

## **TERMS OF REFERENCE FOR MEMBERS OF THE GENERAL COMMITTEE OF THE ROYAL SOLENT YACHT CLUB**

### **1. Committee Name**

The Royal Solent Yacht Club General Committee

### **2. Purpose**

To manage and to oversee the management of the Club in accordance with the Rules, Byelaws and Articles of Association. Under Rule 11.1 the affairs and conduct of the Club shall be vested exclusively in the General Committee.

Members of the General Committee are appointed as Company Directors of the Royal Solent Yacht Club Limited (a company limited by guarantee) and, as such, have due responsibility under the Companies Acts.

### **3. Specific tasks and activities undertaken by the General Committee**

The Rules set out the specific tasks and activities to be undertaken by the General Committee. These include:

3.1 Dealing with applications for membership and setting the annual membership fees and subscription rates

3.2 Participation in the appointment and approval of the following:

- Co-opted General Committee members (See Rule 10.5);
- The Secretary of the Club;
- Guardians;
- Members of subordinate committees and working groups as appropriate;
- Honorary and Life Members (Rule 20.6 and 20.8)

3.3 Discussion and approval of the following:

- The strategic plans for the Club;
- The making, altering and repealing of the Byelaws of the Club;
- The terms of reference for the main sub-committees and working groups;
- The recommendations of the sub-committees and working groups;
- Annual Budgets;
- Issuing guidelines to the Secretary regarding the day to day running of the Club.

3.4 Dealing with borrowing and investment for the Club in accordance with Rule 27 and Rule 28

### **4. Roles & Responsibilities of General Committee Members**

To represent the general interests of the membership and to do what can reasonably be done in the circumstances to ensure that the objectives of the Club are met namely:

- The encouragement and promotion of sailing, cruising and racing;
- The promotion of the Club's social activities;
- The maintenance and development of the Clubhouse and its infrastructure;

In addition, the General Committee members fulfil the various tasks and duties allocated to the General Committee under the Rules and in particular to:

- ensure that the Club maintains proper accounting records and that accounts are filed to the appropriate authorities;
- ensure the Club's assets and resources are managed with prudence;
- ensure that the Club meets its legal obligations;
- participate in discussions with fellow GC members and abide by the view of the majority;
- place their skills (insofar as reasonably practicable) at the disposal of the GC;
- handle the escalated complaints, removal and expulsions from membership that are referred by the Secretary.
- declare any outside interests which might, conceivably, be seen to conflict with the duties and responsibilities of an impartial Committee member;
- ensure they have the information they need to fulfil their obligations to the Club;

## 5. **Membership**

The General Committee shall comprise of Flag Officers, the Honorary Treasurer and not less than six nor more than nine elected members. Elected members serve a three-year term with an optional fourth year (See Rule 10.2). A member who has served four years is ineligible for re-election for 12 months.

Any member who misses 3 consecutive meetings without good reason is deemed to have resigned. If a vacancy occurs the Committee may co-opt a member until the next AGM when he or she may stand for election in the normal way.

The Commodore is the Chair of the Committee and the Vice Commodore is Vice Chair. In the event of a ballot of equal numbers, the Chair shall have the casting vote. The Chair may choose to hold a secret ballot if he or she feels that is appropriate.

Members of the General Committee are elected at the Annual General Meeting. A candidate for election must have been a club member for a minimum of two years as must his or her proposer and seconder.

## 6. **Meeting Arrangements**

The General Committee meets monthly at the Club premises, if possible, or by conference call if not. Additional meetings may be called in-between these times should the need arise.

Minutes are taken of every meeting by the Secretary and are circulated shortly afterwards to allow those who were present to indicate any errors or omissions. The minutes are then approved and signed at the beginning of the next monthly meeting and are then posted on the Club website under the "Committee" section.

Unless otherwise determined, eight shall be a quorum. (Rule 12.2)

## 7. **Reporting**

The General Committee reports to the membership at Annual General Meetings and Extraordinary General Meetings.

## 8. **Review of this TOR document**

This document should be reviewed every 5 years.

*Approved by the GC on 30<sup>th</sup> April 2021*