



# **Royal Naval Volunteer Reserve Yacht Club**

## **Current Rules**

**(As adopted at the Annual General Meeting held on 13th February 2021)**

### **1. Name**

The name of the Club shall be "Royal Naval Volunteer Reserve Yacht Club", hereinafter called "the Club". The Club is associated with The R.N.V.R. Officers' Association Limited at the Naval Club, 38 Hill Street, London.

### **2. Objects**

The objects of the Club are:

- (a) to follow and maintain the traditions and the ethos of the Royal Navy;
- (b) to provide members with an annual programme of economical sailing opportunities, including cruising, racing and sail training, and social and educational events;
- (c) to maintain access to craft for the use of members;
- (d) to uphold the privileges and prestige of the Club as a Service Yacht Club; and
- (e) to foster relations with and encourage the recruitment of new members both from
  - (i) the Royal Naval Reserve, other Maritime Reserves and the Royal Navy (including University Royal Naval Units) the Royal Marines, the Royal Fleet Auxiliary and their Commonwealth equivalents; and
  - (ii) the Army Reserve, the RAF Reserves, the Army and the Royal Air Force and their University Units and their Commonwealth equivalents.

### **3. Qualification for Membership**

Except in the case of guest members, membership of the Club shall be restricted to persons over the age of eighteen (18) years. The categories of membership are:

(a) MEMBERS, List 1:

- (i) Serving, retired and former members of the Royal Naval Reserve and the other Reserves (past and present) of the Royal Navy, the Royal Marines and Commonwealth Navies;
- (ii) Serving, retired and former members of the Royal Navy (including University Royal Naval Units), the Royal Marines, the Royal Fleet Auxiliary and their Commonwealth equivalents;
- (iii) Serving, retired and former uniformed Cadet Force Adult Volunteers (CFAV) of the Sea Cadet Corps, the Volunteer Cadet Corps and the Combined Cadet Force (RN-RM), and their Commonwealth equivalents;
- (iv) Retired and former members of the former Royal Naval Auxiliary Service;

It is a fundamental object of the Club that at least fifty-one per cent (51%) of the total non-honorary membership shall consist of List 1 members, except that no duly admitted List 1(J) member or List 2 member shall be required to give up membership by reason of this Rule;

(b) MEMBERS, List 1(J)

- (i) Serving, retired and former members of the Army and the Royal Air Force (including their University Units) and their associated Reserves (past and present) and their Commonwealth equivalents;
- (ii) Serving, retired and former uniformed Cadet Force Adult Volunteers (CFAV) of the Army Cadet Force, the Air Training Corps and the Combined Cadet Corps (Army and RAF), and their Commonwealth equivalents;
- (iii) An application for List 1(J) membership must be proposed by one member or life member who knows the applicant. A member proposing the application must be an Officer of the Club, Committee member or List 1 member. The application shall be supported by a letter of recommendation by the proposer;
- (iv) The number of List 1(J) members shall not exceed nineteen per cent (19%) of the total non-honorary membership, except that
  - (1) the Committee may exercise a discretion to continue to elect applicants for List 1(J) membership notwithstanding that their election will result in the nineteen per cent (19%) maximum number of such members being exceeded, provided that upon their election the minimum percentage of List 1 members prescribed in Rule 3(a) will still be achieved; and
  - (2) no duly admitted List 1(J) member shall be required to give up membership by reason of this Rule;

- (c) **MEMBERS, List 2:**
- (i) Members' spouses or partners and their sons and daughters;
  - (ii) Serving or former cadets of Pangbourne College or any similar institution recognised by the Committee;
  - (iii) Members of the Naval Club or any other persons not otherwise eligible for membership and whom the Committee consider suitable and likely to advance the objects of the Club and who have or have had a Naval or yachting connection;
  - (iv) Applicants for membership, List 2, shall be British or Commonwealth citizens. An application for List 2 membership must be proposed by one member or life member and seconded by two members or life members, all of whom know the applicant. At least two of the members proposing or seconding the application must be Officers of the Club, Committee members or List 1 members. The application shall be supported by a letter of recommendation by the proposer;
  - (v) The number of List 2 members shall not exceed thirty per cent (30%) of the total non-honorary membership except that no duly admitted List 2 member shall be required to give up membership by reason of this Rule;
- (d) **HONORARY MEMBERSHIP:**
- (i) The Committee may elect to honorary life membership or honorary membership a maximum of two persons in any one year;
  - (ii) The Committee may also elect to ex-officio honorary membership for his or her term of office and for the terms of office of any successors to that person, any official who, in their opinion, it is appropriate so to elect by virtue of his or her office;
  - (iii) Honorary life membership shall only be offered in recognition of exceptional services rendered to the Club, any of the British or Commonwealth Armed Forces or their Reserves or to sailing;
- (e) **FOUNDER MEMBERS:** The first one hundred (100) members who subscribed to the formation of the Club shall be known as founder members;
- (f) **LIFE MEMBERS:** Members who have, under previous arrangements, compounded their annual subscriptions for a single lifetime payment, shall be known as life members;
- (g) **TEMPORARY MEMBERS:** In furtherance of the objects of the Club as set out in Rule 2, the Membership Secretary may grant temporary membership to any individual to give him or her the opportunity to get to know the Club by participating in Club activities before committing to full membership. Any temporary membership shall not exceed a period of three months. Each temporary member shall be given the same opportunity to participate in Club activities as is enjoyed by a full member. The Committee shall determine what fee, if any, shall be paid in advance by a temporary member for the advantages and privileges of temporary membership. By accepting temporary membership, the temporary member shall be taken as having agreed to comply with the Rules, any of which, if relevant for temporary membership, shall apply to temporary members on the same basis as the Rule applies to members. The Committee shall be

entitled to expel any temporary member, with any such expulsion taking effect immediately upon notification to the temporary member of the expulsion;

(h) **GUEST MEMBERS:**

- (i) Every person who is not a member but who, after his or her registration for an event organised, wholly or in part, by or under the auspices of the Club (“Club event”), participates in the event shall be deemed to be a member of the Club (“guest member”) for the duration of the event;
- (ii) No guest member shall be entitled to any advantage or privilege of the Club other than an advantage or privilege associated with participation in the Club event for which he or she has been registered;
- (iii) The Committee shall be entitled
  - (1) to terminate the right of a person to participate in a Club event for which he or she has been registered at any time after such registration; and
  - (2) to prevent a person from becoming a guest member by barring his or her registration for any Club event;
- (iv) By participating in the event, a guest member shall be taken as having agreed to comply with the Rules, any of which, if relevant for guest membership, shall apply to guest members on the same basis as it applies to the other categories of membership;

**4. Admission to Membership**

- (a) All applications for membership, other than applications for temporary membership, must be presented to the Committee for election and the Committee's decision shall be final;
- (b) Upon election to membership, the newly elected member shall be taken as having agreed to comply with the Rules;
- (c) The Honorary Secretary shall send to each newly elected member written notice of his or her election together with a copy of the current Rules;
- (d) No new member, other than a new honorary life member or honorary member, shall participate in the advantages or privileges of the Club until his or her subscription has been paid;
- (e) By accepting honorary life membership or honorary membership or by payment of his or her subscription, the new member shall be taken as having agreed to comply with the Rules;
- (f) Any elected member whose application form for membership is subsequently discovered by the Committee to have been incomplete in a material respect or to have contained false or misleading information shall cease to be a member immediately upon such discovery;
- (g) A member who has resigned or who has ceased to be a member under any provision of the Rules shall be entitled to re-apply for membership and the Committee shall have the power to reinstate any such member to membership, on such terms and conditions as they shall deem fit.

## **5. Advantages and privileges of membership**

- (a) Member or Life Member, List 1: Entitled to all of the advantages and privileges of membership of the Club;
- (b) Member or Life Member, List 1(J): As for List 1 above but subject to a limit as to the number of List 1(J) members who may be elected members of the Committee at any one time (see Rule 10 (a)). Ineligible for Flag rank above the rank of Rear Commodore (see Rule 8 (a));
- (c) Member or Life Member, List 2: As for List 1 above but subject to a limit as to the number of List 2 members who may be elected members of the Committee at any one time (see Rule 10 (a)). Ineligible for Flag rank above the rank of Rear Commodore (see Rule 8 (a));
- (d) Honorary Life Member: If the person so elected would qualify for List 1 membership or List 1 life membership, as for (a) above, failing which as for (c) above;
- (e) Honorary Member: As for (c) above;
- (f) Ex-officio Honorary Member: As for (c) above.

## **6. Membership subscriptions, membership admission fees, and charges**

- (a) The Committee shall have the power to determine the rates of subscription of members, the fees for admission to membership and the charges for goods and services provided by the Club;
- (b) Any amendments to the rates of subscription and admission fees shall be subject to confirmation by resolution at the next Annual General Meeting. The current rates of subscription and admission fees shall be published in the Club Handbook;
- (c) Annual subscriptions shall be payable on 1st April each year, provided that members joining between 1st January and 31st March shall be liable for one subscription only until the end of the following subscription year, at the rate effective at the time of joining;
- (d) Any members in arrears with their subscription for more than three months shall cease to be entitled to any of the advantages and privileges of the Club, so long as their subscriptions shall remain in arrears, unless sufficient cause for the delay in payment shall have first been made known to the satisfaction of the Committee;
- (e) If any members' subscriptions shall not have been paid by 31st October following the due date, the members shall cease to be members forthwith;
- (f) Any subscription or membership admission fee that has been paid shall be non-refundable, except in the case of a payment resulting from a manifest error.

## **7. Expulsion or suspension of a member**

The Committee shall have the power to expel or suspend any member. On the instructions of a Flag Officer, the Honorary Secretary shall call a special meeting of the Committee to examine the case for expulsion or suspension of a member and shall notify the member in writing of the

details of the complaint against the member. At the meeting the member shall be allowed to offer orally or in writing a statement on his or her own behalf. The Committee's decision shall be final.

## **8. Officers**

- (a) The Officers of the Club shall consist of an Admiral, if one is appointed; the Flag Officers, comprising a Commodore, a Vice-Commodore, and not more than three Rear-Commodores; an Honorary Secretary; and an Honorary Treasurer. All members, life members, honorary life members and honorary members (other than ex-officio honorary members) shall be eligible for election to Flag rank, with List 1(J) members and List 2 members restricted to election to Rear-Commodore only. The Commodore, Vice-Commodore and at least one Rear-Commodore shall be List 1 members or life members, List 1, or honorary life members or honorary members (other than ex-officio honorary members) who would qualify for List 1 membership or List 1 life membership. There shall be not more than two other Rear-Commodores, irrespective of whether each such Rear-Commodore is a List 1 member, a List 1(J) member or a List 2 member;
- (b) Flag Officers, other than an Admiral, if appointed, shall retire annually at the Annual General Meeting but shall be eligible for re-election at that Meeting. Unless they request otherwise, retiring Flag Officers shall automatically be regarded as having been nominated for re-election;
- (c) Any two members may propose for election to a specific Flag post any other eligible member in place of a Flag Officer retiring, by notice in writing to the Honorary Secretary not less than sixty (60) days before the Annual General Meeting. All proposals shall be supported by a résumé of the proposed candidate;
- (d) If there is more than one candidate for a specific Flag Officer post, a ballot shall be held following the same procedure in Rule 10 (d) as for the election of Committee members where there is an excess of candidates;
- (e) The Committee shall have the power, in accordance with Rule 8 (a), to appoint a member to fill a vacancy as a Flag Officer until the next Annual General Meeting, when the person so appointed shall be eligible for re-election;
- (f) The Honorary Secretary and Honorary Treasurer shall be appointed by the Committee and hold office for such periods as the Committee may determine;
- (g) The office of Admiral is intended primarily as a courtesy title and the official functions, if any, of an Admiral shall be agreed from time to time by the Committee. The office of Admiral shall be filled, vacated or left vacant at the discretion of the Committee but any appointment shall be subject to the prior approval of a General Meeting.

## **9. Trustees**

- (a) There shall be no fewer than three Trustees, each of whom shall be appointed by the Committee from the membership for such period as the Committee may determine. There shall be vested in the Trustees the principal assets of the Club other than
  - (i) cash at the bank and temporary investments; and
  - (ii) legal title to shares or any other ownership interest in any corporate entity which owns any yacht in respect of which the Club has a financial interest, which title shall be vested in not more than five members of the Committee who are not

directors of such corporate entity and who shall be appointed by the Committee annually;

- (c) The Trustees shall invest in their names, from time to time, such sum or sums of money as the Committee shall authorise for that purpose in Trustee Securities, and shall hold, make available or dispose of such securities and any income therefrom as the Committee may from time to time direct in accordance with Rule 20 (a);
- (d) The Trustees shall appoint a Returning Officer in respect of each General Meeting and shall discharge their obligations under Rule 14;
- (e) The Trustees are not to be deemed in any way to be the governing body of the Club or to be liable for any acts or defaults of the Club, but shall be liable only to account to the Committee for the assets from time to time in their hands and for the discharge of their obligations under Rule 14;
- (f) If at any time there are fewer than three Trustees then at least one new Trustee shall be appointed by the Committee as soon as possible.

## **10. Committee**

- (a) The management of the Club's affairs shall be deputed to a Committee, which shall consist of all of the Officers of the Club, but excluding any Admiral appointed, and no fewer than nine (9) nor more than fifteen (15) members of the Club. No fewer than two-thirds of the Committee members (including the relevant Officers of the Club, who shall be ex-officio Committee members) shall be members or life members, List 1 or List 1(J), or honorary life members or honorary members (but not ex-officio honorary members) who would qualify for List 1 or List 1(J) membership or List 1 or List 1(J) life membership. No fewer than fifty-one per cent (51%) of the Committee members shall be members or life members, List 1, or honorary life members or honorary members (but not ex-officio honorary members) who would qualify for List 1 membership or List 1 life membership. Notwithstanding the foregoing, no duly elected List 1(J) or List 2 Committee member shall be required to resign from the Committee by reason of this Rule;
- (b) At the Annual General Meeting each year those Committee members (other than ex-officio Committee members) who were elected at the Annual General Meeting three years previously shall retire. Such retiring members shall be eligible for re-election at the current Meeting;
- (c) Any two members of the Club may propose for election to the Committee at the next Annual General Meeting any other candidate or candidates by notice in writing to the Honorary Secretary not less than sixty days (60) before the Annual General Meeting. Each proposal for the election of a candidate as a new Committee member, including of one appointed by the Committee under Rule 10 (e), shall be supported by a résumé of the proposed candidate;
- (d) If the total number of Committee members retiring but seeking re-election and the other candidates exceeds the maximum number of vacancies to be filled in accordance with Rule 10 (a) and declared to the Meeting there shall be a ballot. Every member entitled to vote and voting may vote for as many candidates as there are vacancies to be filled and for no more. The candidates, up to the number of vacancies, who shall receive the most votes shall be declared elected and in the event of candidates receiving an equal

- number of votes the Chairman of the Meeting shall have a second or casting vote to determine the outcome of each election;
- (e) The Committee shall have the power to appoint a member to fill any vacancy on the Committee until the next Annual General Meeting. Any member so appointed shall then retire but shall be eligible for re-election at that Meeting;
  - (f) The Committee may co-opt further members to the Committee (notwithstanding that they may not be eligible for election by reason of Rule 10 (a)) for such periods as the Committee may determine, but not beyond the date of the next Annual General Meeting;
  - (g) The Committee shall have the power to appoint one or more sub-Committees to deal with any aspect of the Club's activities for such periods and with such remits as the Committee shall determine;
  - (h) The Committee shall have the power to delegate any duties allocated by these Rules to the Honorary Secretary to one or more other members of the Committee, for such periods as the Committee may determine;
  - (i) The Committee shall have power by resolution to alter the Rules, to take effect immediately. The Committee shall include in the notice of the next Annual General Meeting a resolution for confirmation that the alteration shall continue to apply;
  - (j) Rules 8 (c) and 10 (c), relating respectively to proposing at an Annual General Meeting a member for election in place of a retiring Flag Officer and of a candidate for election to the Committee, shall not apply to any such proposal made by the Committee;
  - (k) Rule 13 (b) shall not apply to any resolution which the Committee proposes for consideration at an Annual General Meeting and to any other business which the Committee requests to have discussed at the meeting;
  - (l) Rules 24 (a) (iii) – (v), relating to downloading from the Club's website a list of members and the use of members' personal data, shall not apply to any member of the Committee when engaged in the management of the Club's affairs.

#### **11. Vacation of office or function**

The office of an Officer or Trustee and membership of the Committee shall be vacated if the office holder or Committee member:

- (a) becomes the subject of a Receiving Order in Bankruptcy or makes any arrangement or composition with his or her creditors;
- (b) becomes of unsound mind;
- (c) ceases to be a member of the Club;
- (d) resigns from the office or from membership of the Committee by a notice in writing to the Honorary Secretary; or
- (e) is removed from office or from membership of the Committee by a resolution passed at a General Meeting (in the case of a Flag Officer) or by the Committee (in the case of a Trustee or Committee member).

#### **12. Proceedings of the Committee**

- (a) The Committee shall meet as often as may be necessary for the proper management of the Club. If all the Committee members participating in a meeting are not in the same



place, they may decide that the meeting is to be treated as taking place notwithstanding that fact, provided that each participant can communicate to all the other participants at the relevant time all information or opinions he or she has on each item of the business of the meeting;

- (b) Meetings of the Committee shall be summoned by the Honorary Secretary or a Flag Officer or at least two members of the Committee and at least three clear days written notice of the meeting shall be given to all Committee members together with a written agenda in respect of the meeting. Electronic communication is classed as written notification;
- (c) A quorum for a Committee meeting shall consist of five members.

### **13. General Meetings**

- (a) An Annual General Meeting shall be held in February in each year at such date, time and place as the Committee shall have decided and promulgated in the Club's Programme for the preceding year. The business at such meetings shall be
  - (i) Receiving the report for the past year of the Commodore;
  - (ii) Receiving the report of the Honorary Treasurer on the Club's last financial year and voting on a resolution approving the Accounts in respect of such year;
  - (iii) Appointment of the Examiner to serve for the ensuing year;
  - (iv) Receiving the report for the last year of the Membership Secretary;
  - (v) Election of the Flag Officers for the ensuing year;
  - (vi) Election of the Committee for the ensuing year;
  - (vii) Resolving to confirm any amendments to the rates of subscription or admission fees made by the Committee under Rule 6 (b);
  - (viii) Resolving to confirm any alteration of the Rules made by the Committee under Rule 10 (i);
  - (ix) Voting on any other resolution of which notice has been given in accordance with these Rules; and
  - (x) Discussion of any other business in accordance with Rule 14 (d);
- (b) Any member wishing to propose a resolution at the next Annual General Meeting shall give the Honorary Secretary notice in writing of the precise wording of the resolution to be proposed, together with a brief explanatory note as to the reason for the proposal, not later than 30th November in each year. Any member requesting to have discussed at the meeting any other business shall give to the Honorary Secretary written notice not later than sixty (60) days prior to the Annual General Meeting, together with a brief explanatory note as to why that business should be discussed;
- (c) At least twenty-one (21) days before the date of the next Annual General Meeting the Honorary Secretary shall send to every member of the Club notice of the date, time, place and agenda in respect of the next Annual General Meeting and shall include in the notice as business for the Annual General Meeting

- (i) any resolution proposed by a member under Rule 13 (b);
- (ii) any resolution proposed by the Committee whether under Rule 6 (b), Rule 10 (i) or otherwise;
- (iii) any proposals for the election of Flag Officers or Committee members submitted in accordance with Rules 8 (c) or 10 (c) respectively; and
- (iv) any other business of which notice has been received under Rule 13 (b);

The Honorary Secretary shall send with the notice all resumes and explanatory notes received in accordance with these Rules in support of any particular resolution, proposal or request for discussion of any other business at the Annual General Meeting;

- (d) Extraordinary General Meetings shall be summoned by the Honorary Secretary on the written instructions from a Flag Officer or on a written requisition signed by no fewer than twenty-five (25) members. The instructions or requisition shall
  - (i) state the object of the required meeting;
  - (ii) in the case of a requisition, confirm that prior to the submission of the requisition the Club's Grievance and Urgent Action Request Procedures have been exhausted and explain why the outcome is not considered acceptable;
  - (iii) set out comprehensively the facts and contentions that will be submitted for consideration at the Extraordinary General Meeting;
  - (iv) contain in an appendix all documents that will be relied upon in support of those facts and contentions;
  - (v) include the full wording of at least one resolution to be proposed at the Extraordinary General Meeting; and
  - (vi) in the case of a requisition, shall identify one of the signatories to the requisition as the person whom the Honorary Secretary may contact on any matter relating to the meeting ("Contact Person");
- (e) A Flag Officer's written instructions to summon an Extraordinary General Meeting and a written requisition for an Extraordinary General Meeting shall be deemed duly issued by the Flag Officer or duly signed by a member if the Honorary Secretary receives an electronic attachment or scan of the written instructions or written requisition, as the case may, attached to an email from the Flag Officer's or member's email address as appearing in the then current Members' Directory on the Club's website and in which email the Flag Officer expressly refers to his instructions or the member expressly states his or her support for the requisition;
- (f) The business at an Extraordinary General Meeting may include any business that could be conducted at an Annual General Meeting and the Extraordinary General Meeting shall be held as soon as reasonably practicable on such date and at such time and place as shall have been decided by the Committee;
- (g) The Notice of Extraordinary General Meeting, which the Honorary Secretary shall send to every member at least twenty-one (21) days before the date of the Extraordinary

General Meeting, shall be accompanied by a copy of all the documentation received by the Honorary Secretary relating to the meeting;

- (h) After an Extraordinary General Meeting has been summoned, at any time prior to its being held the Honorary Secretary shall promptly send to every member of the Club notice of cancellation of the meeting upon receipt of written instructions for such cancellation from the Flag Officer who summoned the meeting or of a written request for such cancellation from the Contact Person.

#### **14. Procedure at General Meetings**

- (a) A quorum for a General Meeting (and for any continuation of a General Meeting following an adjournment) shall consist both of
  - (i) not fewer than ten members present in person; and
  - (ii) not less than fifty-one per cent (51%) of the members present being List 1 members;
- (b) Every member may vote at a General Meeting
  - (i) in person at the meeting; or
  - (ii) by participating in an online poll (“electronic vote” and “electronic voting”); or
  - (iii) by post, provided that the member does not have an email address registered in the Members’ Directory on the Club’s website;
- (c) No vote submitted in respect of any General Meeting, whether by post or electronically, shall be considered as valid unless it is cast in accordance with the instructions provided and the vote is received at the address designated for its receipt not less than forty-eight (48) hours before the commencement of the day notified for holding the meeting. The validity of any postal or electronic vote which has been duly cast and received and has not been validly revoked shall continue until the General Meeting is declared closed;
- (d) The fact that a member wishing to vote has not received a postal voting form or has been unable to submit his or her electronic vote shall not invalidate the vote on any resolution at a General Meeting;
- (e) A member may revoke a postal or electronic vote which he or she has submitted by delivering a designated notice of revocation to the designated address not less than forty-eight (48) hours before the day appointed for holding the relevant meeting. Any subsequent vote submitted by a member prior to the meeting shall only be included in a Voting Return if the previous vote has been duly revoked and the replacement vote has been submitted by post in accordance with Rule 14 (c);
- (f) The Committee shall set up a system for electronic voting in respect of each General Meeting and shall designate the Committee member or members deemed necessary to support the system’s operation. Access to the system to ascertain the votes cast by members electronically shall be restricted to access by the Returning Officer and the designated Committee Members only;
- (g) The Trustees shall appoint one of them to act as Returning Officer for all electronic and postal votes cast in respect of a General Meeting. The Returning Officer shall be

provided with full and unfettered access to all postal and electronic votes cast in respect of the meeting and shall be responsible for ruling upon the validity of each vote submitted. Not later than six hours before the commencement of the meeting, the Returning Officer shall provide in a written report to the Honorary Secretary (“Voting Return”) the results of all electronic and postal voting, giving in respect of each resolution the separate numbers of (i) votes cast for; (ii) votes cast against (iii) abstentions; and (iv) spoilt votes. The Returning Officer shall also disclose in the Voting Return a list of the names of all members whose votes (excluding spoilt votes and revoked votes) have been included. Each Voting Return shall be deemed definitive and final in all respects save for any manifest error. Immediately upon the closing of the General Meeting the Returning Officer shall destroy all postal votes submitted and shall oversee the permanent deletion of all electronic votes. When discharging all these duties the Returning Officer shall be entitled to consult with the other Trustees to such extent as he or she shall deem helpful;

- (h) The Returning Officer, the other Trustees, the Honorary Secretary and the designated Committee Members shall keep all information which they shall or may receive as to members’ postal and electronic voting in the strictest confidence except for all disclosures contained in a Voting Return;
- (i) The result of the voting on every resolution set out in the notice of a General Meeting shall be decided by a majority of the votes cast for or against the resolution (i) by members present in person; plus (ii) by members whose relevant postal or electronic votes have been included in the Voting Return;
- (j) Unless at the General Meeting a majority of the votes of members present in person and voting on a show of hands determine that voting on any one or more specified resolutions shall be conducted by a poll, all voting of those members shall be determined on a show of hands;
- (k) The chairman shall not put a resolution to a vote at a General Meeting if
  - (i) the resolution has been proposed by a member in accordance with Rule 13 (b) or Rule 13 (d) and the member who proposed the resolution is not present in person at the meeting or, being so present, has failed to make submissions at the meeting in support of the resolution; or
  - (ii) the General Meeting is an Extraordinary General Meeting which has been requisitioned in accordance with Rule 13 (d) but either
    - (1) fewer than eighteen (18) of the members who requisitioned the Extraordinary General Meeting (“the Requisitioners”) are present in person at the meeting; or
    - (2) no submissions are made by any of the Requisitioners at the meeting in support of the resolution;
- (l) The chairman may in his or her absolute discretion permit discussion of any other business at a General Meeting notwithstanding that notice has not been duly given, but neither views expressed nor any vote taken on such business shall be binding.

**15. Chairman**

At Committee and other meetings, the Chair shall be taken by the senior Flag Officer present or, if no Flag Officer is present, by any member chosen by the meeting.

**16. Honorary Secretary and Record Keeping**

- (a) The Honorary Secretary shall:
  - (i) maintain a record of the proceedings of all meetings;
  - (ii) provide members with access to the historical records of the Club including of Club meetings;
  - (iii) at all times keep
    - (1) a Register of Members and a Register of Members' yachts; and
    - (2) a register of the permits issued by the Club for members' yachts to wear the Blue Ensign;
- (b) The above requirements are subject to any delegations under Rule 10(h).

**17. Honorary Treasurer**

- (a) The Honorary Treasurer shall be responsible to the Committee for the Accounts of the Club and for the operation of bank or other accounts appropriate to the Club's needs, subject to the operation of the accounts and the signatories relating to them being authorised by the Committee;
- (b) The Committee shall determine the signing rules to be adopted for the withdrawal or transfer of funds from or between the Club's bank accounts. In the event that a single signature is authorised for unlimited amounts or in the case of the operation of any bank account by an authorised individual by means of online banking, the Committee shall give appropriate consideration to the implementation of risk reduction measures;
- (c) The Honorary Treasurer shall arrange for the Club Accounts for the financial year ending on the immediately preceding 31st October to be examined by the appointed Examiner before their submission to the next Annual General Meeting.

**18. Examiner**

An Examiner, not being a member of the Committee, shall be appointed by the Annual General Meeting to serve for the ensuing year for the purpose stated in Rule 17 (c). Failing this, or in the event of the position otherwise becoming vacant, the Committee shall appoint an Examiner as soon as practicable to serve until the next Annual General Meeting.

**19. Financial Year**

The Club's financial year shall end on 31st October in each year.

**20. Club Financial Assets and other Property**

- (a) The Club is a non-profit making organisation. Any and all income, profits, surpluses and cash realised from the disposal of Trustee Securities by the Trustees shall be used to maintain or improve the Club's facilities and in fulfilment of the Club's objects, and shall not be distributed except in the event that the Club is wound up. In that case, and after the satisfaction of all liabilities, the Committee shall, at its absolute discretion, distribute the assets and property of the Club, or the result of their realisation, to one or more such non-profit-making Naval, yachting, other seafaring or related charities or bodies as the Committee may decide;
- (b) No member shall, without the express authority of the Committee, take away from the Club or injure or destroy, upon any pretext whatsoever, any article which is the property of the Club or in the care, custody or control of the Club. All users of Club property or property in the care, custody or control of the Club are subject to any special rules applying thereto.

## **21. Members' Yachts**

- (a) Every yacht belonging to a member of the Club shall be registered in the Register of Members' Yachts. This Register is to state the name of the yacht, registry number (or other distinguishing number), name of owner(s), type or class, MMSI and sail number (if any). Members owning yachts shall be responsible for ensuring that the entries in the Register of Members' Yachts in respect of their yachts remain current, complete and accurate and that the details of a yacht in the Register are promptly deleted in the event of its subsequent disposal;
- (b) Members letting or lending their yacht to a non-member must ensure that no unauthorised use is made of the Club insignia;
- (c) Members letting or lending their yachts for which they hold Blue Ensign permits must ensure that no unauthorised use is made of those permits.

## **22. Club Insignia**

- (a) The Club insignia shall be manufactured in accordance with detailed specifications or patterns kept in the custody of the Committee;
- (b) The burgee shall be blue, traversed horizontally by a composite red and white wavy stripe biased to the lower half, and surmounted at the centre by a red Naval Crown askew;
- (c) Officers' flags:
  - (i) Admiral: A blue rectangular flag with the same device as the burgee;
  - (ii) Commodore: A blue rectangular flag with a swallow-tailed fly and with the same device as the burgee;
  - (iii) Vice-Commodore: As in (ii) above, with one white ball in the hoist;
  - (iv) Rear-Commodore: As in (ii) above, with two white balls in the hoist;
  - (v) Past-Commodore: A blue rectangular flag with the same device as the burgee, with three wavelets, red, white and red, below in the fly;
- (d) The cap badge shall be a fowl anchor surmounted by a Naval Crown, all over the initials R N V R Y C, effected and outlined in gold wire embroidery on an oval black cloth ground;

- (e) The privileged Ensign of the Club is the undefaced Blue Ensign, which shall only be worn by Club members on board the yacht at the relevant time, when in possession of a permit from the Club, in conjunction with the Club Burgee (flown at the next senior position) and in accordance with the regulations issued with the permit;
- (f) The Club tie design shall consist of red Naval Crowns, each surmounting three red wavelets, scattered on a blue field or, alternatively, of rows of similar Naval Crown devices and rows of Club burgee devices and composite red and white stripes all diagonally on a blue field;
- (g) The Club button shall be a moulded black button with, in relief, a Naval Crown surmounting two wavelets, all over the initials R N V R Y C.

### **23. Club Events**

- (a) It is a condition of participation in any event afloat, organised, wholly or in part, by or under the auspices of the Club, that participation is entirely at the risk of each participant;
- (b) Each participating yacht skipper must ensure that every person on board, or, in the case of a minor, a parent or guardian, has understood and agreed to the condition in paragraph (a) above before that person or the minor is permitted to join the boat to participate in such event;
- (c) By participating in any such event, skippers warrant that the requirement in paragraph (b) above has been complied with;
- (d) A member who brings a vulnerable person to a Club event is responsible for that person's wellbeing throughout the time that he or she is in the member's care in relation to the event. For the purpose of this Rule a vulnerable person is either a person under the age of 18 years or an "adult at risk" (referred to in The Safeguarding Vulnerable Groups Act 2006 as a "vulnerable adult" and who is a person aged 18 years or over).

### **24. Data and Data Protection**

- (a) Each member undertakes
  - (i) to ensure that his or her personal data held by the Club remains current, complete and accurate at all times;
  - (ii) to read and abide by the Club's Data Privacy Policy in its latest version, as published on the Club's website; and
  - (iii) not in whole or in part to download from the Club's website the list of members within the Member Directory, unless expressly permitted by the Committee; nor
  - (iv) to use any member's personal data, whether contained in the list of members in the Member Directory on the Club's website or in the Members' Handbook, except solely for his or her own personal use; and

- (v) not to use such data for the purpose of bulk mailing or bulk electronic mailing unless expressly permitted by the Committee or by the members whose personal data is to be used.

**25. Safeguarding**

Each member undertakes to read and abide by the Club's Safeguarding Policy in its latest version, as published on the Club's website.