

**THE NAVIGATOR & VENTURER ASSOCIATION
CONSTITUTION & RULES**
As amended at the AGM on 25th March 2017

1. TITLE

The full title of the Association shall be “The Navigator and Venturer Association”, abbreviation “NAVA”.

2. OBJECTS

The objects of the Association shall be to promote and further the interests of owners of yachts built by Newbridge Boats/NB Yachts' (hereafter termed Newbridge), historically the Navigator and Venturer classes, and in particular -

- a. To provide a source of information for Members on technical and other matters principally concerning the two named classes and accumulate information on other Newbridge classes;
- b. To organise sailing and other social activities for Members;
- c. To publish a newsletter or e-news sheet to keep Members informed of the activities of the Association and provide a means of exchanging information and comments amongst Members;
- d. To maintain a website for general access with information on the Association, events and facility for Members to advertise boats.

The Association is a non-profit making organisation.

3. MEMBERSHIP

- 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 any owner or part owner of a Newbridge yacht, or to any former owner or part owner of a Newbridge yacht who has also been a Full Member of the Navigator and Venturer Association, or, in case of a Newbridge yacht owned by a corporation or association, to a nominated representative of that organisation.
- c. The spouse/partner/sailing partner of a Full Member shall also be treated as a Full Member. They shall be eligible to serve on the Committee, to vote and generally share in all the activities and benefits of the Association.
- d. Associate Membership shall, upon payment of the prescribed annual subscription, be open to any individual or any nominated representative of a club interested in Newbridge yachts.
- e. The spouse/partner/sailing partner of an Associate Member shall be treated as an Associate Member. All are eligible to share in the activities and benefits of the Association and to serve on the Committee and fill executive posts with the exception of the Officers appointments.
- f. Honorary Membership may be granted to any person connected with the Association who is proposed and seconded by members of the Committee and is elected by Members of the Association at a General Meeting as deserving of exceptional recognition of services to the Association; normally to expire after five years or if the connection ceases earlier.
- g. Members shall be bound by the Rules of the Association.

- h. Each Full Member shall be entitled to one vote on any motion at a General Meeting of the Association or in a postal , email or on-line ballot. Associate Members shall be entitled to attend and speak at any General Meeting of the Association and may vote on any matter except changes to the Constitution and Rules. Honorary Members who were Full Members, with their spouse/partner/sailing partner, may still vote on all matters as if they were Full Members.

4. MANAGEMENT

- a. The Officers of the Association shall comprise the:
COMMODORE, VICE COMMODORE (optional), SECRETARY and TREASURER
All these Officers must be Full Members or Honorary ex Full Members. The affairs of the Association shall be managed by a Committee consisting of the Officers of the Association plus not less than two other Members of any category.
- b. The Officers and Members of the Committee shall be elected or re-elected at the Annual General Meeting (AGM) of the Association, to hold office from the conclusion of that meeting's business until the conclusion of the following year's meeting's affairs.
- c. The Committee shall have the power to co-opt any person to assist it,- who is not a member of the Association, but such a persons will have no vote in Committee.
- d: An Officer of the Association shall normally serve for a term of three years. All officers shall endeavour to find a replacement for the position when he or she decides not to seek re-election.
- e. The Committee shall have the power to co-opt any Full or Associate Member of the Association, subject to the restriction of Rule 3e, to fill a vacancy arising on the Committee or a new post deemed necessary between AGMs – though they need not fill any such vacancy unless the total number of Committee Members has dropped below five. Members co-opted to fill vacancies on the Committee shall remain in office, with full voting rights, until the expiry of the term of office of the person whose position they have filled.
- f. At meetings of the Committee three Members shall form a Quorum.
- g. The work of the committee will normally be conducted through the Secretary by e-mail. Where a decision is required by a deadline, at least two weeks' notice must be given. Any discussion by telephone must be relayed to all Members of the Committee. Any Member not answering a motion communicated to him/her within three weeks of the date of sending shall be deemed to have agreed to such a motion.
- h. Members may fill more than one post but will only have a single vote at any committee meeting or general meeting.

5. POWERS OF THE COMMITTEE

- a. Subject to the provisions of these Rules, and in particular to the Objects of the Association as expressed in Rule 2, the Committee shall be empowered to perform all functions of management and administration.
- b. The making of payments by cheque or on-line payment. The withdrawal of funds from the bank or on-line account of the Association shall require the signatures or on-line authorisation of any two Officers of the Association.

6. GENERAL MEETINGS

- a. The AGM of the Association shall be held in March or April, at a place judged by the Committee to be most convenient for as many members as possible, the precise time and date to be at the Committee's discretion.
- b. A Special General Meeting shall be called by the Secretary upon receipt of a written or emailed request, submitted by not less than ten Full Members of the Association or 30% of the Association membership whichever is the fewer.

- c. At least three weeks' notice, by means of post or email, shall be given to Members of any General Meeting and such notice shall be accompanied by an agenda, details of any changes to the Constitution and Rules which are proposed and, in the case of the AGM, a copy of the Annual Financial Statement (not necessarily yet independently examined) and an invitation to submit to the Secretary nominations for Officers and Members of the Committee.
- d. Nominations for Officers and Members of the Committee (stating post, nominee and seconder) should ideally be notified to the Secretary in advance. Nominations shall not be put to the AGM unless the nominee has given his/her consent. In the event of insufficient nominations being received in advance, nominations may be taken from the floor of the AGM, but only if such Members are present at the Meeting and consent or have previously indicated their consent by email or other written format.
- e. At any General Meeting of the Association, eleven Members entitled to vote or 30% of the Association membership eligible to vote whichever is the fewer shall form a Quorum. Voting for election and motions shall be carried by a simple majority. Members unable to be present may nominate in writing to the Secretary a proxy vote to be made on their behalf. In the event of a tie at any meeting, the Commodore or his deputy shall have a second or casting vote.

7. JOINING FEE, SUBSCRIPTIONS AND PAYMENTS

- a. Annual subscriptions shall be payable by January 1st each year, or upon joining and on the yearly anniversary thereafter, as directed by the Committee, by cheque, cash, bank standing order, PayPal or on-line transfer. However, in exceptional circumstances the committee may defer the renewal of membership to any date between 1st January and end of April as they think appropriate with immediate effect for that year's membership only. Payment for goods may be made by any of these means.
- b. The subscriptions of New Members joining in the period September to December may be carried forward and applied to the following year.
- c. The subscription rates for both classes of membership shall be authorised at the preceding AGM. The committee shall communicate any change to the rate in a timely manner by means of the website, email, e-news or Newsletter.
- d. Any member whose subscription has not been paid within one month of the due date, having been reminded by the Membership Secretary, will have his /her name removed from the list of Members of the Association. A member's name may be restored to the Association Register at the discretion of the Committee, on payment of any subscription due.

8. ACCOUNTS

- a. The Committee shall ensure that true accounts are kept giving full particulars of:
 - i. All monies, assets and liabilities of the Association;
 - ii. All monies received and expended by the Association, and reasons for such receipts and expenditure; and
 - iii. All sales and purchases by the Association.

All income shall be used towards the purposes of the Association. Any surplus may be distributed only to a non-profit making organisation such as another sailing association or maritime charity or, on dissolution, to the Royal National Lifeboat Institution and/or the National Coastwatch Institution.

- b. The Association's accounts shall be examined annually for accuracy by an independent member of the Association.
- c. The Committee shall cause the Annual Financial Statement to be prepared and presented, duly examined as above, at every AGM of the Association.
- d. The Financial Year of the Association shall run from January 1st to December 31st.

9. ALTERATION OF THE RULES

- a. Any alteration of these Rules must be agreed in a General Meeting and shall require a two-thirds majority of Members present or represented by proxy entitled to vote. Normally any proposed alterations must be notified as in Rule 6c, namely, three weeks' notice must be given. Agreed amendments will be published in the AGM Minutes.

- b. Under exceptional circumstances where the continued existence of the Association is at risk, rule amendments may be tabled and proposed at a General Meeting and be voted on at that meeting without three weeks' notice being given to the general membership. Such amendments shall be restricted to changes that the meeting considers are essential for NAVA to continue to function.

10. ROYAL YACHTING ASSOCIATION

The Association may be affiliated to the Royal Yachting Association as long as it meets the criteria for such affiliation. Any decision to affiliate or to de-affiliate shall be agreed at a General Meeting.

11. LIABILITY

- a. Neither the Navigator and Venturer Association nor any of its Officers, Committee or other representatives shall be held liable for any damage, loss or injury arising from any advice or event or activity organised by or on behalf of the Association.

- b. Any boat attending is required to carry a minimum of £2 million third party liability insurance. The skipper is solely responsible for the safety of his/her boat and crew. Any decision to sail to, from or between venues, or to take part in any event organised by the Association or any of its members, is the sole responsibility of the skipper.

12. DATA PROTECTION

Membership of the Navigator and Venturer Association will be deemed to constitute acceptance of this Constitution and Rules, and to consent to the holding by Officers, Committee Members and Area Representatives of relevant data on computers and memory devices, and with its publication in the Members' annual Year Book (unless specifically requested to be omitted). This may also be available on the Members' section of the Association's website.