordance with paragraph 6.9.

2.3.4. Change in Membership Status

Any Member requesting a change in membership status permitted under these By-Laws must direct such request in writing to the Secretary.

2.3.5. Membership Resignation

Any Member in good standing who shall not be in arrears or indebted to the Club may resign by delivering a written notice to the Secretary, who shall report the same at the next meeting of the General Committee. Annual Dues for the year in which the Member resigns will be deemed payable unless the resignation is delivered to the Secretary within thirty days of the due date of the Annual Dues.

Any full or overseas Member in good standing who shall resign from the Club may be reinstated to membership within five years of the date of such resignation upon application by the former Member to the Membership Committee. Reinstatement to membership of a former Member shall be effected, notwithstanding the existence of a waiting list and without the imposition of an initiation fee. Prior to reinstatement, a former Member shall pay all assessments which were imposed, between the date of resignation of such former Member and the date of reinstatement, upon the class of membership to which the former Member is to be reinstated.

2.3.6. Suspension or expulsion

If the conduct of any member is found by the General Committee, after due enquiry, to be contrary to the interests of the Club, the General Committee shall call upon such Member for an explanation and may by resolution suspend or expel such Member from the Club, and he shall thereupon forfeit all right, claim or privileges in the Club or its property. Any such resolution shall be carried only if two-thirds of the General Committee members present vote in its favour.

2.3.7. Member complaints – rights and procedures

Any member or Members having a complaint to make against any other Member or Members for any infraction of the By-Laws or Rules of the Club (other than racing regulations) or for conduct injurious to the welfare of the Club, shall report such infraction or course of conduct in a written statement to the General Committee. Such statement shall set forth the facts of the case together with the names of any witnesses. A meeting of the General Committee shall be held as soon as practicable to investigate the complaint.

The Member or Members complained of and any Member or Members making the complaint, shall receive at least ten days notice of such meeting and may be heard. The statement and evidence shall be reduced to writing and filed with the Secretary.

The General Committee shall have the power to suspend or expel a Member or impose other penalty. The Board's decision shall also be filed with the Secretary who shall

forward by mail a certified copy thereof to the Member or Members complained of and also to the Member or Members proffering such complaint.

2.4. CLUB PRIVILEGES

The privileges and facilities of the Club may be used by the immediate family, including children between the ages of five and eighteen years of any Full, Overseas, Life or Honorary Member. The General Committee may at its discretion, discontinue the family privileges of any Member, when in its opinion these privileges have been abused.

Any Member of any reciprocating club shall be entitled to use the facilities of the Club in accordance with arrangements in force between the two clubs.

2.4.1. Introduction of Guests

Guest privileges shall be listed in the Club Rules.

2.4.2. Members using reciprocating clubs

If it is reported to the General Committee that any Member of the Club has failed, after due notice, to pay an amount incurred by him in any club with which this Club reciprocates, the Treasurer may be instructed by the General Committee if it thinks fit to pay the account forthwith and debit the Member concerned and the amount shall be a debt to this Club and recoverable under Rule 6.9.

2.4.3. Entrance fees

Non-refundable entrance fees shall be paid by all Members as described in the Club Rules.

2.4.4. Dues

The Annual Dues payable in advance by Members shall be described in the Club Rules. A person who is 75 years or older who has been a Member for at least 10 years shall not be required to pay dues. Renewal subscriptions shall be payable annually and fall due for payment on the 1st January each year.

3. MEETINGS

3.1. ANNUAL GENERAL MEETING

3.1.1. The Annual General Meeting of the Club shall be held not later than March 21st each year.

3.1.2. Notice of the meeting shall be posted on the Club notice board, the Club web site and sent to all Full Members not less than fourteen days before the date of the meeting. Audited accounts shall be available for distribution at the meeting.

3.1.3. The business to be conducted at the Annual General Meeting shall be:

3.1.3.1. Confirmation of the minutes of the last Annual General Meeting and any Special Meeting held since the last Annual General Meeting.

- 3.1.3.2. Presentation of the Annual Report of the General Committee by the Commodore.
- 3.1.3.3. Presentation and adoption of the Treasurer's audited account for the preceding year.
- 3.1.3.4. Election of Flag Officers and Divisional Officers
- 3.1.3.5. Appointment of the Audit Committee for the forthcoming year.
- 3.1.3.6. Any other business of which ten days notice has been given in writing to the Secretary.

3.2. SPECIAL GENERAL MEETING

- 3.2.1.A Special General Meeting may be called at any time by the General Committee or on a written request to the Secretary signed by not less than ten Full Members.
- 3.2.2.The business of the meeting shall be stated on the Club notice board and web site and sent in writing to all Full Members not less than fourteen days before the date of such meeting.
- 3.2.3.No business other than that of which notice has been given shall be discussed at a Special General Meeting.

3.3. MINUTES:

Minutes shall be kept of all General Meetings and all meetings of the Executive Committee, General Committee and any sub-committees.

3.4. QUORUM:

- 3.4.1.Twenty-five Full Members shall form a quorum at Annual and Special General Meetings.
- 3.4.2.In the event of a quorum not being present within fifteen minutes of the time fixed for the meeting, the meeting shall stand adjourned for seven days and notice of such adjournment shall be posted on the Club notice board and web site.
- 3.4.3.The Full Members present at such adjourned meeting shall form a quorum at the next meeting.
- 3.4.4.In the event of a quorum not being present at an adjourned Special General Meeting called at the request of Members under paragraph 3.2.1, the meeting shall be dissolved.
- 3.4.5.At meetings of the Executive and General Committees no less than 50% of the then standing Members shall constitute a quorum.

3.5. VOTING

- 3.5.1.Voting will be by a show of hands but a ballot in respect of any resolution may be demanded by any two Members entitled to vote and any such demand must be met.

3.5.2. Except where otherwise provided all decisions and resolutions at any meeting shall be decided by a majority of those present, entitled and voting.

3.6. CHAIRMAN:

3.6.1. At all meetings of the Club or General Committee, the Commodore, or the Vice Commodore in his absence, shall preside as Chairman. In the absence of these officers, a Chairman shall be elected by the members present.

3.6.2. The Chairman shall have in addition to a deliberative vote, a casting vote in the event of equality of voting.

4. EXECUTIVE COMMITTEE

The Executive Committee shall comprise the Flag Officers of the Club and three representatives of the A Class shareholders. Subject to the Memorandum and Articles of Association, The Class A shareholders shall ~~elect from their number~~ elect three members to serve on the Executive Committee prior to the Annual General Meeting. These representatives can be Class A Shareholders or their Nominee. The names of the A Class shareholders or their nominee serving as Executive Committee members shall be announced at each General Meeting of the Club.

~~In the event that there are insufficient A Class shareholders to fill the three vacancies on the Executive Committee, the Membership shall in General Meeting appoint as many Full Members as necessary to complete the number. These Ad Hoc members of the Executive Committee shall serve until such time as there are three A Class shareholders appointed as representatives~~

The role of the Executive Committee is to provide long-term planning and strategic advice to the General Committee and to refer back to the General Committee any matters which, in its opinion, require review. The Executive Committee shall approve or otherwise any capital expenditure or loan facility request or the disbursement of funds derived from the issue of A Class shares.

5. OFFICERS

5.1. QUALIFICATIONS

No candidate for the office of Commodore or Vice Commodore shall be accepted either from nomination or from the floor, unless the nominee has been an officer of the Club. In the case of a candidate for Commodore for two (2) years and one (1) year for Vice Commodore.

The Officers of the Club shall be elected annually. The Officers of the Club shall be:

5.2. COMMODORE

It shall be the duty of the Commodore to preside at all meetings of the Club and the General Committee, to vote the necessary appointments for divisions, to enforce the By-Laws and Rules of the Club and, with other Officers, to employ and direct the staff. The Commodore will be an ex-officio member of all Committees and Divisions except the Nominating Committee.

The Commodore shall be responsible for retaining and growing the good reputation of the Club

in the local community, Government and with other clubs

At each Annual Meeting the Commodore shall present a written report which shall be submitted to the Secretary for inclusion in the Club records.

5.3. VICE COMMODORE

It shall be the duty of the Vice Commodore to assist the Commodore in the discharge of the Commodore's duties and, in the absence of the Commodore, to act as Commodore. The Vice Commodore shall be the primary liaison and initial point of contact between the Executive and General Committees and staff members.

5.4. DIVISION CAPTAINS

It shall be the responsibility of each Division Captain to prepare budgets and forecasts associated with any planned activity for submission to the Treasurer for approval prior to committing to any event or undertaking.

5.4.1. Captain of Sailing

It shall be the duty of the Sailing Captain to organise and oversee all of the functions of the Sailing Division and to assist the Commodore with all of the sailing activities within the Club.

5.4.2. Captain of Sailing Development

It shall be the duty of the Captain of Sailing Development to organise and oversee the junior sailing programs and any youth sailing programs and to preside at the meetings of the Sailing Development Division and to assist the Commodore with all aspects of the Sailing Development activities of the Club and to oversee the proper care and maintenance of the Club's boats and equipment.

5.4.3. Watersports Captain

It shall be the duty of the Watersports Captain to organise and oversee all of the functions of the Watersports Division which shall include, but not be limited to: angling, powerboating, kiteboarding, and windsurfing; to preside at all meetings of the Watersports Division and to assist the Commodore with all of the watersports activities within the Club.

5.4.4. Infrastructure & House Development Captain

It shall be the responsibility of the Infrastructure & House Development Captain to ensure that the Club's buildings and facilities are maintained in good order, to preside over all meetings of the Infrastructure & House Development Division and to assist the Commodore with all of the maintenance improvements and development of the Club and its environs.

5.4.5.Social Captain

It shall be the duty of the Social Captain to oversee all of the Club's food and beverage activities and social events, to preside over all meetings of the Social Division and to assist the Commodore with all social activities at the Club.

5.4.6.Fundraising Captain

It shall be the duty of the Fundraising Captain to oversee the soliciting of sponsorship and donations from corporations, private persons, Government and other bodies. He/she shall also be responsible for seeking value added deals with local businesses on behalf of the Membership.

5.4.7.Membership Captain

It shall be the duty of the Membership Division Captain to organise and oversee all functions of the Membership Division, to preside at all meetings of the Membership Division and to assist the Commodore in the implementation of the decisions taken by the General Committee. The primary duty is to obtain new memberships and retain existing memberships.

5.5. SECRETARY

5.5.1.To act as Secretary at all meetings of the General Committee of the Club and to maintain minute books recording the proceedings thereof; to have custody of all reports and documents connected with the business of the Club and, in the case of Special Meetings, to designate the business intended, and to maintain the archives of the Club in a format designated by the General Committee

5.5.2.To be responsible for all formalities in connection with the calling of General Meetings and the election of Officers and Division Captains.

5.5.3.To notify Members of their election to office and/or their appointment to serve on Divisions.

5.5.4.To provide each Member elected with copies of the By-Laws and Club Rules.

5.6. TREASURER

5.6.1.To supervise the accounts department of the Club and to ensure that all receipts and disbursements are properly recorded in the books of the Club.

5.6.2.To make formal application at the due date for the renewal of the Club's liquor licence and any other statutory licence which may become payable from time to time.

- 5.6.3.To arrange insurance as directed by the General Committee and ensure that all renewal insurance premiums are paid on the due dates.
- 5.6.4.To submit the Club accounting records for inspection as required by the Executive and General Committees.
- 5.6.5.To ensure a properly drawn up Balance Sheet and Profit and Loss Account are prepared monthly and at the close of the Club’s financial year and to submit them to the auditors in sufficient time for them to be audited and printed for presentation to the Annual General Meeting.
- 5.6.6.To ensure that payments due to Government relating to the Club facility are made in a timely fashion.
- 5.6.7.To prepare the Club budget annually. To check and approve all budgets submitted for review by Division Captains in a timely manner and verify the accounts for each event upon its conclusion.
- 5.6.8.To ensure that any sub-contracted rentals and leases are properly recorded and the monies due from such agreement collected in advance. All agreements of this nature shall be reviewed and renewed annually.
- 5.6.9.Accounting and Controls
- 5.6.9.1. Monthly reporting for all divisions divided into
 - 5.6.9.1.1. Watersports
 - 5.6.9.1.2. Social (including food & beverage)
 - 5.6.9.1.3. Infrastructure & House Development
 - 5.6.9.1.4. Sailing
 - 5.6.9.1.5. Sailing Development
 - 5.6.9.1.6. Merchandising
 - 5.6.9.1.7. General & Administration (to include Membership and Fundraising Divisions)and such other categories as the Executive and/or General Committees deem necessary.
 - 5.6.9.2. Cash flow and Cash flow forecasts
 - 5.6.9.2.1. Budgets: must be produced by each Division/Committee prior to the year end with assumptions
 - 5.6.9.2.2. Comparison reports of budget vs actual income/expense to be produced monthly.
 - 5.6.9.3. Income controls
 - 5.6.9.3.1. To work towards a cash-free environment by establishing monthly billing accounts for all Members . Accounts will be presented to Members on the 5th working day of the month and must be settled by

the 15th day of the month. Should a Member not settle his account on this date, or the next day that the Club is open after the 15th of the month, his account privileges shall cease immediately. If the account is not settled by the end of that month the Member shall forfeit all Club privileges (see 6.9).

5.6.9.3.2. Member's guests may only charge to the introducing Member's account.

5.6.9.3.3. All advertised food and beverage prices will be posted at non-member's rates. Members in good standing will receive a discount to be established from time to time by the General Committee and published in the Club Rules.

5.6.9.4. Expenditure controls

5.6.9.4.1. No expenditure may be made or committed without the authorization of the Divisional Captain or his/her deputy.

5.6.9.4.2. No expenditure of a capital nature may be made or committed without the duly requisitioned authority of the Executive Committee.

5.6.9.4.3. All cheques and other negotiable instruments must bear the signatures of at least two members of the Executive Committee who will be available to sign on one day/evening per week against supporting documentation.

5.7. GENERAL COMMITTEE OFFICERS-AT-LARGE

The General Committee may include three officers-at-large who shall ~~be~~ serve three-year terms on a staggered basis. One member shall be appointed by the Trustees. The retiring Commodore shall serve as a member. When vacancies arise, the Nominating Committee shall nominate a candidate to stand for election.

6. FUNCTIONS OF DIVISIONS

6.1. THE FUNCTIONS OF THE SAILING DIVISION ARE:

6.1.1. To organise and conduct all Club events pertaining to sailing.

6.1.2. To oversee all Club involvement with sailing such as international organizations, other local groups, etc.

6.1.3. To notify Members and other interested parties to matters of interest

6.1.4. To keep the General Committee informed of all major activities and to obtain General Committee approval of events and matters involving expenditure of funds.

6.2. THE FUNCTIONS OF THE SAILING DEVELOPMENT DIVISION ARE:

6.2.1. To develop and direct programs to encourage interest and acquire skills in sailing, particularly among the youth of Club Members and the community at large.

6.3. THE FUNCTIONS OF THE WATERSPORTS DIVISION ARE:

6.3.1. To organise and conduct all Club events pertaining to angling, powerboating, windsurfing, surfing and kiteboarding and any other watersport in which Club Members express an interest.

6.3.2. To oversee all Club involvement with angling and other watersports such as international organizations, other local groups, etc.

6.3.3. To notify Members and other interested parties of matters of interest.

6.3.4. To keep the General Committee informed of all major activities and to obtain General Committee approval of events and matters involving the expenditure of funds.

6.4. THE FUNCTIONS OF THE INFRASTRUCTURE & HOUSE DEVELOPMENT DIVISION ARE:

6.4.1. Overall responsibility for the general management of the Club house and Grounds of the Club.

6.4.2. Responsibility for the maintenance and improvement of the Club's physical facilities to a standard befitting a Royal yacht club. This shall include, but not be limited to, the Club's grounds and buildings.

6.5. THE FUNCTIONS OF THE SOCIAL DIVISION ARE:

6.5.1. To propose and enforce the rules governing the use of Club facilities which shall be called the "House Rules" and shall be incorporated into the Club Rules and shall be published annually.

6.5.2. To be responsible for the organization, coordination and supervision of all entertainment and social functions in cooperation with the Club Manager.

6.5.3. To oversee all routine Food and Beverage operations of the Club in cooperation with the Club Manager.

6.5.4. To coordinate events and staffing requirements etc. with the Club Manager.

6.6. THE FUNCTIONS OF THE MEMBERSHIP DIVISION ARE:

6.6.1. To oversee all matters pertaining to membership.

6.6.2.To develop new membership and suggest new classifications of membership when desirable.

6.6.3.To notify new Members of their election to Membership and inform such matters of Club By-Laws and Rules.

6.7. NOMINATING COMMITTEE

The Nominating Committee shall comprise of three Members who are not current Officers (excepting the Immediate Past commodore, who may be nominated to serve) and who shall have been Full Members for at least five years and shall be elected at the Annual Meeting. The Committee shall prepare and give to the Secretary a slate for the Annual Meeting which slate shall also be posted on the Club notice board, and on the web site and mailed to the Membership not less than fourteen days prior to the said Annual Meeting. The above notwithstanding, nominations from the floor will be accepted for candidates who have agreed in writing to serve or are present. The Committee shall have the power to fill vacancies in its number.

6.7.1.The Nominating Committee shall be totally independent

6.7.2.Shall email the general membership and / or post a notice on the Club's official notice board and web site requesting recommendations, input and nominations.

Members shall serve for a period of two years or until their successors are appointed.

6.8. AUDIT COMMITTEE

The Membership in General Meeting shall appoint at least two full members to the Audit Committee whose responsibility will be to review the annual accounts submitted to the Membership in General Meeting and to issue a written report to the Membership on their findings as to the accuracy, truth and fairness of the financial statements and the state of affairs of the Club.

The Audit Committee shall have access to all books and records and be provided with timely information by the Club's Officers. The Audit Committee may, with the consent of the Executive Committee, appoint professional auditors.

6.9. COMMITTEE AND DIVISION PERFORMANCE

Committee meetings may be held either in person or by means of electronic communications.

6.9.1.All Committees and Divisions shall meet monthly and copies of the minutes of each Committee or Division meeting shall be posted on the Official Club Notice Board no more than one week following the meeting.

6.9.1.1. The Executive Committee shall meet on or before the 28th day of each month.

- 6.9.1.2. The General Committee shall meet on or before the 21st day of each month. Minutes of the General Committee meeting shall be forwarded to the Executive Committee within 48 hours of the General Committee Meeting in the same format as the Divisional Committees (see below).
- 6.9.1.3. Divisional Committees to meet on or before the 15th day of each month, with reports to the Executive and General Committees three days prior to the meeting of the General Committee in a format designated by the Executive Committee (please see addendum for the approved format with designated actionees)
- 6.9.1.4. Committee members and Divisional Captains shall have the right to co-opt non-members onto their committees. However, co-opted members will not be accorded any of the rights granted to a fully-paid-up member of the Club (such as discounts and use of facilities).
- 6.9.1.5. The Treasurer shall have draft accounts prepared and circulated by the 10th day of each month, with final accounts presented no later than the 20th of each month

7. MANAGEMENT AND POLICY

7.1. MANAGEMENT

The management of the Club shall be vested in the General Committee

7.2. CLUB ACTIVITIES

All Club activities shall be bound by rules and regulations specified by the appropriate affiliated body or bodies unless otherwise specified by the Division Captain.

7.3. VACANCIES

Should any office of the Club become vacant, the General Committee may fill the vacancy by appointing a Full Member to such office and the General Committee may co-opt additional Full Members to serve on the Committee.

7.4. OFFICE TERM

The General Committee shall hold office from the termination of the Annual General Meeting at which it is elected until the termination of the next Annual General Meeting.

7.5. INSURANCE

The property insurance policies must cover the replacement value of the building and improvements and the liability policies must be adequate to cover the activities of the Club, the premises and the boats.

7.6. SUB-COMMITTEES

The General Committee shall have the right to appoint subcommittees and co-opt members thereto for any purpose they shall deem necessary and the rules applicable to General

Committee meetings shall apply *mutandis mutandis* to meetings of any subcommittee appointed by the General Committee.

7.7. EMPLOYEES

The General Committee shall have the right to engage and employ within the laws of the BVI such person or persons or organizations to assist in the running and maintenance of the Club and its facilities only on the requisitioned authority of the Executive Committee. Such persons shall be responsible and accountable to the Committee who will designate their duties.

7.7.1. Each staff member must have a written contract in a form to be agreed but to include job description, hours of work and scheduling procedures, pay rate and to whom responsible.

7.7.2. Overtime is not encouraged.

7.7.3. Gratuities will be distributed monthly to food and beverage staff only according to the formula:

7.7.3.1. $(\text{Total Gratuities received} / \text{total points earned by all employees}) \times \text{points awarded to each employee.}$

7.7.3.2. The points awarded to each employee are calculated by:
Hours worked x diligence points (awarded by Division Captain/Club manager from 1-5).

7.7.4. Management staff may not participate in the gratuities scheme outlined in 6.7.3.

7.7.5. Members may volunteer their time in all aspects of the Club's endeavours, but may not participate in gratuity distribution.

7.7.6. Club Manager / Administrator

7.7.6.1. To be appointed by the Executive Committee on recommendation from the General Committee.

7.7.6.2. If a Club Member prior to appointment, he shall agree to waive all voting rights for the duration of his tenure.

7.7.6.3. May not serve as a Division/Committee member.

7.7.6.4. May be required to attend any Committee meeting or part thereof, by invitation only.

7.7.6.5. Is required to render such assistance as the Flag Officers and Divisional Captains deem necessary to execute their roles.

7.7.6.6. Additional responsibilities of this position will be detailed in a written employment contract and job description which may be reviewed and revised from time-to-time by the General Committee.

7.8. BORROWING POWERS

The General Committee shall not exercise its borrowing powers without the prior approval of the Trustees and Executive Committee and the members in General Meeting and then only exercise that power within strict limits approved by any such meetings.

7.9. OVERDUE ACCOUNTS

All debts due to the Club from Members shall be payable on presentation of accounts.

Should any Member not have settled his account by the 15th day of the month in which it was presented he shall lose account privileges with immediate effect. Should any Member's account not have been settled at the end of the month in which it was presented, such member will be advised in writing of his outstanding debt and shall be called upon for payment forthwith.

If the Member's account is not settled at the end of the month in which it was presented his name may be posted by the General Committee at the Club's premises, and the Secretaries of reciprocating clubs notified accordingly. Immediately on such posting, the Member shall cease to be entitled to use the Club or other property, or to obtain credit within the Club, or to avail himself of the services of Club employees. If the Member continues in default for thirty days after posting, his membership shall cease.

The General Committee may by resolution rescind the posting of a Member's name, or reinstate membership, on payment of the account in full and the receipt of a satisfactory explanation. The General Committee may also vary or relax this Rule in exceptional circumstances.

7.10. DAMAGE TO PROPERTY

7.10.1. Any Member damaging Club property shall be held responsible in whole or in part as may be decided by the General Committee for the replacement or repair of such damage.

7.10.2. In no case shall the Club be held responsible for the loss or damage to the property of Members left on the Club premises.

7.11. CLUB BOATS

The General Committee shall have power to settle the fees and conditions of charter in respect of any boat or boats owned by the Club.

7.12. MEMBER'S BOATS

In no case shall the Club be held responsible for the care of or damage to Member's boats or other property, either at anchorage or on Club premises.

7.13. SUGGESTIONS

All suggestions which Members may wish to make for the consideration of the General Committee shall be sent by letter or e-mail to the Secretary.

7.14. COMPLAINTS

All complaints with regard to the management of the Club shall be addressed in writing to the Secretary.

7.15. NOTICES

No notice may be posted in the Club without the sanction of the General Committee.

7.16. COMPETITION FEES

The entrance fees for all competitions shall be fixed by the appropriate Division and notified to all members from time to time. Fees become due immediately when a boat has been entered on the entry form, whether or not such a boat actually competes.

7.17. CHILDREN

Children under the age of five years are not allowed in the Club premises unless accompanied by a responsible adult member. In the case of children participating in paid sailing development activities the responsible adult member is deemed to be the Club Sailing Instructor, however, the obligation of the Club Sailing Instructor commences fifteen minutes before a scheduled activity and ceases fifteen minutes after that activity. Thereafter a parent/designated adult shall have responsibility for each child.

The General Committee reserves the right to bar children from certain parts of the Club Premises. A notice specifying such parts of the Club premises posted on the Club notice board or prominently displayed shall be deemed sufficient for the purpose of this Rule.

7.18. STANDARD IT PROCEDURES

To be established

- 7.18.1.1. Accounting reports
- 7.18.1.2. Budgets
- 7.18.1.3. Minutes of meetings
- 7.18.1.4. Web site maintenance and content
- 7.18.1.5. Monthly/semi-annual newsletters – to include transparency of Committee actions and discussions
- 7.18.1.6. Procedural manual per Division to be created and maintained
- 7.18.1.7. Staff contracts and procedures
- 7.18.1.8. Income and expenditure controls