

NEW FOREST AND DISTRICT SAILABILITY

CONSTITUTION

1. NAME

The name of the Association is **NEW FOREST AND DISTRICT SAILABILITY**
("the Group")

2. ADMINISTRATION

Subject to the matters set out below the Group and its property shall be administered and managed in accordance with this constitution by the members of (the Management Committee) constituted by clause 6 of this Constitution.

3. OBJECTS

The relief of disabled persons through the provision of recreational sailing.

4. POWERS

In furtherance of the objects but not otherwise the Management Committee may exercise the following powers:-

- a. Power to raise funds and receive contributions provided that in raising funds the Management Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law.
- b. Power to buy, take on lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use.
- c. Power subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Group.
- d. Power to employ such staff (who shall not be members of the Management Committee) as are necessary for the pursuit of the objects and to make all reasonable and necessary provision for payments of pensions and superannuation for staff and their dependants.
- e. Power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purpose and to exchange information and advice with them.

I hereby certify this to be a true and complete
copy of the corresponding page of the original
ALISON GRANT MORRIS Solicitors Name
Alison Grant Morris Solicitors Signature
LETCHER & SON, 24 MARKET PLACE,
RINGWOOD, HAMPSHIRE BH24 1BS
Date...14/3/04

- f. Power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects.
- g. Powers to appoint and constitute such advisory committees as the Management Committee may think fit.
- h. Power to do all such other lawful things as are necessary for the achievement of the objects.

5. MEMBERSHIP

- a. Membership of the Group shall be open to:-
 - I. Any individual approved by the Management Committee who is interested in furthering the objects of the Group and who has joined one of the clubs within the Group.
 - II. Any person who is a full member of any Sailing Club that has taken affiliation membership with the group and has paid a nominal annual subscription laid down from time to time by the Management Committee.
 - III. Local voluntary or other non-profit distributing organisations, whether corporate or unincorporated, which are interested in furthering the objects or the Group and who have paid the annual subscriptions laid down from time to time by the Management Committee. Each affiliated Organisation shall appoint an individual to represent it and to vote on its behalf at meetings of the Group. And may appoint an alternative to replace its appointed representative at any meeting of the Group if the appointed representative is unable to attend.
- b. Every member shall have one vote.
- c. Each affiliated Sailing Club shall appoint an individual to represent it and to vote on its behalf at meetings of the Group. And may appoint an alternative to replace its appointed representative at any meeting of the Group if the appointed representative is unable to attend.
- d. Each member organisation shall notify the name of the representative appointed by it and of any alternative to the secretary. If the representative or alternative resigns from or otherwise leaves the member organisation, he or she shall forthwith cease to be the representative of the member organisation.
- e. The Management Committee may unanimously and for good reason terminate the membership of any individual or member organisation. Provided that the individual concerned or the appointed representative of the member organisation concerned (as the case may be) shall have the right to be heard by the Management Committee, accompanied by a friend, before a final decision made.

I hereby certify this to be a true and complete
 copy of the corresponding page of the original
 ALISON GRANT MORRIS Solicitors Name
 [Signature] Solicitors Signature
 LETCHER & SON, 24 MARKET PLACE,
 RINGWOOD, HAMPSHIRE BH24 1BS
 Date: 14/2/04

6. **MANAGEMENT COMMITTEE**

- a. The Management Committee shall consist of not less than three nor more than nine.
- b. At the first annual general meeting all the Management Committee shall retire from office and at every subsequent second annual general meeting one third of the Management Committee who are subject to retire on rotation or, the nearest to one third shall retire, from office, but they may be re-elected or re-appointed.
- c. Subject to the provisions of the act, the members of the Management Committee to retire by rotation shall be those who have been longest in office since their last appointment or reappointment, but as between persons who became or were last re-appointed members of the Management Committee on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot.
- d. If the group at the meeting at which a member of the Management Committee retires by rotation does not fill the vacancy the retiring member shall, if willing to act, be deemed to have been re-appointed unless at the meeting it is resolved not to fill the vacancy or unless a resolution for the re-appointment of the member of the Management Committee is put to the meeting and lost.
- e. The Management Committee may at its discretion co-opt not more than three additional members by reason of their particular skills and/or contributions such members to be co-opted for not less than 2 years initially but the Management Committee may extend the period of such co-option.
- f. The Management Committee shall from time to time elect from its members a Chairman, Vice Chairman, Treasurer, Secretary, Bosun and Sailing Captain. Such officers shall hold office and be re-elected subject to clause 6(b) above.
- g. The proceedings of the Management Committee shall not be invalidated by any vacancy amongst their number, or by any failure to appoint, or by any defect in the appointment or qualification of a member.
- h. No person shall be entitled to act as a member of the Management Committee, whether on a first or on any subsequent entry into office, until after signing in the minute book of the Management Committee a declaration of acceptance and willingness to act in the interests of the group.

7. **CESSATION OF MEMBERSHIP OF MANAGEMENT COMMITTEE**

A member of the Management Committee shall cease to hold office if he or she:-

- a. Comes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs.
- b. Is absent without permission of the Management Committee from all their meetings held within a period of six months, and the Management Committee resolve that his or her office be vacated.

I hereby certify this to be a true and complete
copy of the corresponding page of the original
ALISON GRANT MORRIS Solicitors Name
Alison Grant Morris Solicitors Signature
LETCHER & SON, 24 MARKET PLACE,
RINGWOOD, HAMPSHIRE BH24 1BS
Date 14.12.04

- c. Notifies to the Management Committee a wish to resign (but only if at least three members of the Management Committee will remain in office when the notice of resignation is to take effect).

8. MANAGEMENT COMMITTEE MEMBERS NOT TO BE PERSONALLY INTERESTED

- a. Subject to the provision of sub-clause (b) of this clause no member of the Management Committee shall acquire any interest in property belonging to the group (otherwise than as a trustee for the group) or receive remuneration or have interest (otherwise than as a member of the Management Committee) in any contract entered into by the Management Committee.
- b. Any member of the Management Committee for the time being who is a solicitor, accountant or other person engaged in a profession may charge and be paid all the usual professional charges for the business done by him or her or his or her firm when instructed by the other members of the Management Committee to act in a professional capacity on behalf of the group; provided that at no time shall a majority of the members of the Management Committee benefit under this provision and that a member of the Management Committee shall withdraw from any meetings at which his or her own instruction or remuneration, or that of his or her firm, is under discussion.

9. MEETINGS AND PROCEEDINGS OF THE MANAGEMENT COMMITTEE

- a. The Management Committee shall hold at least four meetings each year at such times and places as they may decide. A special meeting may be called at any time by the chairman or by any 2 members of the Management Committee upon not less than seven days notice being given to the other members of the Management Committee of the matters to be discussed but if the matters include an appointment of a co-opted member then not less than twenty-one days notice must be given.
- b. The chairman shall act as Chairman of meetings of the Management Committee. If the Chairman is absent from any meeting, the Vice-Chairman shall so act. In the absents of both the Management Committee shall choose one of their number to be chairman of the meeting before any other business is transacted.
- c. There shall be a quorum of at least three members of the Management Committee for the time being are present at a meeting.
- d. Every matter shall be determined by a majority of votes of the members of the Management Committee present and voting on the question but in case of equality of votes the chairman of the meeting shall have a second or casting vote.
- e. The Management Committee shall keep minutes at meetings of the Management Committee and any subcommittee and the minutes of any meeting of the Management Committee or any sub committee signed by the chairman thereof at a subsequent meeting shall be taken as conclusive evidence of transactions recorded thereon.

I hereby certify this to be a true and complete
copy of the corresponding page of the original
AWSON GRANT MORRIS Solicitors Name
.....
..... Solicitors Signature
LETCHER & SON, 24 MARKET PLACE,
RINGWOOD, HAMPSHIRE BH24 1BS
Date.....14/7/04

- f. The Management Committee may from time to time make or alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.
- g. The Management Committee may from time to time delegate any of its powers to one or more sub-committees, consisting of three or more of its members and may authorise any such sub-committee to co-opt additional members whether or not they shall be members of the Management Committee. One half or more of the members of any such sub-committee shall be members of the Management Committee, a member of which shall act as the chairman thereof and provided that all acts and proceedings of any such sub-committee are fully and promptly reported to the Management Committee.

10. ANNUAL GENERAL MEETING

- a. There shall be an Annual General Meeting of the group which at least once a year
- b. Every Annual General Meeting shall be called by the Management Committee. The Secretary shall give at least twenty one days notice of the Annual General Meeting to all the members of the Group, the accidental omission to give notice to any member shall not invalidate the proceedings thereat. All members of the Group shall be entitled to attend and vote thereat.
- c. The Chairman, or failing him Vice Chairman, shall preside over any Annual General Meeting. In their absence, or if the Management Committee shall not have appointed any person to either office before any business is transacted persons present shall appoint a Chairman of the meeting.
- d. The Management Committee shall present to each Annual General Meeting the report and accounts of the group for the preceding financial year.
- e. Nominations of the persons to be elected to the Management Committee in accordance with clause 6(b) hereof shall be made by members of the group in writing and must be in the hands of the secretary at least seven days before the Annual General Meeting. Should there be more nominations than are required to be filled, elections will be by ballot.

11. SPECIAL GENERAL MEETING

The Management Committee may call a Special General Meeting of the Group at any time. If at least ten members request such a meeting in writing stating the business to be considered the Secretary shall call such a meeting. At least fourteen days notice shall be given which shall state the business to be discussed.

I hereby certify this to be a true and complete
copy of the corresponding page of the original
AUSON GRANT MORRIS Solicitors Name
AUSON GRANT MORRIS Solicitors Signature
LETCHER & SON, 24 MARKET PLACE,
RINGWOOD, HAMPSHIRE BH24 1BS
Date...14.7.10

12. PATRON AND VICE PATRONS AND HONORARY PRESIDENT

The Management Committee shall have the power to appoint any person as the Patron or Honorary President, Vice Patrons of the Group.

13. RECEIPTS AND EXPENDITURE

- a. The funds of the Group, including all donations, contributions and bequests, shall be paid into an account operated by the Management Committee in the name of the Group at such bank as the Management Committee shall from time to time decide. The Management Committee shall prescribe the manner in which cheques drawn on such bank shall be signed.
- b. The capital and income in funds belonging to the group shall be applied at the discretion of the Management Committee in furthering the objects and within the terms of any gift made to it.

14. INVESTMENT POWERS

- a. The group shall retain any investment or property from time to time received or held by the group, or sell the same and invest any money forming any part of the funds of the group and not immediately required for its purpose.
- b. Any money required to be invested hereunder may be invested in the purchase or upon the security of such interests in land, policies of insurance or reinsurance, annuity contracts, stocks, debentures, debenture stocks or other investments whatever or wheresoever and authorised by law for the investment of trust moneys as the Management Committee shall in their absolute discretion think fit.
- c. The group may retain such cash balances and such balance upon deposit or current accounts with any bank, company, building or friendly society, local authority or other institutions as the Management Committee shall in their absolute discretion think fit.

15. ANNUAL REPORT AND ACCOUNTS

- a. The Management Committee shall make arrangements for:
 - I. The keeping of accounting records for the Group.
 - II. The preparation of annual statements of accounts for the Group
 - III. The auditing or independent examination of the statement of account of the Group

16. ALTERATIONS TO THE CONSTITUTION

- a. Subject to the following provisions of this clause the constitution may be altered, added to or rescinded by resolution of the Management Committee provided that:

I hereby certify this to be a true and complete copy of the corresponding page of the original

ALISON GRANT MORRIS Solicitors Name
ALISON GRANT MORRIS Solicitors Signature
LETCHER & SON, 24 MARKET PLACE,
RINGWOOD, HAMPSHIRE BH24 1BS
Date: 14.7.14

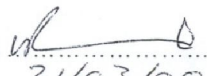
- I. No amendment may be made to clause 1 (the name of the Group clause).
- II. No amendment may be made to clause 3 (the objective clause).
- III. No amendment may be made to clause 8 (management Committee Members not to be personally interested clause).
- IV. No amendment may be made to clause 17 (the dissolution clause).


17. DISSOLUTION

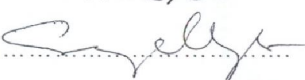
If the Management Committee decides that it is necessary or advisable to dissolve the Group it shall call a meeting of all members of the Group, of which not less than 21 days notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting, the Management Committee shall have power to realise any assets held by or on behalf of the group. Any assets remaining after the satisfaction of any proper debt and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the group as the members of the group may determine or failing that, shall be applied for some other charitable purpose.

18. Until the first Annual General Meeting takes place this constitution shall take effect as if references in it to the Management Committee were references to the persons whose signatures appear at the bottom of this document.

This constitution was adopted on the date mentioned above by the persons whose signatures appear at the bottom of this document.

Chair Person 
21/03/00

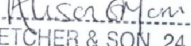
Secretary 

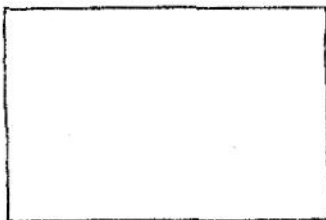
Treasurer 

Other Committee Members





I hereby certify this to be a true and complete copy of the corresponding page of the original
ALISON GRANT MORRIS Solicitors Name
 Solicitors Signature
LETCHER & SON, 24 MARKET PLACE,
RINGWOOD, HAMPSHIRE BH24 1BS
Date 14.7.01



Charity No. 1105212
www.newforesstsailability.co.uk

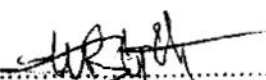
Trustees Resolution

Change to Clause 12 of the NFDS Constitution

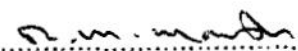
At the special committee meeting on 8 November 2011, it was agreed that Clause 12 the Constitution should be changed to read as follows:

Clause 12: Patron and Vice Patrons and Honorary President

- a The Management Committee shall have the power to appoint any person as the Patron or Honorary President, Vice Patrons of the Group.
- b The appointment may be for a period not exceeding 3 years but The Patron or Honorary President, Vice Patrons may be re-appointed.

Signed 
Honorary Chairman

Date 2/12/2011

Signed 
Honorary Secretary

Date 2.12.11