

International Dragon Boat Federation  
**MEMBERS HANDBOOK**

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**ATTACHMENTS**  
**TO THE**  
**IDBF BYE-LAWS**

Attachment 1 – Draft Model Constitution for a Controlling Association

Attachment 2 – Draft Model Constitution for a Dragon Boat Club



## **IDBF BYE-LAWS**

### **Attachments**

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## **STRUCTURE and ORGANISATION for a MODEL DRAGON BOAT ASSOCIATION**

### **INTRODUCTION**

The Dragon Boat Association, in this IDBF model, is constituted as the Controlling (or Governing) Body for Dragon Boating, as a sport and recreation, including physical education, at National (or Territorial) level and therefore has overall jurisdiction and authority for dragon boat activities in its own Country or Territory.

#### **Membership**

The membership of the 'Model' Association (MA) consists of Registered (Sport Racing) Clubs and Crews; Affiliated (Festival Racing) Crews, Individual Members and Associated Members. (Crews that race in Festival Races are affiliated to the Association through a Membership Fee included in their Race Entry fee). The Registered Clubs and Crews, Individual Members and Associate Members, join the Association by paying an Annual Membership Fee.

They are the Voting Members of the Association. However, only the Registered Crews can alter the Constitution of the MA in a Special General Meeting. The Bye-Laws; Competition Regulations and Rules of Racing of the MA can be altered, repealed or added to, by all the Voting Members at an Annual General Meeting of the Association's, Council. (Affiliated Crews can attend such meetings but in a non-voting capacity).

#### **Constitution**

The Constitution of the MA should consist of a legally drawn up Memorandum of Association and Articles of Association, supplemented by the Association's own Bye-Laws. The Memorandum and Articles should be of a format that is approved by the Governmental Sports Agency in the Country (or Territory) of the Association. (An example of such a document is shown as Attachment 1, to IDBF Bye- Law 12)

The Constitution shall determine that an Executive Committee of Management (consisting of a specified number of members) shall have control over all the affairs and property of the MA. The Executive may make, alter or cancel Bye-Laws; Competition Regulations and Rules of Racing and vary the number of Executive Committee Members.

**Clubs** Dragon Boat Crews should be encouraged to form themselves into bona-fide Dragon Boat Clubs, with their own Constitution and organisation. An example of a Club Constitution is shown as Attachment 2, to IDBF Bye-Law 12.

## THE MODEL ASSOCIATION’S STRUCTURE

The Model Association’s structure is designed to devolve the actual day to day running of events to local groups and organisers, whilst retaining central organisational and financial control. Policy direction and administrative support is also provided from the centre and clear divisions of responsibility amongst the membership is achieved through a Committee structure from national (territorial) level down to local level. The object of this structure is to devolve the administrative support and policy making functions of the MA through its Committee system.

The internal structure of the MA is designed to relate to and be understood by the Governmental Sports Agencies (and funding agencies) of the Country (Territory) in which the Association operates. The Model Association consists of the following constituent parts and as illustrated in the MA Structural and Organisation Chart shown on Page 26.

- |    |                  |   |                   |
|----|------------------|---|-------------------|
| a. | The Members      | (all membership classes)                  |                   |
| b. | The Council.     | (representatives from the Voting Members) |                   |
| c. | The Executive.   | (elected by the Council at an AGM)        |                   |
| d. | The Secretariat. | (appointed by the Executive)              |                   |
| e. | The Divisions.   | (consisting of MA Members)                | )                 |
| f. | The Regions      | (consisting of MA Members)                | ) <u>The MA</u>   |
|    |                  |   | ) <u>Sections</u> |
| g. | The Areas.       | (consisting of MA Members)                | )                 |
| h. | The Congress.    | (representatives from all Members)        |                   |

### How the structure operates

**a. The Members.** All types of crews can join the MA. Boat Manufacturers and Boat Owners; Centres for Dragon Boat Racing and Race Organisers are required to become Associate or Individual Members. All members can send representatives (as laid down in the Articles of Association) to the Meetings of the Council.

**b. The Council.** The Council meets annually at the General Meeting of the MA or at an Extraordinary General Meeting when called. The Council at Annual General Meetings is responsible for considering and accepting the MA Accounts, receiving reports from the Sections and the Executive, appointing Auditors and electing the members of the Executive. In addition it may alter Rules, Regulations and Bye-Laws.

**c. The Executive.** The Executive consists of Elected Officers and Members; a Company Secretary and (when appointed) a Chief Executive. A Representative from each of the MA Division (or where this tier is not appropriate, from each Region) should also be on the Executive. It is suggested that the Executive should meet at least quarterly. The Executive should be responsible for formulating and enforcing Rules, Regulations and Bye-Laws; formulating and enforcing general policy; and executing organisational and administrative matter at National (Territorial) level.

**d. The Secretariat.** On a 'day to day' basis the decisions of the Executive and the Management of the MA's affairs at National (Territorial) level should be carried out by a Secretariat. The Secretariat, ideally, should consist of a Chief Executive and other paid or voluntary staff appointed by the Executive. The Secretariat works to the directions of the Officers of the MA (the Chairholder, Vice-Chairholder, Treasurer, Company Secretary) who, with one other member of the Executive, should act as the Finance Committee to the Executive.

**e. Divisions (if appropriate)** The Divisions of the MA should consist of those Members who are domiciled in each recognised geographical or territorial or administrative area of the Country (or Territory) in which the MA operates. (For example, in the United Kingdom this would be the four Home Counties, that is England, Scotland, Northern Ireland and Wales. In the USA it could be the Eastern Seaboard, Mid West etc.) Each Division should have a Divisional Executive, which should meet at least twice a year. Each Division's Constitution must be consistent with the MA Memorandum and Articles of Association, with divisional elections and audited financial controls. Each Divisional Constitution must be approved by the MA's Executive. (An example of a such a Constitution is shown in Attachment 1, to IDBF Bye-Law 12).

A Divisional Executive is responsible for the development and organisation of the sport within the Division and representing Dragon Boating, at Divisional level, with outside organisations and authorities.. It is suggested that a percentage of MA membership fees collected at National (Territorial level) should be allocated to the Divisions for Divisional use. Divisions, ideally, should be compatible in size with those Regions recognised by governmental sports agencies. The Divisional Chairholder should represent the Division on the MA Executive

**f. Regions (if appropriate).** Each Division may be further sub-divided into Regions (such as States or Provinces) and establish Regions and Regional Executives within its Division providing that each Regional Constitution is consistent with the Division's Constitution and is submitted to the Divisional Executive for approval and copied to the MA Secretariat. Regions, ideally, should be compatible in size with those Regions recognised by governmental sports agencies.

Regions are responsible for the development, organisation and representation of Dragon Boating at Regional level. Each Regional Chairholder should be a member of their Divisional Executive, where one exists. Where a Region exists instead of a MA Division, the Regional Chairholder may represent that Region on the MA Executive, instead of the Divisional Chairholder.

**g. Areas** Each Region may establish Areas and Area Executives based on county or municipal boundaries or a combination of such boundaries under the same terms and conditions as Divisional and Regional organisations. Each Area Chairholder should be a member of their Regional Executive.

**h. Congress** The Congress of an Association should consist of representatives from the MA Sections (i.e. Divisions, Regions and Areas) who meet with the MA Executive annually to discuss management issues, organisational and development matters and matters of general interest. The Sectional representatives to the Congress will normally be the Chairholders of the respective Sectional groups.

### **ORGANISATIONAL DEVELOPMENT**

As a Dragon Boat Association expands and develops, and the MA structure outlined comes into effect, the organisational requirements of the Association will need to develop in tandem, funds permitting. This means in effect the expansion of the Secretariat into a support organisation made up of paid and voluntary managers serving the MA's needs at each sectional level, down to the Association's Members.

Initially, with most Dragon Boat Associations it is a fully voluntary Secretariat, at National (Territorial) level, that is responsible for providing administrative support throughout the Association. As the Association develops its Coaching and Race Officials Schemes, alongside its Sections, there will be a need for the Association to establish Administrative Offices at each level in the organisation, with staffing determined by local conditions and finances.

All paid staff eventually come under the control of a Chief Executive, through Department Heads at National (Territorial) level and/or Executive Managers at Section level. The Coaching and Race Officials wings of the Association will also develop along the same lines as the Managerial wing, including paid staff at sectional level.

In the initial development stage of the Association, it is suggested that the development of the sport can be taken forward, at all levels, by the appointment of voluntary 'Sport Co-ordinators' (SCs) and in some areas 'Coaching Organisers' (COs). The SCs' should be made responsible for liaison with other governing bodies of sport, governmental sports authorities; education authorities and, of course, the Associations members. The SCs' should cover such areas as general development and events, whilst the COs' should look towards training and coaching development at Club and Crew level.

Bye-Law 12 - Attachment.1

**IDBF DRAFT MODEL CONSTITUTION FOR A DRAGON BOAT**

**CONTROLLING/GOVERNING ASSOCIATION**

(Based on that of the British Dragon Boat Racing Association – the BDA)

The Constitution that follows consists of the Memorandum and the Articles of Association of the Company Limited by guarantee, without share capital, known as the (*Name of Controlling Association – CA*), (*OPTIONAL, if appropriate*) which succeeded the unincorporated body known as the (*Previous registered name of the CA*). The Constitution was approved and adopted by a General Meeting of the Association on the \_\_\_\_\_ (*date*). This Constitution is supplemented by the Bye-Laws of the (*CA*), which should be read in conjunction with it.

**PART 1**

**MEMORANDUM OF ASSOCIATION**

1. **NAME** The name of the association is the \_\_\_\_\_ (“The Association”).
2. **REGISTERED OFFICE.** The registered office of the Association will be situated in \_\_\_\_\_ (*Name of Country or territory*)
3. **OBJECTS AND POWERS.** The Association's objects and powers are:-
  - 3.1 (*Optional*) To acquire and take all or any part of the assets and liabilities of the present unincorporated body known as " \_\_\_\_\_ ";
  - 3.2. To promote develop and control Chinese dragon boat racing as a sport and a physical education in the (*name of country etc*) and in furtherance thereof to encourage promote and organise dragon boat races and to select representative teams at local regional national and international levels;
  - 3.3. To promote and develop a Chinese cultural and recreational aspect to the sport of dragon boat racing and to maintain the Chinese traditions and cultural value of dragon boats;
  - 3.4. To encourage dragon boat racing by the promotion of competitions, tournaments and regattas, the giving of prizes and any other means which may from time to time be determined by the (*CA*) Executive Committee;
  - 3.5 To encourage all age groups and ability or disability groups to take part in dragon boat racing as a form of their physical education at a level suitable to their skill, experience and ability or disability.
  - 3.6. To give advice and encouragement to schools, supporters and sponsors of dragon boat racing;

**3.7.** To foster the development of suitable craft equipment and accessories of all kinds for and in connection with dragon boat racing; for purpose aforesaid, to purchase, hire, make or provide and maintain and to sell or otherwise dispose of all kinds of craft, equipment, accessories and other things required or which may conveniently be used in connection with dragon boat racing and all activities of the Association.

**3.8.** To act as the final authority over dragon boat racing and in hearing and determining or otherwise to sit in arbitration over disputes and protests arising from dragon boat races;

**3.9.** To represent the interests of dragon boat racing with governing bodies of sport, national sport bodies and local or governmental organisations or authorities;

**3 10.** To do all such things hereinafter mentioned as may appear incidental or conducive to the pursuit or attainment of any of the above objects, or to the exercise of any power (whether express or implied) possessed by the Association, that is to say:-

**3.10.1** To accept subscriptions, donations, devices and bequests of any real personal property or estate or effects, maintain and alter any of the same as are or may be necessary for any of the Objects to the Association;

**3.10.2** To issue appeals, hold public meetings and take such other steps as may be required for the purpose of procuring contributions to the Association in the shape of donations, subscriptions or otherwise;

**3.10.3** To purchase, take on lease or in exchange, hire or otherwise acquire any real and personal estate;

**3.10.4** To construct, maintain and alter any houses, buildings or installation.

**3.10.5** To sell, lease, mortgage or otherwise deal with all or any part of the property of the Association;

**3.10.6** To borrow or raise money and give security for money or for debt, liability or obligation of the Association or of any third party interested in or otherwise having dealings in the ordinary course of business with the Association by the issue of or upon bonds debentures, debenture stock, bills of exchange, promissory notes or other obligations or securities of the Association or by mortgage or charge upon all or any part of the property of the Association and to give guarantee for the performance of obligations of any third party interested in or otherwise having dealings in the ordinary course of business with the Association;

**3.10.7** To invest funds of the Association in or upon such investments, securities or property as may be thought fit;

**3.10.8** To undertake and execute any trust or any agency business which may seem conducive to any of the principal Objects.

**3.10.9** To subscribe to any local or national charities, and to grant donations for any public purpose or in support of any charitable cause or any such sporting event as may be thought fit;

**3.10.10** To establish and support, and to aid in the establishment and support of, any other associations formed to promote all or any of the principal Objects;

**3.10.11** To subscribe to, or become a member of, or otherwise amalgamate with any other association or club whose objects are similar or in part similar to the objects of the Association, or the establishment or promotion of which may be beneficial to the Association;

**3.10.12** To purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any body (other than the present unincorporated body referred to in clause 3.1) with which the Association is authorised to amalgamate;

**3.10.13** To carry on the business as proprietors of a sport club with such facilities and accommodation for indoor and outdoor sports or games (and in particular for racing) changing rooms, refreshments and other amenities as may be thought fit;

**3.10.14** To carry on the business as boat builders, land and sea carriers and manufactures of implements and machinery, iron and brass founders, metal and plastic workers, machinists, smiths, woodworkers, builders, painters, engineers, and general merchants and to act as general carriers;

**3.10.15** To carry on business as refreshment contractors, hoteliers, hotel and restaurant keepers, refreshment-room proprietors, provision merchants, bakers and confectioners, licensed victuallers and wine and spirit merchants.

**3.10.16** To employ and pay any person or persons (notwithstanding that any such person may happen to be a member of the Association), in return for services rendered to the Association, salaries, wages, charges and pensions;

**3.10.17** To insure and arrange insurance cover for, and to indemnify its officers, servants and voluntary workers and those of its members from and against, all such risks incurred in the course of the performance of their duties as may be thought fit;

**3.10.18** To pay out of the funds of the Association the costs, charges and expenses of and incidental to the formation and the registration of the Association;

**3.10.19** To establish where necessary local branches (whether autonomous or not). (*see Draft Constitution for Sections which follows*).

**3.10.20** To do all such other lawful things as are incidental or conducive to otherwise in furtherance of the attainment of the above Objects or any of them.

**4. LIMITED LIABILITY.** The liability of the Members is limited.

**5. ALTERATION OF MEMORANDUM AND ARTICLES**

**5.1** The Association may not alter the conditions contained in the Memorandum (including this cause) and its Articles except by special resolution of its members in the Registered Crew Class (as defined in the Articles) to the exclusion of its members in the other Classes of Membership (as defined in the Articles) in the cases, in the mode and to the extent, for which express provision is made in Law.

**5.2** Every person on becoming a member in any other Class of Membership Than the Registered Crew Class is deemed to irrevocably consent to such alteration as may hereafter and from time to time be made in such a manner as herein and in the Articles expressly provided.

**6. UNDERTAKING TO CONTRIBUTE TO ASSETS**

**6.1** Every Member of the Association undertakes to contribute such amount as may be required not exceeding £1 (*UK example*) to the Association's assets if it should be wound up while he is a member or within one year after he ceases to be a Member, for payment of the Association's debts and liabilities contracted before he ceases to be a member, and of the costs charged and expenses of winding up and for the adjustment of the rights of contributions among themselves.

**7. SURPLUS ASSETS**

**7.1** If on the winding-up or dissolution of the Association there remains, after the satisfaction of all its debts and liabilities, any property what-so-ever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other association or associations having objects similar to the objects of the Association (whether or not such other association or associations have been established for the promotion of dragon boat racing), and which shall prohibit the distribution of its or their income and property or any part thereof, such associations to be determined by the Association at or before time of dissolution.

We, the subscribers to this Memorandum of Association, wish to be formed into a company pursuant to this Memorandum.

(Signed by Members of the Executive Committee on .....).

This Memorandum of Association of the Association, can only be altered by a special resolution of Registered Crew Members in accordance with Clause 5.

## **Model Association's Constitution**

### **PART 2**

## **ARTICLES OF ASSOCIATION**

**Art 1 PRELIMINARY.** In these Articles:-

**1.1** "The Act" means any Lawful Act including any statutory modification or re-enactment of it for the time being in force;

**1.2** "The Association" means (*Name of the CA*);

**1.3** "Class or Classes of Membership" means those classes of Membership as defined in Article 3.4 or any of them;

**1.4** "Clause in the Memorandum" means also condition therein;

**1.5** "Clear days" in relation to the period of a notice means that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect;

**1.6** "Executive Committee" means the committee of management of the (*Name of the CA*);

**1.7** "Executive Members" means the Chairman, the Vice-Chairman the Treasurer and other members of the Executive Committee or any one or more of them;

**1.8** "Members Register" means a register kept at the registered office of the Association, containing the names, address and descriptions of its members;

**1.9** "Secretary" means the secretary of the Association or any other person appointed to perform the duties of the Secretary of the Association, including a joint, assistant or deputy secretary; he may be a member of the Executive Committee if so elected;

**1.10** The masculine shall include the feminine and, where appropriate, the singular the plural;

**1.11** Unless the context otherwise requires, words or expressions contained in these Articles bear the same meaning as the Act but excluding any statutory modification of it not in force when these Articles become binding on the Association.

**Art 2 OBJECTS.**

**2.1** The Association is established for the purpose expressed in the Memorandum of Association.

**Art 3 MEMBERSHIP** (See also Bye-Laws).

**3.1** Every person company club or association of good standing and declaring an interest in his or hers or its support to dragon boat racing may qualify to be elected a member of the Association provided that an individual person to be so elected is of full age at the time of his application for membership.

**3.2** The first members of the Association shall be the signatories of the Memorandum of Association and these Articles and every person who at the date of the incorporation of the Association had paid an entrance fee or and annual membership fee to, and was a member of, the unincorporated body known as *(name of old CA, if appropriate)*" and who shall, within a period of time determined by the Executive Committee, sign and deliver to the Secretary the Form of Membership prescribed by the Executive Committee.

**3.3** Except as provided in Articles 3.2 and 10. application for membership of every applicant shall be in writing, signed by the applicant, and shall be in such form and shall contain such requirements to support his application as the Executive Committee may from time to time prescribe.

**3.4** There shall be *(number)*categories of membership (see also Bye-Laws)

*(These are examples from the British Dragon Boat Racing Association)*

**(a) Registered Crews.** *A Registered Crew is a dragon boat crew whose name and crew colours and or logo have been approved by and registered with the Association.*

*(1) No more than four members of a Registered Crew may be registered to be members of the Association as representatives of that Registered Crew and each of them undertakes severally to contribute such amount as may be required (not exceeding £1) to the Association's assets if it should be wound up as provided in Clause 6 of the Memorandum.*

*(2) At all times, whether within the precincts of or outside the Association, representatives of a Registered Crew as such registered members of the Association shall be jointly and severally responsible for the good conduct and behaviour of other members of their crew and they shall be vicariously liable Jointly and severally to the Association and/or its members for the acts omissions or other wrong-doings of those other members.*

*(3) The representative members of a Registered Crew shall give to the Secretary in writing the full names, addresses and descriptions of all their crew members on admission to their membership, and particulars of any changes therein within 14 days of any such change occurring; in default, such Registered Crew may be disqualified from participating in any activity of the Association. A representative member of that Registered Crew (until his resignation) shall not be qualified to be a member of the Association through the other classes of membership.*

**(b) Individual Membership.** *Individual Membership is open to persons who wish to support the aims of the Association but are not already registered as representative members of a Registered Crew or of an Associate Member.*

*(1) An Individual Member shall be entitled to exercise his voting right in general meetings of the Association subject to the provisions contained in these Articles. If at any time an individual member desires to become registered as a representative member of a Registered Crew or to be admitted as representative member of an organisation referred to in (c) below, he shall give notice to the Secretary of such desire and his intention to resign individual membership. Upon cessation of his individual membership, he shall be eligible to be a member of a Registered Crew or a representative member of an organisation in accordance with the terms of these Articles.*

**(c) Associate Membership.** *Associate (Organisation) Membership is open to organisations who wish to support the aims of the Association.*

*(1) An Organisation desirous of being admitted to membership in this class shall nominate a representative member and on being admitted to membership in this class shall be entitled to be represented by such representative member in general meetings. A representative member may exercise voting rights in all general meetings on behalf of the organisation who nominated him subject to the provisions contained in these Articles. A representative member on the Members Register of the Association, undertakes to contribute such amount as may be required (not exceeding £1) to the Association's assets if it should be wound up as provided in Clause 6 of the Memorandum.*

*(2) If at any time a representative member desires to become a representative member of a Registered Crew or to be admitted as an individual member, he shall give notice to the Secretary of such desire and his intention to resign his representative (associate) membership and to procure the organisation on whose behalf he acts as such representative member to nominate another person of his organisation in his place and stead. On cessation of his representative (associate) membership, he shall be eligible to be a representative member of a Registered Crew or an individual member in accordance with the terms of these Articles.*

#### **Art 4 RETIREMENT AND DISQUALIFICATION OF MEMBERS**

**4.1** Any member of the Association desiring to resign his membership shall signify such desire in writing to the Secretary and his name shall be removed from the Members Register and he shall cease to be a member as soon as his name has been removed from the Members Register.

**4.2** Any member whose annual subscription is unpaid 30 days after due shall cease to be a member of the Association and shall forfeit all rights in and claims upon the Association unless the Executive Committee suspends the operation of this provision as regards any particular member on such terms as at its discretion may determine.

**4.3** In case of conduct of any member being in the opinion of the Executive Committee injurious to the character of the Association or objectionable in any respect, such member may be required by the Executive Committee to resign, and, if the member so requested does not resign within one week, such member may (after he has been given the opportunity to justify or explain his conduct) be expelled by resolution of the Executive Committee and cease to be a member of the Association, and all sums which shall have been paid by such member shall be forfeited. A member expelled under the Article shall have the right of appeal by giving written notice of appeal to the Secretary within 14 days from the posting of the notice of expulsion. Thereupon an Extraordinary Meeting shall be convened within 14 days and, if such meeting shall pass an extraordinary resolution rescinding the expulsion, then the member shall be reinstated as from the date of such resolution.

**4.4** If any member is convicted on indictment of any criminal offence or shall be adjudged a bankrupt, or shall make any composition or arrangement with the creditors such member shall ipso facto cease membership of the Association. Any person so ceasing to be a member may be readmitted to membership by the Executive Committee at its discretion.

**4.5** Any member expelled in accordance with these Articles, or otherwise ceasing to be a member of the Association, shall forfeit all rights to or claim upon the Association or any return of fees paid shall remain liable for any outstanding fees or charges due from him at the date of expulsion or cessation.

**4.6** The rights of a member as such shall be personal and shall not be transferable and shall cease on death.

**Art 5 GENERAL MEETINGS.** (See also Bye-Law 6)

**5.1** The Association shall in each year hold a general meeting as its Annual General Meeting in addition to any other meetings in that year, and shall specify the meeting as such in the notice calling it; and not more than 15 months shall elapse between the date of one Annual General Meeting of the Association and that of the next. So long as the Association holds its first Annual General Meeting within 18 months of its incorporation, it need not hold it in the year of its incorporation or in the following year. The Annual General Meeting shall be held at such time and place as the Executive shall appoint.

**5.2** All general meetings other than Annual General Meetings shall be called Extraordinary Meetings.

**5.3** The Executive Committee may, however if it thinks fit, and it shall, on a requisition made in writing in accordance with the Act, convene an Extraordinary General Meeting. If at any time there are not within the (*name of country/territory*) sufficient Executive Members to form a quorum, any Executive Member or any two members of the Association may convene an Extraordinary General meeting in the same manner as nearly as possible as that in which meetings may be convened by the Executive Committee.

**5.4** Subject to the Act, any requisition made by members shall state the object of the meeting and the terms of any special or extraordinary resolution to be proposed there, and shall be left at the registered office of the Association.

**5.5** On the receipt of such requisition the Executive Committee shall immediately proceed to convene a General Meeting; if it does not proceed to convene a meeting within 21 days from the date of the requisition, the requisitionists or a majority of them may themselves convene a meeting.

**5.6** At least 21 clear days before every meeting, notice specifying the place, the day and the hour of the meeting, and in case of special business, shall be given to the members in the manner stated in Article 14 of these Articles, or in such other manner, if any, as may be prescribed by the Association in General Meeting; but the accidental omission to give such notice to, or the non-receipt of such notice by, any member shall not invalidate the proceedings at any General Meeting.

**Art 6 PROCEEDINGS AT GENERAL MEETINGS.** (See also Bye-Laws)

**6.1** All business shall be deemed special that is transacted at an Extraordinary General Meeting. All business that is transacted at an Annual General Meeting is deemed special, with the exception of the consideration of the Accounts and any documents annexed to them, the report of the Executive Committee and the report of the auditors, the election of Executive Members in the place of those retiring and the re-appointment of the retiring and the fixing of their remuneration.

**6.2** No business shall be transacted at any meeting unless a quorum of not less than 15 members is present at the commencement of such business.

**6.3** If within half an hour from the time appointed for the meeting quorum is not present the meeting, if convened upon the requisition of members, shall be dissolved; in any other case it shall stand adjourned to the same day in the following week at the same time and place, and if at such adjourned meeting a quorum is not present the meeting shall stand dissolved.

**6.4** The President or in his absence the Vice-President or in his absence the Chairman of the Executive or in his absence the Vice-Chairman of the Executive Committee shall preside as Chairman at every General Meeting of the Association.

**6.5** If neither the President, the Vice-President, the Chairman nor the Vice-Chairman is present at the time of holding a meeting the members present shall choose someone of their number to be Chairman of the meeting.

**6.6** The chairman may, with the consent of the meeting, adjourn any meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

**6.7** At any general meeting a declaration by the Chairman that a resolution has been carried or lost and an entry to that in the Minute Book of the Association shall be conclusive of that fact.

**6.8** Save and except as provided in and subject to Clause 5 of the Memorandum and Article 15 below, every member shall have one vote and no more. All votes shall be given personally. In the case of an equality of votes the Chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.

**6.9** No member shall vote at any General Meeting if any money owing from him on any account to the Association remains unpaid.

**Art 7 EXECUTIVE COMMITTEE OF MANAGEMENT.** (See also Bye-Laws)

**7.1** The Officers of the Association shall consist of a Chairholder, a Vice-Chairholder, a Treasurer and eight other members of the Association who shall together constitute the Executive Committee. The quorum necessary for the transaction of the business of the Executive is five (5). The number of such other members of the Association serving on the Executive Committee may be varied from time to time in writing by the Executive Committee as may be thought fit.

**7.2** The Chairholder and the Vice-Chairholder and the Treasurer hold office for two years (and such further time as is needed) until the next succeeding Annual General Meeting but on retirement as the occasion arises shall be eligible for re-election. For the first year of office until the first Annual General Meeting the Treasurer shall retire in order that the Chairholder and the Treasurer (as between them) may thereafter alternate their retirement by rotation.

**7.3** At every Annual General Meeting one half of those eight other Executive Members shall retire from office. The retiring Executive Members shall be eligible for re-election at the same or any other General Meeting. At the first Annual General Meeting one half of those other Executive Members shall remain in office until the next succeeding Annual General Meeting and the other half shall retire, the order of retirement to be agreed by and between them but in the absence of such agreement to be determined by the Chairholder. At the second and next succeeding Annual General Meeting thereafter, one half of those other Executive Members shall retire in order of seniority of election.

**7.4** Subject as provided above, the election of Officers and other Executive Members shall take place in the following manner:

**7.4.1** Any 2 members of the Association shall be at liberty to nominate any other member to serve as an Officer or other Executive Member, having previously received his assent;

**7.4.2** The name of each member so nominated, together with the names of his proposer and seconder, shall be sent in writing signed by all 3 of them to the Secretary at least 21 days before the Annual General Meeting.

**7.4.3** A list of the candidates' names, with the proposers' and seconds' names, and those others offering to be re-elected in alphabetical order shall be posted in a conspicuous place in the Registered Office for at least 14 days;

**7.4.4** Balloting lists shall be prepared (if necessary) containing the names of the candidates for the election and re-election only, in alphabetical order, and each member present at the Annual General Meeting and qualified to vote shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;

**7.4.5** In case there shall not be a sufficient number of candidates nominated, the Executive Members remaining in office may elect a member or members to fill the remaining vacancy or vacancies;

**7.4.6** If any candidate after being elected declines to serve, the candidate who has the next largest number of votes shall be deemed to be elected;

**7.4.7** If two or more candidates obtain an equal number of votes, the Chairman of the Meeting shall select by lot from such candidates, the candidate or candidates who is or are elected.

**7.5** Until the first Annual General Meeting the Executive Committee shall consist of the Chairman, the subscribers of the Memorandum of Association and such numbers of members of the Association as the subscribers may specify in writing from time to time subject to a total prescribed in Article 7.1.

**7.6** Executive Members shall be paid all reasonable expenses properly incurred by them in attending and returning from the Committee Meetings or General Meetings of the Association or in connection with the business of the Association.

**7.7** The Executive Members may continue to act even though their number is reduced by death, retirement or otherwise below the number of 7 but if at any time the number is reduced below 5, the continuing Executive Members shall act only for the purpose of filling vacancies until there are at least 7 Executive Members.

**7.8** The Executive Committee shall have control over all the affairs and property of the Association and may prescribe, alter or cancel rules and Bye-laws for the smooth running of the Association and its premises, the good conduct of members inter se, the design and specification of the dragon boat, its complements and accessories, the racing of dragon boats, and the regulation of all other matters of the Association generally. Without prejudice to the generality of the foregoing, the Executive Committee may by such rules and Bye-Laws regulate:-

**7.8.1** The admission and classification (or re-classification) of members of the Association, and the rights and privileges of such members, and the conditions of membership and the terms on which persons may apply for membership and on which members may resign or have their membership terminated;

**7.8.2** The entrance fees, subscriptions, competition fees and other fees and payments to be made by members.

**7.8.3** The procedure at General Meetings and meetings of the Executive Committee and sub committees in so far as such procedure is not regulated by these Articles.

**7.9** The Association in General Meetings shall have power to alter or repeal the rules or Bye-laws and to make additions to them, and the Executive Committee shall adopt such means as it deems sufficient to bring to the notice of members of the Association all such rules and Bye-laws, which so long as they shall be in force shall be binding on all members of the Association PROVIDED nevertheless that no rule or Bye-law shall be inconsistent with, or shall affect or repeal anything contained in, the Memorandum and these Articles.

**7.10** The Executive Committee shall exercise all such powers and do all such things as may be exercised or done by the Association, save such as are by these Articles or by any statute for the time being in force specifically required to be exercised or done by the Association in general meeting.

**7.11** Without prejudice to the generality of the foregoing Article 7.10 the Executive Committee may exercise all the powers of the Association to borrow or raise money and give security for money or monies worth or for any debt, liability or obligation of the Association or of any third party interested in or otherwise having dealings in the ordinary course of business with the Association by the issue or upon bonds, debenture stock, bills of exchange, promissory notes or other obligations or securities of the Association or by mortgage or charge upon all or any part of the property of the Association and to give guarantee for the performance of obligations of any third party interested in or otherwise having dealings in the ordinary course of business with the Association.

**7.12** The Executive Committee shall engage all such administrative officers and other employees as it may consider necessary and shall regulate their duties and fix their salaries.

**7.13** The Executive Committee may appoint one or more of its members to a sub-committee to exercise, subject to its directions, a general control over the work or business of the Association. This sub committee may be honorary or at the discretion of the Executive Committee, and remunerated at such rate as the Executive may from time to time determine.

## **Art 8 DISQUALIFICATION OF EXECUTIVE MEMBERS**

**8.1** The office of an Executive Member shall be vacated if that member becomes bankrupt or makes any arrangement or composition with his creditors generally ; **or**

1. becomes prohibited from being an Executive Member or a Director by reason of a disqualification order made under the Company Directors Disqualification Act 1986; **or**

2. becomes incapable by reason of mental disorder, illness or injury of managing and administering his property and affairs; **or**

3. resigns his office by written notice to the Association, **or**

4. is directly or indirectly interested in any contract with the Association and fails to declare the nature of his interest as required by Section 317 of the Act.

**8.2** An Executive Member shall not vote in respect of any contract on which he is interested or any matter arising out of it, and, if he does so vote, his vote shall not be counted.

**Art 9 SECRETARY.** The Association shall have a Secretary who shall be appointed by the Executive Committee for such remuneration and upon such conditions as the Executive Committee may think fit.

**9.1** Anything required or authorised to be done by or to the Secretary may, if the office is vacant or there is for any other reason no Secretary capable of acting, be done by or to any assistant or deputy Secretary or, if there is none, or by or to any officer of the Association authorised generally or specially in that behalf by the Executive Committee.

**Art 10 THE PRESIDENT, VICE-PRESIDENT AND HONORARY APPOINTMENTS**

**10.1** There shall be a President of the Association. A Vice-President may also be appointed on the recommendation of the Executive Committee. The President and Vice-President shall be appointed by the members at an Annual General Meeting and shall hold offices for a period of two years.

The President or the Vice-President may not necessarily be a member of the Association. If he is not a member his appointment will be ex-officio and carries no voting rights at a General Meeting (save that as the Chairman of the meeting he shall be entitled to a second or casting vote) and shall not be liable to pay any dues or fees to contribute to the Association's assets if it should be wound up; save as aforesaid he shall be entitled to all other rights and all privileges of the Association as though he were a member. In addition, the President and the Vice-President in the absence of the President shall represent the Association in matters of protocol and official engagements.

The President and the Vice-President shall be automatically eligible for re-election unless an alternative nominee or nominees are received to stand for election, in which case a two third majority vote shall be required of an alternative nominee in order to replace the returning President or Vice-President (as the case may be).

**10.2** Honorary Presidents may be appointed on the recommendation of the Executive Committee by members at an Annual General Meeting and shall hold office for life. An Honorary President shall not be a member of the Association and accordingly, his honorary appointment will be ex-officio and carries no voting rights at any General Meeting and he shall not be liable to pay any dues or fees or to contribute to the Association's assets if it should be wound up. An Honorary President shall otherwise be entitled to all other rights and all privileges of the Association as though he were a member and shall assist the President in protocol duties and at official engagements.

**10.3** The Executive Committee may appoint one or more Patrons of the Association who shall at all times be formally received by the President or in his absence by an Honorary President and be treated as an honoured guest or honoured guests of the Association with all the rights and privileges of a non-voting member or members of the Association but without the liability of a member to contribute to the Association's assets if it should be wound up

**Art 11 CO-OPTIONS** The Executive Members may from time to time and so often as they may think fit co-opt not more than three persons in aggregate to the Executive Committee for such period of time as the Executive Committee shall determine. Such co-opted members may not necessarily be members of the Association and shall not have voting rights in meetings of the Executive Committee; they sit in an advisory capacity only and are entitled to receive all notices to attend meetings of the Executive and the Association and to all rights (other than the rights to vote at General Meetings in the case of such co-opted members not being themselves members of the Association) and privileges if a member of the Association but without the liability to pay dues or fees or to contributed to the Association's assets (in the case of those co-opted members who are not themselves members of the Association) if it should be wound up.

**Art 12 SEAL.** The Seal of the Association shall not be affixed to any instrument except by the authority of a resolution of the Executive Members or of the members of the Sub-Committee, and except in the presence of two such members or one such member and the Secretary both of whom shall sign the instrument.

**Art 13 AUDITORS.** Auditors shall be appointed and their duties regulated in accordance with the Act.

**Art 14 NOTICES.** A Notice may be given by the Association to any member either personally or by sending it through the post in a prepaid letter addressed to such member at his registered place of abode.

**14.1** A Notice, if served by post, shall be deemed to have been served in the case of first class mail on the second working day after posting and in the case of second class mail on the fourth working day after posting and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed, prepaid and posted.

**Art 15 ALTERATION OF ARTICLES.** Subject to the provisions of the Act and to the conditions contained in its Memorandum, the Association may not alter its Articles (including this Article) except by special resolution of its members in the Registered Crew Class (members in the other Classes of Membership being excluded).

**15.1** Every person on becoming a member in any other Class of Membership than the Registered Crew Class is deemed to irrevocably consent to such alteration as may hereafter and from time to time be made in the manner herein expressly provided.

**Art 16 WINDING UP** The Association shall be wound up voluntarily whenever a special resolution is passed that the Association be wound up. Clause 7 of the Memorandum of Association shall have effect as if the provisions of that clause were repeated in these Articles.

(Subscribed to by Members of the Executive Committee and witnessed on the .....).

**These Articles of Association of the (*Name of the CA*) can only be altered by a special resolution of Registered Members in accordance with Article 15 and Clause 5 of the Memorandum.**

## **Model Association's Constitution**

### **PART 3**

#### **DRAFT BYE-LAWS**

*(Note: Italic words in brackets are suggested as appropriate)*

The Bye-Laws that follow supplement and enhance the Articles of Association contained in the Constitution of the *(Name of the Model Association)*. When reference is made to a specific Article, then the Bye-Law should be read in conjunction with that Article. These Bye-Laws are prescribed under Article 7.8 and may be altered, repealed or added to under Article 7.9.

**DESCRIPTION.** The *(MA name)* is a national level governing body for dragon boating, dragon boat clubs and other organisations with an interest in dragon boating, which meets regularly for the purposes of participating in, and developing; promoting and contributing to the sport, on an educational, scientific or technical level.

**PRINCIPLES.** The *(MA)* is committed to the following principles of service:-

1. to represent the views of its Members within the IDBF *(and ADBF/EDBF)*.
2. to support and maintain the authority and autonomy of its Members.
3. to convey to other organisations the views of its Members.
4. to co-ordinate and protect the common interests of its Members.
5. to collaborate, on behalf of its Members, with organisations having as an objective the promotion of sport within the *(name of Country/ Territory)*.
6. to collect, collate and circulate information from, to and among its Members and to publish an annual Calendar of Dragon Boating events.

**BL 1 MEMBERSHIP CATEGORIES** (Article 3.4a) - *Suggested main membership categories are as follows):-*

#### **1.1 Crew Membership - Registered Crews.**

1.1.1 A FULL MEMBER CREW is defined as a *(MA)* Registered Dragon Boat Crew in which the majority of crew members are over the age of 18. A Full Member Crew is entitled to compete in all types of dragon boat events and, subject to selection represent the Association and compete in international races at home and overseas.

1.1.2 A JUNIOR MEMBER CREW (JUNIOR MEMBER) is defined as a *(MA)* Registered Crew whose competitors *(with the exception of the Steerer)* are under the age of 18 *(on the first January. The voting representative of a Junior Crew, however, must be of full age, as prescribed in Article 3.1).*

**1.2 Crew Membership - Non Voting Classes.** Additional classes of Crew Membership, not subject to the terms of Article 3.4 may be introduced from time to time under Article 7.8.1. Such Crew Members may attend General Meetings but in a non-voting capacity only. . Every crew on becoming a non-voting member under this Bye-Law is deemed to have consented to its conditions contained within.

**1.3 Individual Membership.** There shall be a Membership Class of Individual Member, as shown in the Article 3.4b. *(the Terms and restrictions of such membership should follow)*

**1.4 Associate Membership.** There shall be a Membership Class of Associate Member, as shown in Article 3.4c *(the Terms and restrictions of such membership should follow)*

## **BL 2 MEMBERSHIP FEES AND MEMBERSHIP PERIOD**

**2.1** The Membership Fees for all classes of Membership and the period of such Membership, shall be determined, from time to time, by the (*name of MA*) Executive Committee under the authority of Article 7.8.1 and 7.8.2.

## **BL 3 MEMBERSHIP YEAR AND FINANCIAL YEAR**

**3.1** Both the **Membership Year** and the **Financial Year** shall run from (*for example -1st January to 31 December in each year*). Financial Accounts for the Membership Year shall be audited and presented to an Annual General Meeting of the Association.

**3.2 Auditors.** At the time of the Annual General Meeting the Members shall appoint a Registered Auditor, in accordance with Article 13, to audit the financial Accounts of the Association for the current Financial Year.

## **BL 4 RIGHTS AND BENEFITS OF MEMBERSHIP**

**4.1 Voting Members as defined in Article 3.4,** shall be entitled to attend and vote at General Meetings and to call Extraordinary General Meetings of the Association subject to Article 5.

**4.2** All voting members shall be eligible to hold an elected office; serve on committees; nominate members to that Committee, as directed in Article 7.4, and be entitled to all other rights contained in the Articles of Association and the Bye-Laws.

**4.3 Declared Interests.** Voting Members, or their representatives, nominated to serve on the Executive Committee with a **commercial interest** in the sport and recreation of dragon boating must declare such an interest **in writing** to the (*MA*) Secretary when they submit their nomination for election under Article 7.4.2.

**4.4 Employees.** Voting Members of the Association, or their representatives who are full time employees of the Association may not be Elected Members of the Executive Committee.

**4.5 Directors of the Company.** (see also Bye-Laws 6.7.1- 6.7.2) Only Voting Members of the Association or their representatives as defined in Article 3.4 may become Directors. *This means that all nominees for the Executive Committee must be Full Members of the Association or full members representatives as defined in the BDA Articles of Association.*

**4.6 Non-Voting Members.** Non-voting members shall not be eligible to be Directors of the Company, or hold elected office, or serve in an elected capacity on the Executive Committee. Non-voting members may become co-opted members of the Executive Committee.

**4.7** All Classes of membership (voting and non-voting) shall be entitled to the rights and benefits of membership assigned to them under Bye-laws 1 and 2 and to any other such rights and benefits that may be laid down, from time to time, by the Executive Committee.

## **BL 5 AFFILIATION**

**5.1** The *(name of MA)* shall seek to establish formal links in the *(name of country/ Territory)* with other governing bodies of water sports, and with other controlling associations for Dragon Boat Racing.

**5.2** The *(name of MA)* will affiliate to the International Dragon Boat Federation (IDBF) and the *(name of Continental/ Regional Dragon Boat Federation)* and will fully support the objectives and aims of these Federations and their criteria for membership.

## **BL 6 ORGANISATION AND MANAGEMENT**

**6.1** In order to carry out the objectives of the *(name of MA)*, as laid down in the Memorandum of Association, and effect the powers contained therein, the Association shall be organised and managed through the Executive Committee of Management and *(list here the other types of groups in the MA, for example, the Officers (elected, voluntary, paid or appointed), sub-committees and panels, working parties and individuals - see Bye-Law 11 for sub-committees)*.

**6.2 +** *(Detail here the composition and roles of the MA formally elected committees. An example for the Executive Committee is shown as 6.5)*

**6.5 The Executive Committee.** The Executive Committee of Management *(suggested name only)* is responsible for implementing the aims of the Association as defined in Clause 3 of the Memorandum (Objects and Powers) and for the organisation and management of the sport and recreation of dragon boat racing in the *(name of country/ territory)* under Articles 7.8 & 7.10 to 7.13 of the Constitution.

**6.5.1** The Executive Committee may delegate such responsibilities to Sections, Panels, Sub-Committees, Working-parties and Individuals, without prejudice to its over-riding control of the sport, through this Bye-Law, providing that all such delegation is consistent with the Constitution which is contained in the Memorandum and Articles of Association of the *(name of the MA)*.

**6.5.2** The Executive Committee shall also be responsible for appointing specialist officers, officials and paid staff as from time to time may be required. The Executive shall form a Standing Committee, known as the Management & Finance Sub Committee, with special responsibilities for the daily management and financial control of the Association.

**6.5.3** The Executive shall also establish a **Coaching Scheme Panel** and an **Officials Scheme Panel** to formulate and effect training and assessment schemes for those who wish to become Members of the Coaching Scheme or Registered Race Officials. The Chair holder and Members of the Coaching and Officials Panels' will be appointed by the Executive. Decisions of the Panels are subject to ratification by the Executive Committee.

**6.5.4** The Executive Committee shall appoint, such paid officers as the finances of the Association shall permit to be the permanent members of staff..

## **BL 7 DUTIES OF THE OFFICERS AND MEMBERS OF THE EXECUTIVE**

*(List here the duties of the post holders for example the Chair holder and Treasurer)*

**7.1 The Chair holder.** The Chair holder shall ensure that the Objects of the Association are pursued at all times; that meetings of the Executive are called at regular intervals and of the Association annually. The Chair holder shall be responsible for ensuring that the interests of the Association are fully represented with outside agencies, that the Articles and Memorandum of Association are complied with and that the Bye-Laws, Competition Regulations and Rules of Racing are adhered to.

**7.1.1** It is incumbent on the Chair holder to guide and control the entire work of the Association, represent the Association in its relations with other governing bodies of sport, the private sector and governmental agencies. The Chair holder shall be an ex-officio member of all committees, panels and working parties of the Association.

**7.2 The Treasurer.** The Treasurer shall keep such books of Accounts as legally required and as directed by the Executive Committee. The Treasurer shall prepare the budget for consideration and acceptance by the Executive Committee.

**7.2.1** The Treasurer shall be responsible for seeing that the annual income of the Association is sufficient to meet its expenditure and that the expenditure is kept within the limits laid down in the budget.

**7.2.2** The Treasurer shall be responsible for collecting membership subscriptions and other fees and income due to the Association and for preparing the Accounts for audit. The Treasurer shall obtain the Auditors Report for presentation at the Association's AGM and shall prepare and present the Association annual financial report at the AGM.

## **BL 8 HONORARY MEMBERS AND OFFICERS**

*(Suggested Bye-Law for such appointments)*

**8.1** The Executive Committee may confer **Honorary Membership** of the Association on persons who have rendered valuable services to the (name of the NA) or to the sport of Dragon Boat Racing. Such Honorary Membership will not carry any voting rights and Honorary Members shall not be liable to pay any dues or fees or contribute to the Association's assets if it should be wound up.

**8.2** The Executive Committee may appoint **Honorary Officers** of the Association to give professional advice and assistance to the Association in their chosen fields. Appointments shall be for such periods as agreed between the Executive Committee and the appointee. Such appointees need not be Members of the Association and as Honorary Officers will not carry any voting rights, or be liable to pay any dues or fees or to contribute to the Association's assets if it should be wound up.

## **BL 9 DISCIPLINARY MEASURES**

**9.1** The Executive Committee is empowered under Article 7.8 to formulate disciplinary Bye-Laws for the smooth running and good conduct of the Association. The disciplinary measures open to the Executive Committee shall be:-

- 9.1.1**     **Caution or Reprimand;**
- 9.1.2**     **Exclude** - (for example from participation in competitions).
- 9.1.3**     **Suspend** - (for example from Membership).
- 9.1.4**     **Expel**     - (for example permanently from the Association).

**9.2** These disciplinary measures can be taken against Individual Members, individual members of Member Crews or a Member Crew in its entirety for a breach of the Constitution, Bye-Laws, Regulations and Racing Rules and against Member Crews, Associate Members and Individual Members for behaviour detrimental to the status of the Association or that has harmed the interests of the Association or that contravenes Articles 4.3 & 4.4.

**9.3** **Suspension** shall bar the recipient of all rights and prerogatives appertaining to *the (name of the MA)* until the suspension is lifted. In the case of an expulsion, membership of the Association ceases forthwith. Appeals against expulsion can be made under Article 4.3.

**9.4**     **Courts of Arbitration** In the case of a dispute between Members of the Association, the disputing parties may ask the Executive Committee to appoint a Court of Arbitration. Such a Court shall consist of a Chairman and three Members nominated by the Executive Committee.

**9.5**     The decision of the Court shall be given in writing to all parties concerned and a report on the case lodged with the (name of MA) Secretary. The decisions of the Court shall be binding on all parties and shall be final. The costs of the Court shall be borne equally by the parties concerned. The Court shall do everything possible to keep the costs as low as possible, without being detrimental to either of the parties concerned in the case, or to the Association.

**9.6**     The only form of arbitration open to a (name of the MA) Member in the case of a dispute with the Association, its Officers, Staff or appointed Officials, is through a specific motion to an Annual General Meeting of the Association . Such a Motion will only be accepted after all other internal methods of trying to resolve any such dispute, as published, from time to time, in the Bye-Laws, have failed.

## **BL 10 (MA) ACCREDITATION.**

*(Suggested Bye-Law for providers of dragon boating in the community)*

**10.1**     **Accreditation.** The Executive Committee shall be empowered to **Accredit** Crews, Organisations and Individuals engaged in providing dragon boating activities and services to its Members and others, and the public at large. The Terms and Conditions of such *Accreditation* will be as laid down by the Executive Committee, from time to time.

**10.2**     Accredited status shall only indicate that, at the time *Accreditation* was given, that the basic standards laid down by the Association for the conduct of Dragon Boating were being complied with. *Accreditation* does not indicate an acceptance of liability, by the Association, for the actions of the Crew, Organisation or Individual so approved.

**BL 11 SUB-COMMITTEES and THEIR DUTIES.**

**11.1** The Members of the Sub-Committees shall be appointed by the Executive Committee in accordance with Bye-Law 6.1, for a defined period, which is renewable. **The Officers** of the Association shall be ex-officio members of the Sub-Committees and as such they may attend more than one Sub-Com.

**11.1.1. The Members** of each Sub-Com shall appoint a Chair holder, for their committee, from amongst their own number, to serve for a defined period, which is renewable.

**11.2 Fields of Activity and Duties.** The fields of activity and duties for each of the Sub-Committees, shall be published in these Bye-Laws. They shall be determined by the Executive Committee, from time to time, as the need arises

**11.3 Chair holders of the Sub-Committees.** The Sub-Committee Chair holders shall direct the work of their Committees in accordance with these Bye-Laws and directives from the Executive. They shall prepare budgets and plans of work and present copies to the Treasurer for approval by the Executive.

**11.3.1 The Chair holders** shall be responsible for the correct expenditure of all moneys allocated to their Committee and shall submit a detailed account, to the Treasurer, including any appropriate receipts, on a regular basis. They shall be responsible for calling meetings of their Committees and shall ensure that reports and Meeting Minutes are taken and sent to the (MA) Executive.

**11.4 Directives and Procedures.** Within their fields of activity, it is incumbent upon each Sub-Committee to formulate detailed instructions and working practises to cover the duties given to them by the Executive Committee. These instructions shall be prepared by the Committee Chair holder and agreed by the Executive. Such instructions shall be published as Sub-Committee Directives and Procedures. When so published such Directives and Procedures shall be shown as Annexes to the appropriate Sub-Com Duties shown in this Bye-Law below.

**11.5 Authority and Responsibility.** The (name of MA) Executive without prejudice to its overall responsibilities, authority and control, delegates to the Sub-Committees the authority to carry out the duties published in these Bye-Laws for each Sub-Committee. The Sub-Committees shall be responsible for their actions to the Members of the Association.

**11.10 (Name of) Sub-Committee**

**11.10.1. Aim:** To be the organising committee for (e.g. Competitions)

**11.10.2. Duties:** To ensure that .....

*(repeat for each different Sub Committee)*

**BL 17 IMPLEMENTATION OF BYE-LAWS.**

**17.1** A Bye-Law shall become effective on a date laid down by the Executive and shall be formally notified to the members of the Association in compliance with Article 7.9, at the AGM following its implementation. A Bye-Law shall remain in force until the AGM after its formal notification, from which time it may be altered, repealed or added to by the Membership provided that such a motion is submitted in writing to the Secretary before the Annual Meeting.

**Model Association’s Constitution**

**DRAFT CONSTITUTION FOR SECTIONS**

**Within A Controlling/Governing Association**

(i.e. Divisional, Regional and Area Associations)

1. **NAME** The Association shall be known as the *(name of Section)*  
.....  
which is a Section of the.....  
with Divisional, Regional and Area Status as determined in this constitution.  
The abbreviation of the Sectional Association is ..... Both the name  
and abbreviation shall be registered with the *(Controlling Association name)*.
  
2. **OBJECTS and AIMS** The object of the Sectional Association is to  
promote, develop and organise Dragon Boat Racing as a sport recreation in  
that part of the(country or territory) in which the Council of the Section has  
been given jurisdiction by the *(Controlling Association (CA) Name)*, namely:  
.....
  
3. The Sectional Association supports the Constitution of the *(Controlling  
Association)* contained within its Memorandum and Articles of Association,  
and accepts the conditions contained within the *(CA)* Bye-laws concerning the  
*(CA)* Sections. Under the authority of the *(CA)* Constitution and Bylaws, the  
Section's Executive Committee shall, within the Division, Region or Area that  
it controls, pursue the following Aims:-
  - 3.1 encourage the use of Dragon Boats for competition and recreation;  
and ensure that all age groups and ability groups can take part in  
Dragon Boat Racing at a level suitable to their degree of skill;
  - 3.2 promote and develop a social aspect to the sport and recreation of  
Dragon Boat Racing and to maintain its traditions;
  - 3.3 give advice, guidance and encouragement to crews, supporters and  
sponsors of Dragon Boat Racing;
  - 3.4 conduct Dragon Boat Racing events, within the Section's sphere of  
influence, without prejudice to the over-riding control of the *(CA)* and  
to organise Championships at the appropriate Section level.
  - 3.5 make recommendations to the *(CA)* concerning the Rules of Racing  
and the conduct of competitions;
  - 3.6 select, train and administer Representative Crews of the Section at  
the appropriate level (Division, Region or Area);
  - 3.7 act as the adjudicating authority in disputes and protests arising from  
Sectional Championship Races (Division, Region or Area).
  - 3.8 represent the interests of Dragon Boat Racing with other Governing  
Bodies of Sport, Sport Councils, local and central government  
agencies at the level appropriate to the section.

**4. MEMBERSHIP.** Membership of the Sectional Association shall consist of (CA) Registered Crews (Full and Junior Members); (CA) Affiliated Crews (Racing and Basic Members); Individual Members and Associate Members as laid down in the Constitution and Bye-Laws of the (CA) who are domiciled in, or whose business (Associate Members) is located in the Section's area or, in the case of (CA) Individual Members, whose place of birth or residence is within the Section's area.

5. The Sectional Members shall have the same voting rights within the Section, as those laid down for them in the Constitution/Bye-Laws of the (CA).

**6. THE COUNCIL and THE EXECUTIVE COMMITTEE.** The members of the Sectional Association shall form the Council of Members with responsibility for the overall control of the affairs of the Section (Division, Region or Area), its policies and regulations. The day to day administrative affairs of the Sectional Association shall be conducted by an Executive Committee, elected by the membership at an Annual General Meeting of the Section Council. The Section Executive Committee shall consist of a Chairholder, Secretary and Treasurer, who shall be the Officers of the Committee, and a number of members as determined by this Constitution, or the Sectional Council, from time to time.

**7. CONSTITUTION, BYLAWS and REGULATIONS.** In general terms the Constitution, Bylaws, Regulations, Rules and any other formal legislation of the Section shall be in keeping with the Constitution, Bye-laws and Regulations of the (CA). Any additional legislation deemed to be specific to the needs of the Section (Division, Region or Area) shall be submitted to the (CA) Executive for approval and ratification before final adoption by the Sectional Council.

**8. FINANCIAL CONTROL.** The financial control of the Section shall remain within the Executive Committee. The Sectional Council shall be wholly responsible for all debts incurred by the Sectional Association, or its Executive Committee, or its agents, on behalf of the Section.

9. A proportion of Membership Fees received by the (CA) for its Registered Crew Members who form part of the Membership of the Section shall be paid by the (CA) to a Sectional Association. A Sectional Executive Committee is empowered to levy a Sectional Membership fee on Individual and Associate Members of the (CA).

10 The Sectional Association (Division, Region or Area) shall submit annually, to the (CA), copies of the Section's Audited Accounts, with an Annual Report on the activities of the Section.

**11. REPRESENTATION.** In Accordance with the Bye-laws of the (CA), the Chairholder of the Sectional Association's Executive Committee shall be an ex-officio member of the Executive Committee at the next level in the (CA's) electoral structure, that is Regional, Divisional or National Executive Committees, as the case may be.

Attachment.2 to IDBF Bye-Laws

**DRAFT CONSTITUTION & GENERAL RULES**  
for a  
**DRAGON BOAT RACING CLUB**

**PART 1. CONSTITUTION**

1. **NAME.** The name of the Club shall be the  

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2. **STATUS.** The Club is a private non-profit making Dragon Boat Racing Club managed by an Executive Committee and headed by a Chair-holder.
3. **MEMBERSHIP.** Full Membership of the Club is open to any person over the age of 18 years old, subject to the majority approval of the Executive Committee. Junior Membership is open to any person under 18 years old on the 1st January.
4. The Executive Committee may, from time to time, appoint Honorary Members who will not be required to pay Membership Fees and, subsequently, will not be entitled to vote at any meeting of the Club, or share in any of its debts.
5. The Club Annual General Meeting is empowered to waive or extend the qualifications for Membership, as it may deem fit, providing that they are in keeping with the Constitution of the (*name of the Controlling Association*).
6. **OBJECTS.** The Objects of the Club are:-
  - 6.1 to promote an interest in Dragon Boating and maintain its traditions;
  - 6.2 to encourage a high standard of participation in the sport, through the formation of Crews and by racing Dragon Boats;
  - 6.3 to offer practical assistance to members by obtaining training facilities, equipment, technical and other information;
  - 6.4 to organise social and competitive events for both members and non-members and to encourage the use of Dragon Boats for charity purposes.
  - 6.5 to encourage the interchange of information and ideas between members and to encourage and sponsor members taking part in the sport;
  - 6.6 to support the objects and aims of the (*name of the Controlling Association - CA*) as the sport's governing body.
7. **AFFILIATION.** The Club shall affiliate its Racing Crews to the (*CA*).

## **PART 2. GENERAL RULES**

**8. SUBSCRIPTIONS.** The annual Membership Subscription shall be set by the Executive Committee and approved by the AGM. Subscriptions shall be paid each year and shall become due on the 1st April, payable within 28 days.

**9. APPLICATION FOR MEMBERSHIP.** Every prospective candidate for membership of the Club must complete and submit to the Secretary an official Membership Application Form, copies of which are available from the Secretary.

**10. RESIGNATION OF MEMBERSHIP.** A Member may resign his or her Membership of a Club at any time, in writing addressed to the Secretary. Any un-expired portions of a subscription shall not be refundable.

**11. EXPULSION OR FORFEITURE OF MEMBERSHIP.** The Executive Committee may, at any time, expel from the Club any Member whose conduct is deemed to be injurious to the character and interests of the Club.

**12. ANNUAL GENERAL MEETING.** The Annual General Meeting (AGM) of the Club shall be held before the first week in August for the following purposes:-

12.1 to receive the Annual Report of the Executive, together with the Balance Sheet and the Statement of Account of the Club's funds;

12.2 to elect members to serve on the Executive Committee;

12.3 to hear any other business brought before the Meeting.

13. The Officers of the Executive Committee shall act in the same capacity for the General Meetings of the Club. Full Members attending shall have one vote.

**14. QUORUM.** General Meetings of the Club shall be deemed to be quorate if more than one-third of the Full Members are present in person.

**15. EXECUTIVE COMMITTEE.** All the business of the Club shall be administered by the Officers and Members of the Executive Committee, who shall exercise all the powers conferred on them by these Rules. The Executive Committee shall consist of at least the posts shown below, together with any Member(s) duly elected to the Executive Committee, by the AGM, in accordance with these rules.:-

15.1	Chair Holder	(Officer)
15.2	Secretary	(Officer)
15.3	Treasurer	(Officer)
15.4	Publicity Officer	(Member)
15.5	Elected Members, two	(Member)

16. Executive Committee Officers and Members shall be required to stand for re-election annually at the AGM but if a Committee post becomes vacant by reason of the death or resignation of the holder, or if the holder is required to stand down by a unanimous vote of the remainder of the Executive Committee, the Committee shall, in all such cases, select and appoint a replacement for the Committee, from the Membership of the Club.

17. At all meetings of the Executive Committee, each Officer and Member shall have one vote except that, in the case of a tied vote, the Chair Holder shall have the casting vote. Four Officers/Members of the Executive Committee shall form a quorum.

**18. AMENDMENT OF THE CONSTITUTION AND GENERAL RULES.** The Club Constitution and General Rules may, from time to time, be revoked, amended or added to by resolution passed by a two thirds majority of Full Members attending the AGM

**19. COMPLAINTS PROCEDURE.** Any Club Member wishing to complain, or submit suggestions, regarding any aspects of the Club and its operations, should write in the first instance to the Secretary.

20. All items submitted to the Executive Committee in this way, will be discussed at the next formal meeting of the Committee. Except where the complaint concerns the actions of the Committee itself, or on matters covered under Rule 2.8 above, the decision of the Committee will be final. In these cases the AGM shall be empowered to deal with any complaints and make the final ruling.

### **PART 3. CLUB RULES**

21. All rules appertaining to the general running and administration of the Club, shall be formulated and published by the Executive Committee.

22. Amendments and alterations to the Club Rules shall be the responsibility of the Executive Committee.

## STRUCTURAL AND ORGANISATIONAL CHART

### FOR A MODEL DRAGON BOAT ASSOCIATION

