

# WILD WATER KAYAK CLUB

## CONSTITUTION

REVISION 9 - 2019

### TITLE

The name of the club shall be Wild Water Kayak Club (WWKC)

### 2. MAIN OBJECT

To foster an interest in and promote the sport of canoeing in all its aspects

### 3. MEMBERSHIP

- a) Membership of Wild Water Kayak Club shall be open to all persons subscribing to its aims and objectives, upon payment of the annual subscription. Subject to matters of personal safety and the risk of injury, no restriction shall be imposed on any person by virtue of gender, marital status, family status, age, race, religion, disability, sexual orientation or membership of the Traveller community. All applications for membership shall be subject to the approval of the Committee
- b) For the purpose of membership an adult is defined as, a person over the age of 18 years on the 1<sup>st</sup> March in the relevant club year. A child is defined as a person under the age of 18 on the 1<sup>st</sup> March in the relevant club year.
- c) Voting rights are limited to those over the age of 16 years on the 1<sup>st</sup> March in the relevant club year.

Memberships shall include the following:

### 3.1 FAMILY MEMBERSHIP

This class of membership shall be open to any family unit consisting of adult parents or carer(s), and children who would otherwise be eligible for junior or student membership. The purpose of family membership is to encourage adult parents and carers to become involved in the sport along with their children. The question as to whether any particular application is suitable for consideration as a family membership shall be reserved to the committee. Each family membership shall be entitled to one vote per adult carer and one vote per child (aged over 16 on 1st Mar in the relevant club year) as registered the time of approval by the committee

### 3.2 SENIORMEMBERSHIP

This class of membership shall be open to individual persons aged over 18 on March 1st in the relevant club year. Each senior member shall be entitled to one vote.

### 3.3 JUNIORMEMBERSHIP

This class of membership shall be open to individual persons aged under 18 on March 1st in the relevant club year. Each junior member (aged over 16 on 1st Mar in the relevant club year) shall be entitled to one vote.

### 3.4 STUDENT/UNEMPLOYED MEMBERSHIP

This class of membership shall be open to individual persons who produce a copy of their current full-time student card or proof of unemployment status with their application. Each Student/Unemployed member shall be entitled to one vote.

### 3.5 LIFE MEMBERSHIP

This class of membership shall be open to those members who have paid the appropriate sum as determined from time to time by the Committee. Each paid up life member shall be entitled to one vote.

### 3.6 HONORARY LIFE MEMBER

Persons who have rendered exceptional service to the club or sport of canoeing, e.g. through Olympic representation, or whose distinguished or influential position of public service would render their membership of special advantage to the club may be elected as Honorary Life members by the Annual General Meeting. Following election as an Honorary Life Member no membership fee of any kind shall be payable by the person concerned.

### 3.7 ASSOCIATE MEMBERSHIP

Shall be open to persons whose participation in the Club activities is sufficiently limited to warrant their admission as other than full Senior, Student or Junior members. Associate members do not have voting rights.

### 3.8 AFFILIATE MEMBERSHIP

Shall be open to persons who are members of affiliated clubs through an arrangement with WWKC and whom be given right of access to club facilities/meetings and who are granted certain restricted rights and privileges through such arrangements. An affiliate member shall not be allowed to vote at general meetings or committee meetings unless specifically agreed by the membership.

## 4. SUBSCRIPTION

The annual subscription payable by a member in each category shall be determined by the Annual General Meeting. Any member who fails to renew his / her subscription by the beginning of the relevant club year shall cease to be a member of the club until such time as the relevant subscription fee for the year in question is paid.

A central record of all expelled members past and future should be kept to ensure that all future committee and membership officers are fully aware of past history to ensure said members cannot re-join the club by any other avenue or at any other time in the future

#### Note

Above is in compliance with current data protection law - GDPR

First time members will pay a subscription fee that is reduced in proportion to the number of calendar quarters that have fully expired at the time of application, in the year of first subscription only, subject to the condition that voting rights are not granted until a full annual subscription has been paid.

## 5. CONDUCT

- a) Any member of the club whose conduct, either inside or outside the club, be considered to be detrimental to the interests of the club shall be subject to disciplinary procedures. The right to discipline any member of the club shall, in the first instance be reserved to the Committee which may decide, without refund of fees, to suspend or expel a member or take such lesser action as it deems necessary. Any decision to suspend or expel a person from membership of the club shall require the support of not less than two-thirds of the total membership of the committee.
- b) A member may be temporarily suspended for a period of not more than one month pending the convening of a disciplinary hearing of the committee. When the committee decides to suspend or expel a member that member shall have a right of appeal to a General Meeting. Voting at the General Meeting shall be by secret ballot and the decision of that meeting shall be final.
- c) That should any committee take the decision to expel a member from the club for any reason then the general membership should be made aware of this decision either by general notice at the time of expulsion or at a minimum the next annual AGM
- d) Except with the prior written permission of the committee i.e. only in exceptional circumstances, it will be considered a breach of discipline to entertain an expelled member in any club context, E.g. on site, use of equipment, function attendance, etc.
- e) WWKC agree to adopt the Irish Canoe Union Child Protection Policy. All members are deemed to have assented to abide by the Irish Canoe Union Code of Conduct for the Protection of Children and as such agree to adhere to the principles and responsibilities embodied in that Code.

## 6. THE COMMITTEE

The business and affairs of the Club shall be managed by the Committee in accordance with the following;

- a) The Executive Committee shall consist of: Chairperson, Secretary and Treasurer. The committee shall consist of the following voting members: all the Executive committee members, a Child Development and Protection Officer, and one member to represent each of the following six disciplines: Adventure Kayaking, Open Canoeing, Marathon, Polo, Slalom, Wild Water Racing.
- b) Other members may be elected to specific positions such as: Social Officer, Beginners Officer, Safety and Training Officer, Site Officer, Membership Officer, etc. as required. These may attend committee meetings and participate in the discussions of the meetings, but do not have a vote.
- c) The Executive Committee positions should be held by different persons, and where possible each office of the committee should be held by different persons.
- d) The Committee shall be elected by the members at their Annual General Meeting each year and shall be accountable to the members for their stewardship of the club.
- e) Meetings of the Committee shall take place as frequently as required and at least four times in any club year.
- f) The quorum for Committee meetings shall be a minimum of four including at least one of the Executive Committee.
- g) The Committee shall have the power to appoint and delegate its authority in part to sub-committees consisting of at least three members, at least one whom shall be a member of the committee.
- h) The Committee shall, subject to sufficient notice to the membership, have the power to close the Club premises or any part thereof, and in exceptional circumstances only, to deny members the use of the river adjoining the Club premises.
- i) The Committee shall have the power to make, alter, and amend bylaws, regulations and rules and these shall have effect until set aside by the next general meeting.
- j) In the event that the Annual General Meeting fails to elect the requisite number of officers or any member of the Committee resigns during his/her term of office, the Committee shall,

without reference to an AGM, have the power to co-opt the persons to fill the vacant posts until the next general meeting or for a period specified in the minute of appointment.

- k) All committee members shall be Garda Vetted by Canoeing Ireland (CI) or have applied for CI Garda Vetting before the first committee meeting.

Elected voting officers must complete Garda Vetting (GV) application by the first meeting and have successfully completed GV with 12 months of election, or, if previously required to have applied for GV, e.g. by prior election to the committee from AGM2017 on, then GV must have been successfully completed prior to nomination.

- l) That no person can hold the same position on the committee, be that officer or on the executive for any longer than 3 consecutive years. Once their 3-year term is complete they cannot be re-elected to the same position until a minimum 2 years has lapsed.
- m) That no person can serve on the committee for any period longer than 5 consecutive years but may serve in different positions on the committee during those 5 consecutive years.
- n) Voting officer nomination to include a Conflict of Interest statement, post AGM 2016. Details to include as a minimum: any commercial paddling/coaching/instructing, any other canoe/kayak club memberships, any pertinent relationship to any exiting/proposed committee members, etc.

## 7. MEETINGS

An Annual General Meeting (AGM) of the club shall, subject to the following provisions, be held – The AGM shall be held towards the end of each relevant club year and within that year.

- a) The AGM shall be held after 14 clear days notice to each member.
- b) All members shall be entitled to attend the AGM but only those members who have been accorded voting rights by virtue of their membership class shall be entitled to vote.
- c) The AGM shall receive reports and statements of account for the preceding year.
- d) The AGM shall set the membership and boat space fees.

- e) The AGM shall elect the committee for the ensuing year.
- f) The AGM may transact any other business that may arise.

An Extraordinary General Meeting (EGM) may be called by the Committee or by a requisition to the Secretary or Chairperson signed by at least twelve members stating the business to be brought forward. Within one month of receipt of such a requisition, the Committee shall call an EGM of the Club giving at least 14 days clear notice to each member.

- a) 30 Club members shall form a quorum.
- b) A quorate EGM shall have the power to make, alter and amend bylaws, regulations and rules, and these shall have effect until set aside by the next general meeting.
- c) A quorate EGM shall also have the power to censure or remove members of the committee and where appropriate to elect replacements.
- d) Any resolution to be passed by an EGM will require a two-thirds majority.

## 8. DISSOLUTION OF THE CLUB

The Club shall not be dissolved except at the request of an Extraordinary General Meeting. Any surplus assets or property of the club at the date of dissolution shall be liquidated and donated to a similar body that the EGM may decide. In case of non-agreement, the Irish Canoe Union should be asked to adjudicate.

## 9. AMENDMENTS

Subject to the proviso that no amendment shall be made which alters the aims and objectives of the club as set out in this constitution or which terminates the Club's affiliation to the Irish Canoe Union (ICU), except on dissolution of the latter body, the provisions of this constitution may not be amended except by a resolution at a General meeting with such resolution being acceptable to at least two thirds of the members present.

## 10. INTERPRETATION

Any doubt arising as to the application or meaning of any clause in this constitution shall remain until altered by a vote of a General meeting of the club, whose decision shall then be final and conclusive. If any case which, in the opinion of the Committee, is not provided for in this Constitution, it shall be determined by the Committee in such a manner as deemed expedient.

## 11.ADDENDUM

### 11.1 OFFICERS OF THE COMMITTEE

Regardless of their position on the committee, all Committee members are expected to act in the best interests of the club overall.

### 11.2 DUTIES OF THE OFFICERS

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#### 11.2.1 CHAIRPERSON

- a) The Chairperson shall preside at all committee meetings, AGMs and EGMs of the Club and be responsible for the efficient running of the meetings. In the absence of the Chairperson, nominations will be sought from those present at the meeting to preside over that particular meeting
- b) In the event of a tie in relation to any decision to be taken by way of a vote the Chairperson shall, where such a vote is tied, have the casting vote
- c) The Chairperson shall prepare a report for submission to the Annual General Meeting
- d) The Chairperson shall give directions to the Secretary, to convene all meetings of the Club

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#### 11.2.2 SECRETARY

- a) The Secretary shall, on instructions from the Chairperson convene all meetings of the club
- b) The Secretary shall be responsible for all correspondence on behalf of the club and for the maintenance of club records and archives
- c) The Secretary shall ensure that minutes are recorded and retained of the proceedings of all meetings of the club
- d) The Secretary shall prepare an annual report for submission to the AGM

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### 11.2.3 TREASURER

- a) The Treasurer shall maintain clear, detailed, and accurate records of all financial transactions of the Club
- b) The Treasurer shall obtain receipts for all expenditure incurred by the Club and maintain all records necessary to fully record the financial affairs of the Club
- c) The Treasurer shall present a summarised financial report to the Committee when requested
- d) The Treasurer shall prepare a detailed income and expenditure account, together with supporting documentation for presentation to the Annual General Meeting and shall respond to questions put in respect of the accounts presented

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### 11.2.4 DISCIPLINE REPRESENTATIVES

- a) (Slalom, Canoe Polo, Adventure Kayaking, Marathon, Wild Water Racing, Open Canoe)
- b) Each discipline representative is responsible for developing their aspect of the sport
- c) Each discipline representative should act as a liaison between the committee and the paddlers in that discipline and vice versa
- d) Each discipline representative will contribute to Committee debates taking into account the overall position of the club
- e) Each discipline representative shall, in the event of being allocated a budget by the Committee in respect of any particular task, account for all expenditure and income by way of the presentation of appropriate receipts and invoices

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### 11.2.5 CHILD DEVELOPMENT AND PROTECTION OFFICER (CDPO)

The CDPO shall be responsible for the development of children in the club and shall carry out the role of Club Child Protection Officer as spelled out in the Irish Canoe Union's Child Protection Policy.

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### 11.2.6 SAFETY AND TRAINING OFFICER

The Safety Officer shall be responsible for the running of all training courses. They shall ensure that the necessary courses are run to ensure the development of the club and its members. They will be responsible for the Safety of the members of the club and shall receive relevant reports on any issues that arise.

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### 11.2.7 MEMBERSHIP OFFICER

In conjunction with the Treasurer and other committee members, arrange for the current fee structure to be communicated to all current members and inform members how the membership fee due, is to be paid. The Membership Officer shall maintain a current register of membership indicating the numbers in each membership class.

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### 11.2.8 TRUSTEES AND PROPERTY OF WWKC

- a) The assets and property of WWKC shall be vested in at least two trustees, and held by them for the use and benefit of WWKC
- b) Trustee appointment
  - i. WWKC will maintain a panel of suitable replacement trustees containing up to four individuals. Individuals shall be proposed for election to the panel by a majority of members present and voting at a general meeting. The committee must review the fitness and probity of the individual before adding the individual to the panel.
  - ii. On a vacancy occurring, a new trustee shall be selected from the panel and appointed by the committee, having been elected to the panel in the same way. A vacancy can occur: on death or resignation or if removed by a resolution of a general meeting, of which entry in the minute book signed by the Chairperson shall be conclusive evidence.
- c) There shall be no acquisition or disposal of land or buildings without the prior approval of the Ordinary Members given by way of Resolution at an Annual General Meeting or General Meeting called for that purpose at which not less than a majority of those present and voting, pass such resolution
- d) The trustees shall be indemnified by the members of WWKC against all liabilities properly incurred by them in the performance of their duties as Trustees of the WWKC
- e) The committee shall have the power to borrow, for the purposes of the club, by way of overdraft, term loan, loan account or otherwise, from the club's bankers, with interest in the category of the accommodation granted, such amount of money either at one time or from time to time as it may deem proper, such borrowings to be effected in the name of the trustees and to give security for such borrowings and the interest thereon by the issue of bills of exchange, promissory notes or other obligations or securities of the club or by mortgage or charge upon all or any part of the club and thereupon the trustees shall at the direction of the committee make all such dispositions of the property of the club or any part thereof and enter into such agreements in relation thereto as the committee may deem proper for giving such security

### 11.3 INCOME & PROPERTY

The income and property of the association, shall be applied solely towards the promotion of its main object(s) as set forth in this Constitution. No portion of the association's income and property shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the association. No Officer shall be appointed to any office of the association paid by salary or fees, or receive any remuneration or other benefit in money or money's worth from the association. However, nothing shall prevent any payment in good faith by the association of:

- a) Reasonable and proper remuneration to any member of the association (not being an Officer) for any services rendered to the association
- b) Interest at a rate not exceeding 5% per annum on money lent by Officers or other members of the association to the association
- c) Reasonable and proper rent for premises demised and let by any member of the association (including any Officer) to the association
- d) Reasonable and proper out-of-pocket expenses incurred by any Officer in connection with their attendance to any matter affecting the association
- e) Fees, remuneration or other benefit in money or money's worth to any Company of which an Officer may be a member holding not more than one hundredth part of the issued capital of such Company

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#### 11.3.1 WINDING-UP

If upon the winding up or dissolution of the association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, it shall not be paid to or distributed among the members of the association.

Instead, such property shall be given or transferred to some other institution or institutions having main objects similar to the main objects of the association. The institution or institutions to which the property is to be given or transferred shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the association under or by virtue of Clause 12.3 hereof. Members of the association shall select the relevant institution or institutions at or before the time of dissolution, and if and so far as effect cannot be given to such provisions, then the property shall be given or transferred to some charitable object.

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#### 11.3.2 ADDITIONS, ALTERATIONS OR AMENDMENTS

No addition, alteration or amendment shall be made to or in the provisions of the "Main Object" clause or the "Income and Property", "Winding up", "Additions, alterations, and amendments", or "Keeping of Accounts" clauses of this Constitution for the time being in force unless the same shall have been previously approved in writing by the Revenue Commissioners

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#### 11.3.3 KEEPING OF ACCOUNTS

Annual accounts shall be kept and made available to the Revenue Commissioners on request.

## REVISION HISTORY

Revision	Date	Change
9 AGM 2019	February 2019	<p>Changed Section 6b "Committee": officers appointed, removed reference to DCU Liaison Officer.</p> <p>Changed Section 11.2.8b "Trustee Appointment" – completely replaced this paragraph</p>
8 AGM 2017	January 2018	<p>Added under "Committee": position held</p> <p>Added under "Committee": length of service of committee</p> <p>Revised under "Committee" Garda Vetting</p> <p>Added under "Committee" Garda Vetted completed by within 12 months of election</p> <p>Added under "Committee" "Voting officer nomination to include a Conflict of Interest statement</p> <p>Added under "Section 6 Conduct" 2nd paragraph added about breach of discipline / automatic suspension from the club</p> <p>Added under "Section 6 Conduct" paragraph added about decision to expel a member form the club for any reason then the general membership should be made aware</p> <p>Added under "Section Subscription" paragraph added that a central record of all expelled members past and future should be kept</p>
7 AGM 2016	February 2017	<p>Changed: 1st Jan to 1st March Through Out Membership and voting rights.</p>

		<p>Remove: Section 5 of the constitution titled 'Subscription'. that the amendment would remove the wording 'within two months of the'.</p> <p>Remove:Section3 "Activity "from the constitution in its entirety.</p>
6 AGM 2015	18 <sup>th</sup> November 2015	<p>Changed: Junior/Child Liaison Officer to Child Development and Protection Officer, Chairman to Chairperson and General Purpose to Adventure Kayaking Replaced Affiliation section with Activity section</p> <p>Revised Student Membership to include Unemployed</p> <p>Added requirement to be Garda Vetted for committee members</p> <p>Changed Trustee term, and election time</p>
5 AGM 2014	14 <sup>th</sup> January 2015	<p>Added membership officer, reduced number of General Committee Members from two to zero.</p> <p>Reduced voting members to ten and reduced committee meeting quorum to four.</p> <p>AGM 2013</p> <p>Added reduced membership fee in first year of joining, i.e. a remainder fee</p> <p>Added example of Olympic representation to Honorary Membership.</p> <p>AGM 2012</p> <p>No motion passed=no change</p>
4	23rd November 2011	<p>Added open canoe discipline officer, reduced number of General Committee Members from three to two.</p>
3	20th July 2009	<p>Changed section 2 title from "Aim" to Main Object" as per Revenue Commissioners guidelines</p> <p>"GOVERNING INSTRUMENT OF AN</p>

		<p>UNINCORPORATED ORGANISATION”</p> <p>Updated Addendum</p> <p>Applied numbers &amp; bullet formats to the various titles to comply with Revenue Commissioners requirements for “GOVERNING INSTRUMENT OF AN UNINCORPORATED ORGANISATION”</p> <p>Insertion of new clauses 12.3 “Income &amp; Property”</p> <p>Insertion of new clauses 12.3.1 “Winding-Up”</p> <p>Insertion of new clauses 12.3.2 “Additions, iterations or amendments”</p> <p>Insertion of new clauses 12.3.4 “Keeping of Accounts”</p>
2	14 <sup>th</sup> May 2009	<p>Updated Addendum</p> <p>Resolution passed by EGM expressly allowing for WWKC to borrow money</p> <p>Required by AIB as precondition to loan for purchasing the site.</p> <p>Updated Addendum</p>
1	31 <sup>st</sup> March 2009	Amendment to appoint trustees and empower them to borrow money on behalf of the club to buy the site.
0	30 <sup>th</sup> March 2009	Constitution as enacted in previous revisions.

