

26 February 2015

LISBON INTERNATIONAL SAILING CLUB

General Regulations

The rules are divided into the following sections:

1. Names and Objects
2. Administrative Bodies
3. Membership
4. Administrative Board and Committee
5. Meetings of the Club
6. Dissolution of the Club
7. Rights and Privileges of Members



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SECTION 1 - NAME AND OBJECTS

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| Name | 1. | The name of the association shall be the 'Lisbon International Sailing Club' (hereinafter referred to in these regulations as the 'Club'). |
| Objects | 2. | The objects for which the Club is formed are as prescribed in the Statutes. |

SECTION 2 – ADMINISTRATIVE BODIES

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| Administrative bodies | 3. | The Administrative Bodies shall be as prescribed in the Statutes. |
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The Administrative Bodies of the Club are the General Assembly, the Administrative Board and the Financial Committee.

The Board of the General Assembly is composed of three members, one President and two Secretaries.

The Administrative Board is composed of three members, one Commodore and two Vice-Commodores.

The Financial Committee is composed of three members, one President and two Deputies.

The members of the Board of the General Assembly, the Administrative Board and the Financial Committee shall be elected at the General Assembly and shall hold office for two years. They shall be Full, Family or Associate members of the Club who have attained the age of eighteen years.

Candidates for election to the Administrative Bodies shall be those members whose names, with their consent, shall have been received by the President at least twenty one days before the date of the Annual General Assembly in each year. Such names shall be posted or delivered to all members of the Club and/or posted on the Club website at least fourteen days prior to the date of the Annual General Assembly.

If the number of candidates for election is greater than the number of vacancies to be filled then there shall be a ballot. In the event of the ballot failing to determine the result because of equality of votes, the candidate or candidates to be elected from those having an equal number of votes shall be determined by lot.

If the number of candidates for election is equal to or less than



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the number of vacancies to be filled then all candidates shall be deemed to be elected if the majority of those present at the Annual General Assembly, and entitled to vote, vote in favour of such election.

If, for any reason, a casual vacancy shall occur, the Board of the General Assembly may co-opt a Full, Family or Associate member to fill such a vacancy until the next following Annual General Assembly.

All members of the Administrative Bodies shall be eligible for re-election.

Duties of the Board of the General Assembly

4. The Board of the General Assembly shall manage the General Assembly meetings and draft the minutes, and in particular shall:
 - (a) Convene the meetings of the General Assembly;
 - (b) Prepare the agenda and distribute the necessary documentation for the General Assembly; and
 - (c) Liaise with the Administrative Board and the Financial Committee to monitor their activities and invite these Administrative Bodies to report to the General Assembly when needed or to respond to specific questions on the Club organization from Club members.

Duties of the Administrative Board

5. The Administrative Board shall lead and manage the social, administrative and financial affairs of the Club, and represent the Club in and out of Court, and in particular shall:-
 - (a) Keep a register of Club members' names and addresses;
 - (b) Conduct the correspondence of the Club;
 - (c) Keep custody of all Club documents;
 - (d) Keep full minutes of all meetings of the Administrative Board which shall be confirmed and signed by the appropriate Chairman upon the agreement of the Administrative Board at the next following meeting;
 - (e) Ensure that the Club's affairs are managed in accordance with current law.
 - (f) Maintain any such certificates or registrations, and complete any such non-financial returns, as may be required by law.
 - (g) Cause such books of account to be kept as are necessary to give a true and fair view of the state of finances of the Club.
 - (h) Cause all returns as may be required by law in relation to such accounts to be rendered at the due time.
 - (i) Prepare an Annual Report, Balance Sheet and Accounts, and cause the same to be sent to Members and/or exhibited on the Club website at least fourteen days before the date of the Annual General Assembly.
 - (j) Arrange and administer such insurance policy or policies as may



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be needed fully to protect the interests of the Club, its officials and its members.

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| Duties of the Financial Committee | 6. The Financial Committee shall oversee all administrative and financial acts of the Administrative Board, monitor the Reports, Balance Sheets and Accounts, and give recommendations on all acts that have the effect of increasing the expenses or decreasing the income of the Club. |
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SECTION 3 - MEMBERSHIP

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| Categories and Votes of Membership | 7. There shall be the following categories of membership with power to vote at all General Assemblies of the Club as indicated hereunder. The rights and privileges of each category of members are as defined in Section 7 or as amended by the latest edition of the byelaws of the Club. |
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A FULL MEMBER – being a person who, at the date of election, shall have attained the age of eighteen years shall have one vote.

A FAMILY MEMBER - which expression shall include one or two co-habiting adults and all children within their guardianship under eighteen years of age. The family unit shall have one vote, exercisable by either adult.

A JUNIOR MEMBER - being a person who, at the date of election, is under the age of eighteen shall have no vote. Such a member shall be one who at the commencement of the subscription year joins the Club other than as a family member.

AN ASSOCIATE MEMBER - who shall have no vote.

A TEMPORARY MEMBER – who shall have no vote.

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| Membership Entrance & Subscription Fee | 8. The rate of Entrance and Subscription fee for each category of Membership shall be proposed by the Administrative Board to the members at a General Assembly. Any proposed changes and their operative date shall be approved by a majority of those present and entitled to vote.
<ul style="list-style-type: none">(a) Membership of the Club shall be open to anyone interested in the sport of sailing on application regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs. Membership may however be limited according to available facilities on a non-discriminatory basis.(b) Membership subscriptions will be kept at levels that will not pose a significant obstacle to people participating. |
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- (c) The Administrative Board may refuse membership or, subject to Rule 18, remove it, only for good cause such as conduct or character likely to bring the Club or sport into disrepute. Appeal against refusal of membership may be made to a General Assembly.
9. All members shall pay the Entrance fee (if any) and their first annual Subscription upon election to the Club and thereafter on the anniversary of joining.
- Members' duty to provide an up to date address 10. Every member shall furnish the Administrative Board with an up-to-date address and e-mail address which shall be recorded in the Register of Members and any notice sent to such address or e-mail address shall be deemed to have been duly delivered.
- Application for membership 11. An application for membership shall include the name, address, and occupation of the candidate.
- Election of Members 12. The election of all classes of members is vested in the Administrative Board and shall be a simple majority vote of those of the Administrative Board.
- The Administrative Board may refuse applications only for good cause such as conduct or character likely to bring the Club into disrepute. Appeal against refusal to elect may be made to the members in a General Assembly.
- The Administrative Board shall inform each candidate of the candidate's election or non-election, and shall furnish an elected candidate with a copy of the Regulations and Byelaws of the Club and request such payments as are necessary.
- Payment of Fees upon Election 13. Upon election, a candidate shall pay, within one calendar month, such Entrance and other fees as shall be requested. In default of such payment, the election shall be void unless sufficient cause for delay is shown.
- One year's temporary absence of member 14. A member who, for any reason, anticipates inability to use the Club or its facilities for a year or more shall be excused payment of the annual subscription and other annual fees provided that notice in writing is given to the Administrative Board within one month of the subscription falling due.
- Retirement of a member 15. A member desirous of retiring from membership shall give notice in writing to the Administrative Board. Upon re-application by a past member the Administrative Board may, at its discretion, excuse payment of an Entrance Fee. A member who retires in

accordance with this clause shall not be entitled to have any part of the annual membership fee or any other fees refunded.

Arrears of Subscription 16. The Administrative Board may cancel, without notice being given, the membership of any member whose annual Subscription and other annual fees are more than two months in arrears provided that the Administrative Board may, at its discretion, re-instate such member upon payment of arrears. No member whose annual payment is in arrears may enter any Club event or regatta or vote at any General Assembly.

Undertaking by members to comply with rules 17. Every member, upon election and thereafter, is deemed to have notice of, and undertakes to comply with, the Statutes, the Club Regulations and the current Byelaws of the Club. Any refusal or neglect to do so, or any conduct which, in the opinion of the Administrative Board, is either unworthy of a member or otherwise injurious to the interests of the Club, shall render a member liable to disciplinary action by the Administrative Board, which may include expulsion or non-renewal of membership.

Disciplinary action against members 18. PROVIDED THAT, before taking any such disciplinary action, the Administrative Board shall call upon such member for a written explanation of the member's conduct and shall give the member full opportunity of making explanation to the Administrative Board, or of resigning.

A Resolution to apply any sanction shall be carried by a simple majority vote by the Administrative Board.

The Administrative Board (or any person to whom the Administrative Board shall delegate this power) may temporarily suspend or exclude a member from particular training sessions, racing and/or wider Club activities, when in their opinion such action is in the interests of the Club.

Appeal against expulsion or non-renewal of membership may be made to the members in a General Assembly.

Upon expulsion the former member shall not be entitled to have any part of the annual Subscription refunded and must return any Club or external body's trophy or trophies held forthwith.

Damage to Club property 19. A member shall not knowingly remove, injure, destroy or damage any property of the Club and shall make restitution for the same if called upon to do so by the Administrative Board or by the President of the General Assembly upon the instructions of the Administrative Board.



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| Complaints | 20. | Complaints of any nature relating to the management of the Club shall be addressed in writing to the Administrative Board. |
| Members of other Clubs | 21. | <p>A member of a Club having a reciprocal membership agreement as decided by the Administrative Board may use the facilities of the Club subject to any conditions decided by the Administrative Board.</p> <p>The Commodore or any other person, who has received the authority of two members of the Administrative Board, may expel, temporarily or permanently, any person who has the right to the use of the Club facilities only under this Regulation.</p> |
| Limitation of Club liability | 22. | <p>All references to the Club in this Rule shall mean each and every individual member of the Club from time to time.</p> <p>Members of the Club may use the facilities of the Club entirely at their own risk and impliedly accept:-</p> <p>(a) The Club will not accept any liability for any damage to or loss of property belonging to members.</p> <p>(b) The Club will not accept any liability of personal injury arising out of the use of the facilities of the Club either sustained by members or caused by the said members whether or not such damage or injury could have been attributed to or was occasioned by the neglect, default or negligence of any of them, the members of the Administrative Bodies, Trustees or Servants of the Club.</p> |
| Data Protection | 23. | Membership of the Club and acceptance of these rules by the member will be deemed to constitute consent to the holding of relevant personal data for the purposes of relevant Data Protection legislation. |
| SECTION 4 - ADMINISTRATIVE BOARD and COMMITTEE | | |
| Constitution of the Administrative Committee | 24. | The Administrative Committee shall consist of the Administrative Board and Supporting Members. The Supporting Members shall be elected at an Annual General Assembly to hold office until the termination of the next following Annual General Assembly. Members of the Board of the General Assembly and the Financial Committee may attend as observers at meetings of the Administrative Committee. |
| Candidates for election as Supporting Members | 25. | Candidates for election to the Administrative Committee as Supporting Members shall be those Full, Family or Associate |



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members who have attained the age of eighteen years, and whose names, with their consent, shall have been received by the President at least twenty one days before the date of the Annual General Assembly in each year. Such names shall be posted or delivered to all members of the Club and/or posted on the Club website at least fourteen days prior to the date of the Annual General Assembly.

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| Election of Supporting Members | 26. | The Supporting Members may be elected <i>en bloc</i> or by individual ballot. |
| | 27. | All candidates shall be deemed to be elected <i>en bloc</i> if the majority of those present at the Annual General Assembly, and entitled to vote, vote in favour of such election. |
| | 28. | In the event of the Assembly failing to elect the Supporting Members of the Administrative Committee <i>en bloc</i> , the candidates to be elected shall be determined by lot. |
| | 29. | The Administrative Committee may co-opt a Full, Family or Associate member as a Supporting Member until the next following Annual General Assembly. |
| Retiring Commodore ex officio | 30. | A retiring Commodore shall serve as an ex officio member of the Administrative Committee in the year immediately following his retirement. |
| Administrative Committee Meetings | 31. | The Administrative Committee shall meet at least every two months making such arrangements as to the conduct, place of assembly and holding of such meetings as it may wish. The Commodore or in his/her absence another member of the Administrative Board shall preside. |
| Quorum | 32. | Five members, including two members of the Administrative Board, personally present shall form a quorum at a meeting of the Committee. |
| Management of Club by Administrative Board | 33. | The Administrative Board shall manage the affairs of the Club according to the Regulations and shall cause the funds of the Club to be applied solely to the objects of the Club or for a benevolent or charitable purpose nominated by a General Assembly. |

In particular the Administrative Board shall ensure that the property and funds of the Club will not be used for the direct or indirect private benefit of members other than as reasonably allowed by the rules and that all surplus income or profits are re-invested in the Club.



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| Powers to make Byelaws | 34. The Administrative Board shall make such Byelaws as it shall from time to time think fit and shall cause the same to be sent or delivered to Members and/or exhibited on the Club website for fourteen days before the date of implementation. Such Byelaws shall remain in force until set aside by a vote of a General Assembly of the Club. |
| Disclosure of interest to third parties | 35. A member of the Administrative Board, or any person or sub-Administrative Board delegated by the Administrative Board, in transacting business for the Club, shall disclose to third parties that he/she is so acting. |
| Limitation of Administrative Board's authority | 36. The Administrative Board, or any person or sub-Administrative Board delegated by the Administrative Board to act as agent for the Club or its members, shall enter into contracts only as far as expressly authorised, or authorised by implication, by the members. |
| Loans | 37. No one shall, without the express authority of the membership in a General Assembly, borrow money or incur debts on behalf of the Club or its membership. |
| Members' indemnification of Administrative Board | 38. In pursuance of the authority vested in the Administrative Board by members of the Club, members of the Administrative Board are entitled to be indemnified by the members of the Club against any liabilities properly incurred by them or any one of them on behalf of the Club wherever the contract is of a duly authorised nature or could be assumed to be of a duly authorised nature and entered into on behalf of the Club.

The limit of any individual member's indemnity in this respect shall be a sum equal to one year's subscription at the then current rate of that category of membership unless the Administrative Board has been authorised to exceed such limit by a General Assembly of the Club. |
| Contractual Liability | 39. The Administrative Board shall endeavour to ensure that the following clause is incorporated in every contract, lease, licence or other agreement entered into by the Administrative Board.

<i>"The liability of the Administrative board for the performance of any contractual or other obligation undertaken by them on behalf of the Club shall be limited to the assets of the Club."</i> |

SECTION 5 - ASSEMBLIES OF THE CLUB

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| Annual General Assembly | 40. | An Annual General Assembly of the Club shall be held each year in January or February, on a date to be fixed by the President and notified by post or email to each member, or posted on the Club website at least twenty eight days in advance. The Secretary shall, at least fourteen days before the date of such assembly, post or deliver to each member, or post on the Club website, notice of the business to be brought forward thereat. |
| Business at Annual General Assembly | 41. | No business, except the election of the Administrative Bodies of the Club and the Supporting Members of the Administrative Committee, the approval of the Balance Sheet and Accounts, and any business that the Administrative Board may order to be included, shall be discussed at such assembly unless notice thereof be given in writing by a voting member, to the Secretary, at least twenty one days before the date of the Annual General Assembly. |
| Special General Assembly | 42. | The President may at any time, upon giving twenty one days' notice, call a Special General Assembly of the Club for any special business, the nature of which shall be stated in the summons convening the assembly, and the discussion at such assembly shall be confined to the business stated in the notice sent or delivered to members or posted on the Club website. |
| Special General Assembly upon request of members | 43. | The President shall call a Special General Assembly upon a written request addressed to the Secretary by at least 8 members. The Secretary shall give twenty one days' notice of any such Special General Assembly. The discussion at such assembly shall be confined to the business stated in the notice given to members or posted on the Club website. |
| Chairman at Assemblies | 44. | At every assembly of the Club the President of the Assembly, as designated in the Statutes, or in his/her absence, a Chairman elected by those present, shall preside. |
| Quorum at Assemblies | 45. | Ten members entitled to vote and personally present shall form a quorum at any Assembly of the Club. |
| Entitlement to vote at Assemblies | 46. | Only Full and Family members shall vote at any assembly of the Club. Other members may attend but are not entitled to vote. |
| Voting at Assemblies | 47. | Voting, except upon the election of members of the Administrative Bodies or Supporting Members of the Administrative Committee, shall be by show of hands. |



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Equality of Votes 48. In the case of an equality of votes the President shall have a second or casting vote, on any matter other than the election of members of the Administrative Bodies or Supporting Members of the Administrative Committee.

Voting on Rule Change 49. On any resolution properly put to a meeting of the Club relating to the creation, repeal or amendment of any Rule, Byelaw or Regulation of the Club such Rule, Byelaw or Regulation shall not be created, repealed or amended except by a majority vote of at least two-thirds of those present and entitled to vote.

SECTION 6 - DISSOLUTION OF THE CLUB

Dissolution of the Club 50. If, upon the winding up or dissolution of the Club, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed amongst the members of the Club. The Administrative Board shall dispose of the net assets remaining to one or more of the following:

- The Mission to Seafarers

SECTION 7 – RIGHTS AND PRIVILEGES OF MEMBERS AND GUESTS

Rights and privileges of members 51. The present rights and privileges of each category of membership shall be as follows:-

A **FULL MEMBER** shall have the full use of all the Club facilities.

A **FAMILY MEMBER**, his/her co-habitee (if any) and all the children within their guardianship under the age of eighteen shall have the full use of all the Club facilities.

A **JUNIOR MEMBER** shall have the full use of all the Club facilities.

An **ASSOCIATE MEMBER** shall have the full use of the Club facilities excluding sailing activities.

A **TEMPORARY MEMBER** shall have the full use of the Club facilities.

A **GUEST** of a Full or Family Member may have the use of the Club facilities subject to conditions established by the Administrative Board.

Acknowledgement 52. The Members acknowledge that these Rules constitute a legally binding contract to regulate the relationship of the members with each other and the Club.

