

Constitution of the Lymington River Scow Class Association

September 2021

- 1) **Title.** The full title of the Association shall be the Lymington River Scow Class Association.
- 2) **Objectives.** The objectives of the Association are to promote and further the interests of the Lymington River Scow Class nationally and to represent the interests of owners of Lymington River Scows. To achieve these objectives, the Association shall:
 - a) Secure the one-design nature of the class and appoint authorised hull and sail manufacturers.
 - b) Keep members informed of developments concerning the class, any proposals concerning class rules, and matters of general interest.
 - c) Invite selected yacht and sailing clubs to organise an Annual Championship and co-ordinate the programme for other events of the class
 - d) Encourage interested people to join the class as boat owners, crew or supporters.
 - e) Keep a register of members of the Association and, where applicable, their boats which will be published in the Class Year Book.
 - f) Act as the Class Authority and Class Rules Authority.

3) Terms

Throughout this constitution, the following terms will be used:

- a) 'The Association' shall mean the Lymington River Scow Class Association.
- b) 'The Committee' shall mean the Committee of the Association, consisting of duly elected or co-opted officers and committee members.
- c) 'The Constitution' shall mean the rules governing the conduct of the Association.
- d) 'The Honorary President' shall mean the duly elected Honorary President of the Association.
- e) 'The Chairman' shall mean the duly elected Honorary Chairman of the Association.
- f) 'The Secretary' shall mean the duly elected Honorary Secretary of the Association or, in the case of an interregnum, the Honorary Secretary duly co-opted by the Class Association Committee until the next Annual General Meeting.
- g) The Treasurer shall mean the duly elected Honorary Treasurer of the Association or, in the case of an interregnum, the Honorary Treasurer duly

co-opted by the Class Association Committee until the next Annual General Meeting.

- h) The Class Measurer of the Association shall mean the duly appointed official Class Measurer.
- i) The Independent Examiner of Accounts shall mean the Examiner duly elected at the Annual General Meeting each year or, in the case of an interregnum, the Examiner duly co-opted by the Class Association Committee until the next Annual General Meeting.,
- j) The Association Register shall mean the register of owners of Lymington River Scows who are full members of the Association. The register will record their names, addresses and the registered number and names of their boats. Honorary and associate members names and addresses will also be recorded and, with the register of full members and their boats ,be published in the Association's Year Book.
- k) 'The Class' shall mean the Lymington River Scow Class of sailing dinghies originally produced by John Claridge Composites Ltd and made from tooling and templates which conform to the class rules
- l) 'The Class Rules' shall mean the class rules as defined by the current version of the Equipment Rules of Sailing (ERS)
- m) 'The Registered Number' shall mean the hull number allocated to the boat on completion, These numbers will be allocated in sequential order as new boats are built.
- n) 'The Certificate' shall mean the certificate as defined by the current version of the Equipment Rules of Sailing (ERS).
- o) 'Valid Certificate' shall mean a certificate in which:
 - i) The particulars of ownership are up to date.
 - ii) Any endorsement required by the class rules in respect of boats built before September 1998 has been duly entered. .
 - iii) The successful completion of an annual buoyancy test has been entered.
 - iv) The weight of correctors is recorded.
- p) 'Owner' and 'Joint Owner' shall mean any person, persons, corporation or association entered on the Certificate as the owner or joint owner of a Lymington River Scow.

4) Membership and Voting Rights

- a) The following classes of membership shall be recognised:
 - i) Full Membership
 - ii) Associate Membership
 - iii) Honorary Membership
- b) Full Membership shall, upon payment of the prescribed annual subscription, be open to the owner of a certificated Lymington River Scow. .In the case of joint ownership, the full member will be the person nominated by

the joint owners. If the Lymington River Scow is owned by a corporation or association, the Full Member shall be the person nominated as such by the corporation or association. Full Membership shall terminate once that member ceases to own a Lymington River Scow. Full members will be entitled to attend, speak and vote at general meetings of the Association.

c) Associate Membership shall, upon payment of the prescribed annual subscription, be open to any joint owner of a certificated Lymington River Scow or to all individuals and associations interested in the Lymington River Scow Class. Associate Members shall be entitled to attend and speak at general meetings of the Association but shall have no vote.

d) Honorary Membership shall be open to any person having an interest in the Association who is proposed by a full member, seconded by a member of the Committee and elected at a general meeting. Honorary Members shall be entitled to attend and speak at general meetings of the Association but shall have no vote.

e) Members shall be bound by the Association's Constitution.

5) Management

a) The affairs of the Association shall be managed by the Committee

b) The composition of the Committee shall be:

i) **Officers:** Chairman, Vice-Chairman, Honorary Secretary and Honorary Treasurer. All officers shall be Full or Associate Members of the Association.

ii) **Committee Members:** In addition to the officers, no more than six members who are Full or Associate Members of the Association may be elected to the committee. Please see the class website for a list of officers and committee members.

c) Officers and Committee Members shall be elected at an Annual General Meeting and shall hold office for a term of not more than three years, after which they shall retire. They will not be eligible for re-election to office or the Committee until an interval of 12 months has elapsed.. However, any retiring officer, apart from the current Chairman, may immediately stand for the post of Chairman and any retiring committee member may immediately stand for office.

d) Should the total number of Committee Members, including officers, be less than six, or should an officer's position become vacant, the Committee may co-opt a member, including immediately retired officers and committee members, to fill the vacancy until the next Annual General Meeting. Time spent as a co-opted officer or committee member shall not be included in the three year office period.

e) An Honorary President shall be elected at an Annual General Meeting and will serve for a term not exceeding 5 years. The role of President shall be to provide counsel to the Committee. Candidates, who will normally have served on the Committee, shall be proposed by the Committee or the

Honorary President. The Honorary President may attend and speak at committee meetings but shall not have a vote.

- f) A quorum for meetings of the Committee shall be two-thirds of the elected members, including officers.
- g) The Committee shall seek to arrange an annual Championships, inviting selected yacht or sailing clubs to organise and run these events and providing support as appropriate.. Such support shall include providing publicity material, trophies and prizes.
- h) At least one week's notice of the date, venue and agenda for any committee meeting shall be given in writing by the Secretary to all committee members. Written communication shall include e-mail in its definition.
- i) Acceptance of a certificate by an owner or joint owner of a Lymington River Scow shall immediately render such owner(s) subject to the jurisdiction of the Association and the Committee in any matter relating to the Class Rules.
- j) The Committee shall appoint a Class Measurer and may appoint additional measurers as required. All measurers shall serve for a maximum term of three years, after which they will be eligible for immediate re-appointment.
- k) Clubs will arrange with the Class Measurer dates, times and venues on which the annual buoyancy tests will be carried out. Owners may also make private arrangements to have their boats tested.. The Class Measurer may appoint additional buoyancy testers. Please see the class Yearbook and website for a list of Measurers and approved Buoyancy Testers.

6) Conduct of Meetings of the Association

- a) The Annual General Meeting (AGM) of the Association shall be held on a date and at a time to be determined by the Committee, in Lymington or any other place judged to be most convenient to the majority of members.
- b) If national or local government restrictions make it illegal or inadvisable to hold a physical General Meeting at the appropriate time, arrangements will be made to hold such meeting electronically, using a suitable platform.
- c) An Extraordinary General Meeting (EGM) shall be called by the Chairman upon receipt by the Secretary of a written request for such a meeting signed by not less than 15 full members of the Association.
- d) At least six weeks' written notice of any General Meeting shall be sent to members. The agenda and associated papers for a General Meeting shall be sent to members at least three weeks before the meeting. For the AGM, this shall include the minutes of the previous Annual General Meeting and those of any intervening Extraordinary General Meeting, the Annual Financial Statement and any supporting papers for agenda items. For an EGM, this shall include the motion or motions for discussion and any supporting papers.

- e) At any General Meeting, a quorum shall be 15 full members of the Association.
- f) At any general meeting, discussion and decision-making shall be limited to matters on the agenda. Members wishing to place items for debate must send the details to the Secretary at least four weeks prior to the date of the General Meeting, thereby allowing time for such items to be circulated to members before the meeting. Motions for debate must be proposed and seconded by full members.
- g) Voting at general meetings shall be by show of hands of full members, unless a ballot is requested by a minimum of six full members. Such requests must be sent to the Secretary at least one week before the meeting to allow time to arrange for ballot papers to be prepared. At any general meeting, the Chairman shall have the casting vote. Proxy voting forms must reach the Secretary at least 24 hours before the date of any general meeting. .
- h) At any general meeting, any motion to amend, or add to, the Class Rules or Constitution shall require a majority of two-thirds of those voting, including proxy votes but excluding abstentions.
- i) Contact by e-mail is a valid means of communicating with members, including the sending of all relevant papers relating to the Annual General Meeting or an Extraordinary General Meeting.

7) Subscriptions and Registration Fees

- a) Subscriptions for all classes of membership shall normally be paid annually. The rates applicable will be decided at the Annual General Meeting and shall become due on 1st March of the year following. A member joining the Association on or after 1st October shall not be liable to pay a subscription until the commencement of the subsequent financial year of the Association. All subscriptions shall be paid by standing order on 1st March.
- b) Any member whose subscription has not been paid within one month of the due date will be deemed to have resigned his or her membership of the Association. A member's name may be restored to the Register at the discretion of the Committee on full payment of any subscription due. Members not paying their subscription by the end of March will not appear in the Association's Year Book for that year.
- c) The Certification Fee shall be decided at the Annual General Meeting. This shall be paid when a Lymington River Scow is measured and a certificate issued.
- d) A replacement fee shall be decided at the Annual General Meeting. This is payable when a new certificate is issued in place of one which has been lost or damaged.
- e) The above subscription rates and fees will be published on the Association's website.

8) Accounts

- a) The Treasurer shall ensure that true accounts are kept, giving particulars of:
 - 1) All monies, assets and liabilities of the Association.
 - 2) All monies received and expended by the Association.
- b) The Committee shall ensure that an Annual Financial Statement, to include a balance sheet and an income and expenditure account, is prepared for, and presented at, every Annual General Meeting of the Association.

9) Duties

- a) The Honorary Secretary shall:
 - 1) Keep the Association Register.
 - 2) Send all relevant documents relating to committee and general meetings to those entitled to attend, using e-mail where possible.
 - 3) Co-ordinate the arrangements for committee and general meetings and organise the annual Class Dinner
 - 4) Keep custody of all Association documents.
 - 5) Keep minutes of all committee and general meetings of the Association; these to be approved by those present and signed by the Chairman.
 - 6) Deal with correspondence, including replying to e-mails (or requesting the appropriate officer so to do).
- b) The Honorary Treasurer shall:
 - 1) Cause such books of account to be kept as are necessary to give a true and fair view of the state of the finances of the Association.
 - 2) Cause all returns to be rendered in due time, as may be required by law.
 - 3) Make payments against invoices on behalf of the Association.
 - 4) Prepare an annual financial statement and cause such statement to be examined by the Independent Examiner of Accounts. This statement shall be sent to all full members of the Association with the notice of the Annual General Meeting. The statement is to be signed by the Chairman and Honorary Treasurer.
 - 5) Present the Annual Financial Statement at the Annual General Meeting for approval. The motion to approve the statement must be proposed and seconded by full members.
 - 6) Administer such insurance policies as may be needed fully to protect the interests of the Association, its officers and members.
- c) The Independent Examiner of Accounts shall
 - 1) Be appointed at the Annual General Meeting each year.
 - 2) Examine the accounts of the Association.
 - 3) Certify the accuracy of the Annual Financial Statement.

- 4) If unable or unwilling to act, inform the Committee who shall appoint a substitute to hold office until the next Annual General Meeting.

10) Protection of the 'One Design' Nature of the Class..

- a) No boat shall be entered on the Association's Register unless a certificate has been issued by the Association in respect of such boat, certifying that it complies with the Class Rules.
- b) The Association shall arrange for the inspection of the certificates of all Lymington River Scows competing in the Annual Championships and shall ensure that the Notice of Race states that certificates will be inspected. Such certificates must include an in- date record of a buoyancy test.
- c) The Association shall licence one sailmaker to produce a one design mainsail, jib and spinnaker from class approved templates. This licence may be rescinded at the completion of one year's notice on either side

11) Dissolution.

- a) The Association may be dissolved on a proposal by the Committee and passed by a majority of three quarters of those voting at a general meeting called for such purpose, including proxy votes but excluding abstentions.
- b) The assets at the conclusion of the dissolution process will be allocated by the Committee to a non profit making organisation that has similar objectives to those of the Association.