



# **THE 2016 DRAFT RULES OF THE DEVONPORT YACHT CLUB INCORPORATED**

To Replace All Existing Rules With Effect From 1st January 2017

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## **PART 1 – INTRODUCTORY MATTERS**

### **1. TITLES AND OBJECTS**

- 1.1 Title: This incorporated society is The Devonport Yacht Club Incorporated (known as the “Club”).
- 1.2 Objects: The objects of the Club are the encouragement of yachting and boating generally and the fostering of the social and community spirit of the Club and its membership as the members may from time to time deem necessary or expedient.
- 1.3 Members: The Club consists of three categories of membership:
  - (a) Full Membership, which is made up of Family, Individual, Youth, and Life Members (and which includes Members with Veteran and / or Out of Town status);
  - (b) Associate Membership, which is made up of Associate – Family and Associate – Individual Members; and
  - (c) Corporate Membership, which is made up of Corporate Members, (together the “Members”).
- 1.4 Diversity: The Club recognizes and values diversity and the benefit gained from the involvement of Members with a diverse blend of skills, ages, experiences, views, and attributes gained from different life experiences and backgrounds. As such, the Club seeks to encourage diversity in its membership and at all levels of its management and decision making.
- 1.5 Office: The registered office of the Club is the Clubhouse, 25 King Edward Parade, Devonport.

## PART 2 – MEMBERSHIP

### 2. MEMBERSHIP

- 2.1 Membership: Membership of the Club is open to anyone interested in the objects of the Club who meets the membership category criteria set out below.
- 2.2 The Full Membership category, whilst primarily intended for boat owners, is available to all applicants. Such Members are entitled to full use of all of the Club's facilities and, subject to Rule 5 to hold office and, subject to Rule 10.9, to vote at an Annual or Special General Meeting. The full membership category consists of the following membership classes:
- (a) a Family Membership consists of one person and his or her partner both over 18 years of age together with all of their children under 18 years of age. Together these individuals will constitute one Family Membership;
  - (b) an Individual Membership consists of one person over 25 years of age;
  - (c) a Youth Membership consists of one person under the age of 25 years; and
  - (d) a Life Membership consists of one person and his or her partner, together these individuals will constitute a Life Membership.
- 2.3 The Associate Membership category is not entitled to hold office or to vote for any matter voted on at an Annual or Special General Meeting. The Associate Membership category consists of the following membership classes:
- (a) an Associate – Family Membership consists of one person and his or her partner both over 18 years of age together with all of their children under 18 years of age, together these individuals will, subject to meeting the criteria described in Rule 2.4, constitute one Associate – Family Membership; and

(b) an Associate – Individual Membership consists of one person over 25 years of age who meets the criteria described in Rule 2.4.

2.4 Associate Membership eligibility: The Associate Membership category is intended for non-boat owners and is essentially a social membership. To be eligible as either an Associate – Family Membership or an Associate – Individual Membership, those individuals:

(a) may only own a boat (including a dinghy or other craft) smaller than 4 metres in length;

(b) may only race as crew; and

(c) will not be granted a dinghy locker or haulage privileges.

2.5 No more than 45% of all memberships of the Club may be Associate Memberships at any one time.

2.6 A Corporate Membership consists of a corporate entity which is approved as a Corporate Member by the Managing Committee. The terms of any Corporate Membership and subscription fees payable will be determined by the Managing Committee in each case. Corporate Members are not entitled to propose or second an application for membership of the Club, hold office or to vote for any matter voted on at an Annual or Special General Meeting. Individuals belonging to a Corporate Member may be granted use of any of the Club facilities as decided by the Managing Committee from time to time.

2.7 Election of Life Members: Any Member of the Club who has provided significant meritorious services to the Club may be elected a Life Member of the Club at any Annual General Meeting, following nomination by the Managing Committee. Such nomination and election must be by ballot.

2.8 Election of all other Members: All applications for membership, except Life Membership, must:

(a) be proposed by one member and seconded by another. It is preferable that the applicant be personally known by the proposer and seconder (or, in the case of a Corporate

Membership, an individual belonging to the applicant is personally known by the proposer and seconder); but, in the event that an applicant has no prior acquaintance with the Club, two Flag Officers may propose and second an application.

- (b) be in writing on the Club's membership application form, signed by the applicant, proposer, and seconder; and
- (c) accompanied by the correct subscription for the relevant category of membership.

2.9 All Members, except Life Members, must be elected by a resolution of the Managing Committee. Pending such election the applicant may make use of the Clubhouse facilities on Club evenings and other Club events. If an applicant is not elected, their subscription fee will be promptly refunded.

2.10 Information to be provided by Members: Each Member must:

- (a) provide all contact details, and details of boats where applicable, on application for membership and on any subsequent applications for race entry, hall hire or haulage;
- (b) provide any other information reasonably required by the Club from time to time; and
- (c) promptly notify the Secretary of any changes to the information described in Rules 2.10(a) and (b).

2.11 Changing membership status: The membership category of existing Club Members may only be altered with the consent of the Managing Committee.

2.12 Members must comply with Club rules: All Members must:

- (a) comply with the Rules of the Club, including any requirements or decisions of the Managing Committee and any sub-committees and the disciplinary process described in Rule 11;
- (b) interact with each other in a spirit of goodwill and cooperation; and

- (c) not behave in a manner likely to cause damage to the character or interests of the Club.

If it comes to the attention of the Managing Committee that the behaviour of any Member either in or out of the Clubhouse conflicts with the intent of any of Rules 2.12(a) - (c) above, the Managing Committee will follow the disciplinary process described in Rule 11.

- 2.13 Resignation: Any Member wishing to resign from the Club must give notice, whether in writing or otherwise, to the Club to that effect and pay all arrears of subscription fees and any other monies owing to the Club up to the date of such notice. There is no entitlement to a refund of the subscription fee on resignation.

### **3. AFFILIATION**

- 3.1 The Managing Committee may grant affiliation status to other clubs with similar objects to the Club. The terms of any affiliation will be determined by the Managing Committee in each case. Members of affiliated clubs are not entitled to propose or second an application for membership of the Club, hold office or to vote for any matter voted on at an Annual or Special General Meeting. Individuals belonging to an affiliated club may be granted use of any of the Club facilities as decided by the Managing Committee from time to time.

### **4. SUBSCRIPTIONS AND OTHER PAYMENTS**

- 4.1 Financial year of the Club: The financial year of the Club commences on 1 June each year. The membership year runs concurrently. All subscription fees will be invoiced on 1 June each year and must be paid by 1 August in that same year.
- 4.2 Fixing of subscription fees: Members of the Club voting at the Annual General Meeting shall fix the annual subscription fees, including any fee reductions or waivers required by Rule 4.3, for all categories of membership for the subsequent financial year.
- 4.3 Subscription fee reductions and waivers: Subscription fee reductions and waivers will apply to any Members who satisfy the following criteria:



- (a) Life Member: Any Member who is a Life Member is exempt from paying Club subscription fees for the remainder of their lives.
- (b) Veteran: Any full Member, who is either an Individual Member or is a party to a Family Membership, who has reached the age of sixty-five and has been a Member of the Club for twenty continuous years or more during the period immediately preceding the date of application may apply to the Managing Committee for Veteran status. That Individual or Family Membership will, if approved:
  - (i) pay a reduced subscription fee fixed in accordance with Rule 4.2;
  - (ii) retain all privileges of their membership type; and
  - (iii) have the designation “(Veteran)” noted on the Club’s membership roll following the notation of their class of membership on that roll.
- (c) Out of town: Any full Member who lives or relocates to live 100 kilometres or more from the Clubhouse may apply to the Managing Committee for Out of Town status. That membership will, if approved:
  - (i) pay a reduced subscription fee fixed in accordance with Rule 4.2 for the period that they are out of town;
  - (ii) have the designation “(Out of town)” noted on the Club’s membership roll;
  - (iii) enjoy benefits equivalent to an Associate Membership type;
  - (iv) be readmitted as a full Member of the Club on application to the Secretary on their return to live within 100 kilometers of the Clubhouse and on payment of the difference of the appropriate subscription fees for the balance of the current year; and

- (v) be automatically terminated if they do not apply for Full Membership within three months of their return to the Auckland area.

4.4 Subscription fees in arrears: Members who have not paid their subscription fees by 1 August in any year will (unless they have entered into an alternative arrangement approved by the Managing Committee):

- (a) forfeit all rights (including voting rights) and privileges of membership until the subscription fees have been paid in full; and
- (b) if their membership fees are not paid in full by 1 September in any year, their membership will automatically terminate.

4.5 Other Payments: Payments for Club activities must be made:

- (a) if a prerequisite for a particular activity, on application for such activity; and
- (b) if invoiced, by the stated due date, where applicable.

### **PART 3 - MANAGEMENT AND DECISION MAKING**

## **5. OFFICIALS**

5.1 Offices and other positions: The Club will have:

- (a) the following which are deemed to be positions of the Club:
  - (i) one Patron (who need not be a Member of the Club); and
  - (ii) one President,

neither of whom will be deemed to be officers of the Club;

- (b) the following, who are deemed to be officers of the Club:
  - (i) three Flag Officers: the Commodore, Vice Commodore, and Rear Commodore;

- (ii) eight Executive Officers: the Treasurer, Sailing Manager, Haulage Manager, Clubhouse Manager, Site Manager, Bar Manager, Communications Manager, and Social Manager; and
- (iii) at least two and up to four additional officers; and
- (c) one Secretary which is deemed to be a position and not an office of the Club. The Secretary will be appointed by the Managing Committee in accordance with Rule 8.2(a).

## 5.2 Election of officers and position holders:

- (a) The Patron, President, and Officers of the Club must be elected annually at the Annual General Meeting by a simple majority of those Members present who are eligible to vote.
- (b) If any office or position becomes vacant or is not filled at the Annual General Meeting the Managing Committee may elect a Member to fill the vacancy until the following Annual General Meeting.
- (c) Any officer or position holder of the Club (except the Patron) ceasing to be a Member of the Club must also cease to be an officer or a position holder of the Club.

## 5.3 Eligibility and Nominations for Office or Position:

- (a) Eligibility: except for the Patron, Members are eligible for office or position as follows:
  - (i) only Members in the Full category of membership are eligible for nomination for an office or position as described in Rule 5.1 above;
  - (ii) nominees for Flag Officer should preferably:
    - (A) have at least one years' prior service on the Managing Committee;
    - (B) if elected, serve in that Flag Officer position for two consecutive years; and

- (C) following that, accept nomination for the next higher Flag Officer position and serve in that Flag Officer position for a further two consecutive years.
  - (iii) retiring office or position holders are immediately eligible for re-election, provided that it is preferable for the Commodore to delay re-election to an office or position until a reasonable period of time has passed since their retirement from the position of Commodore; and
  - (iv) nominees must have paid their current subscription fees in full prior to nomination.
- b) Nominations: nominations are to be made as follows:
  - (i) for Patron, President and Flag Officers: on the prescribed form, expressing consent to serve if elected, to the Secretary at least one calendar month before the Annual General Meeting;
  - (ii) for other officers: preferably in writing to the Secretary at least one calendar month before the Annual General Meeting, or orally at the Annual General Meeting, expressing consent to serve if elected, at the Annual General Meeting.

Nominations open two calendar months before the Annual General Meeting. The Secretary will make the relevant details of all nominations received by one calendar month before the Annual General Meeting available to the Members not later than two weeks before the Annual General Meeting.

#### 5.4 Cessation of Office, Position, or Committee Membership

- (a) Officers or position holders of the Club or Members of the Managing Committee or any sub-committee shall cease to hold such office, position or committee membership when:
  - (i) they resign by giving written notice to the relevant committee;
  - (ii) if an office or position holder (excluding the Secretary), they are not elected to that office or position at the Annual General Meeting immediately following their election;

- (iii) if the Secretary, they are not re-appointed to that position in accordance with Rule 8.2(a) following the next Annual General Meeting;
  - (iv) they (except the Patron) cease to be a Member of the Club; or
  - (v) they, if a member of a committee, fail to attend three consecutive meetings of the relevant committee without first obtaining leave of absence from the Managing Committee for a defined period.
- (b) If a person ceases to be an officer or position holder of the Club or a member of the Managing Committee or any subcommittee, that person must promptly (and not later than one calendar month following such cessation) give to the Secretary all documents, passwords, and other property of the Club held by them including any keys or security fobs for the Club.

## **6. OFFICER AND POSITION HOLDER DUTIES**

6.1 In addition to the duties set out below, each officer and position holder must participate in the disciplinary process described in Rule 11, if required to do so by the Managing Committee.

6.2 President: The President is responsible for:

- (a) convening and chairing all Annual General Meetings and Special General Meetings of the Club and establishing whether a quorum is present at such meetings in accordance with Rule 10.8;
- (b) attending any Managing Committee meetings if he or she considers such to be reasonably necessary or if requested to do so by a Flag Officer; and
- (c) chairing any disciplinary sub-committee established by the Managing Committee pursuant to Rule 11.1.

6.3 Commodore: The Commodore is responsible for:

- (a) deputizing for the President whenever the President is absent;

- (b) convening and chairing all Managing Committee meetings of the Club and establishing whether a quorum is present at such meetings in accordance with Rule 10.8;
  - (c) overseeing the operations of the Club and providing a report on such operations at each Annual General Meeting of the Club; and
  - (d) representing the Club.
- 6.4 Vice-Commodore: The Vice-Commodore is responsible for assisting the Commodore in the discharge of their duties and, in their absence, officiating in their place.
- 6.5 Rear-Commodore: The Rear-Commodore is responsible for assisting both the Commodore and the Vice- Commodore in the discharge of their duties and, in their absence, officiating in their place.
- 6.6 Substitute: If the President or a Flag Officer are not present at any meeting, the Members must elect by majority vote one of the Members present to chair that meeting of the Club.
- 6.7 Secretary's Duties: The Secretary is responsible for:
- (a) giving notice of all Annual General Meetings, Special General Meetings, and Open Forum Meetings of the Club in accordance with Rule 10 below and accurately recording the minutes of all meetings (except sub-committee meetings), including those of the disciplinary sub-committee, of the Club;
  - (b) together with the Treasurer, keeping the register of Members and Members' boats together with a record of any other information collected from Members by the Club and providing the same to the Treasurer, the Sailing Manager, the Haulage Manager, the Flag Officers or Managing Committee as required;
  - (c) holding the Club's records, documents reports, and other communications connected with the Club except those required for the Treasurer's function and bringing them before such meetings as may properly deal with them;

- (d) maintaining master copies of:
  - (i) all standard operation procedures approved by the Managing Committee; and
  - (ii) all templates including but not limited to application forms for membership, race entry, functions, yearbook advertisements, race sponsorship, and new Members' letters;
- (e) receiving and replying to the correspondence of the Club as required by the Managing Committee;
- (f) advising the Registrar of Incorporated Societies or other relevant authority of any changes to these Rules of the Club; and
- (g) holding the Club's common seal.

6.8 Treasurer's Duties: The Treasurer is responsible for:

- (a) having custody of the Club's funds and keeping proper accounting records of the Club's financial transactions to allow the Club's financial position to be readily ascertained;
- (b) preparing annual financial statements in accordance with generally accepted accounting practice for presentation at each Annual General Meeting;
- (c) presenting a financial report to each Annual General Meeting;
- (d) arranging for the annual auditing of the Club's accounts by an independent auditor approved by the Managing Committee;
- (e) forwarding the approved and audited annual financial statements and audit report for the Club to the Registrar of Incorporated Societies or other relevant authority;
- (f) providing financial information to the Managing Committee as the Managing Committee may determine;

- (g) receiving all moneys due to the Club and paying all moneys collected as soon as practicable and without deduction to the bank account of the Club; and
  - (h) submitting all bills for payment to the Managing Committee for approval pursuant to Rule 8.4 and paying all such bills contracted by it following such approval (including entry fees for Club fixtures or other events and haulage monies).
- 6.9 Executive Officers' Duties: Other Executive Officers will exercise their duties as chairpersons of their respective subcommittees whose duties are detailed in Rule 9.

## 7. COMMITTEES

7.1 Managing Committee: There will be one Managing Committee which will be comprised of the three Flag Officers, eight Executive Officers, and two – four other additional officers as described in Rule 5.1 above and will be chaired by the Commodore.

7.2 Sub-committees:

- (a) There will be the following standing sub-committees if deemed necessary by the Managing Committee, the responsibilities of each of which are set out in Rule 9:
  - (i) Sailing Committee: chaired by the Sailing Manager;
  - (ii) Haulage Committee: chaired by the Haulage Manager;
  - (iii) Clubhouse Committee: chaired by the Clubhouse Manager;
  - (iv) Social Committee: chaired by the Social Manager;
  - (v) Bar Committee: chaired by the Bar Manager;
  - (vi) Communications Committee: chaired by the Communications Manager; and
  - (vii) Site Committee: chaired by the Site Manager.



- (b) Other sub-committees, including the disciplinary sub-committee formed in accordance with Rule 11, may be formed from time to time with the approval of the Managing Committee to pursue specific objectives. Such sub-committees shall be chaired by an Officer of the Club.
- (c) The members of each sub-committee (excluding the disciplinary sub-committee) shall be chosen by the relevant chair as soon as possible after each Annual General Meeting and their appointment to or removal from any sub-committee shall be subject to the approval of the Managing Committee. All Members of the Club are eligible to be chosen as members of each of the sub-committees.
- (d) Flag Officers: The Commodore, the Vice Commodore, and the Rear Commodore as the Flag Officers of the Club are deemed, at their discretion, to be members of each sub-committee (excluding the disciplinary sub-committee) and may attend, take part, and vote at any meeting of those sub-committees.

## **8. MANAGING COMMITTEE DUTIES**

- 8.1 Management held by the Managing Committee: The management and control of the Club is held by the Managing Committee which may exercise all powers and do all acts and things necessary for the pursuance of the Club's objects other than those required to be exercised or done by the Club at an Annual General or Special General Meeting. Decisions of the Managing Committee bind the Club, unless the Managing Committee's power is limited by these Rules or the laws or regulations of any relevant authority having jurisdiction over the Club.
- 8.2 Managing Committee Duties: The Managing Committee must, in order to fulfill the objects of the Club and subject to Rule 8.4, without prejudice to its general powers:
  - (a) appoint a Secretary as soon as possible following the Annual General Meeting;
  - (b) manage the Club's financial affairs, including approving the annual financial statements for presentation to the Members at the Annual General Meeting in accordance with generally accepted accounting practice;

- (c) exercise overall responsibility for the Club's health and safety and environmental protection obligations;
- (d) delegate responsibility (including in respect of the use of money and other assets pursuant to Rule 8.4) in accordance with Club policy for such delegation and co-opt Members where it determines such is reasonably necessary from time to time;
- (e) ensure that all Members follow the Rules (subject to the disciplinary process set out in Rule 11) and ensure that the disciplinary process described in Rule 11 is followed;
- (f) recommend membership fees, including subscriptions and levies to the Members at the Annual General Meeting;
- (g) provide a common seal for the Club (and replace it with a new one from time to time) which shall be held by the Secretary of the Club and shall only be used by the authority of the Managing Committee. Every document to which the common seal is affixed shall be signed by the Commodore and counter signed by another Flag Officer;
- (h) control the use of the Clubhouse and facilities by Members pursuant to the Rules of the Club;
- (i) exercise all other powers necessary to give effect to the objects of the Club.

8.3 Other Managing Committee Powers: The Managing Committee may if it determines is reasonable and necessary from time to time, in order to fulfill the objects of the Club and subject to Rule 8.4, without prejudice to its general powers:

- (a) establish standard procedures;
- (b) dismiss or convene any sub-committee or re-allocate or amend any duties of any sub-committee at any time;
- (c) purchase or acquire for the Club, or invest the Club's funds in, any real or personal property or any interest in such property;

- (d) raise and borrow money for the Club (and provide security for that if authorized by a majority vote at an Annual General Meeting or Special General Meeting);
- (e) enter into any negotiations, contracts, and agreements on behalf of the Club (including arrangements of employment or appointment of persons); and
- (f) pay an honorarium to the Treasurer and the Secretary;

8.4 Use of Money and Other Assets: The Club may only use the Club's money and other assets if:

- (a) it is solely for an object of the Club;
- (b) it is not for the sole or primary personal or individual benefit of any Member;
- (c) such use has been approved by the Managing Committee (or authorised delegate) or by majority vote of the Club at an Annual General Meeting or Special General Meeting of the Club; and
- (d) no pecuniary gain is derived by any Member or associate from the operations or property of the Club.

8.5 Insufficient Funds: If, at any time, the Managing Committee finds that it does not have sufficient funds to carry on the affairs of the Club, it must apply the following process:

- (a) the Managing Committee must call a Special General Meeting and place the financial position of the Club and its suggestions for correcting the situation before the meeting;
- (b) a majority of two out of three Members present and voting at such meeting may make a levy, notice of which must immediately be given to every Member by the Managing Committee; and

- (c) any Members who have not paid any such levy by the date which is two calendar months from the date of receipt of the relevant notice will, at the discretion of the Managing Committee, immediately cease to be a Member of the Club. The Managing Committee may, at its discretion, re-instate any such Member upon his or her payment of the levy.

8.6 Decision of Managing Committee: The decision of the Managing Committee in all disputes and other matters referred to it, except those:

- (a) arising out of or in connection with racing disputes, which must be decided in accordance with the Sailing Instructions; or
- (b) required to be referred to the disciplinary sub-committee, which must be resolved in accordance Rule 11,

will be final and without appeal.

## 9. SUB-COMMITTEE DUTIES

9.1 General Duties of the Sub-Committees: subject to clause 9.2, each sub-committee (or, if no sub-committee is formed, the responsible Executive Officer acting alone):

- (a) must meet for the transaction of its ordinary business as required;
- (b) must provide an accurate report of its proceedings, recommendations, and any decisions to the Managing Committee;
- (c) must provide accounts for costs incurred to the Treasurer for Managing Committee for approval;
- (d) must make, comply with, and enforce standard procedures in relation to health and safety and environmental protection matters affecting those operations of the Club for which it takes responsibility to ensure such operations comply with the Club's health and safety and environmental protection obligations;
- (e) must determine appropriate fees for the activities for which they have responsibility;

- (f) liaise with the Treasurer to ensure the timely collection of moneys due, payment of debts incurred, and accurate recording of all financial transactions relevant to the operations of the Club for which it takes responsibility; and
- (g) may make, amend or revoke any standard procedures relating to those operations of the Club for which it takes responsibility. Such standard procedures or their amendment or revocation must not be contrary to or inconsistent with these Rules or the objects of the Club. A record of standard procedures of each sub-committee must be maintained.

9.2 Sub-Committee Decisions Requiring Managing Committee Approval: Each sub-committee must obtain the prior approval of the Managing Committee for individual or recurring decisions involving:

- (a) the expenditure of money beyond any delegation that may have been approved;
- (b) the incurring of financial liabilities for the Club;
- (c) the fixing of any fees;
- (d) the making of requirements in relation to health and safety or environmental protection;
- (e) the making, amending or revocation of any requirements relating to those operations of the Club for which it takes responsibility; or
- (f) the sending of any correspondence.

9.3 Specific Sub-Committee Responsibilities: The sub-committees have the following responsibilities, in addition to the duties set out in Rule 9.1 and any duties allocated or amended by the Managing Committee pursuant to Rule 8.3(b), which must all be performed in accordance with Rule 9.2:

- (a) Sailing Sub-Committee: The sub-committee chaired by the Sailing Manager is responsible for the organization of sailing, racing, and the radio communications activities for the year, including:

- (i) preparing an annual sailing calendar of races and sailing related events and associated sailing instructions;
  - (ii) maintaining and publishing general sailing instructions and notices of race in accordance with the current Yachting New Zealand Racing Rules of Sailing (or any replacement);
  - (iii) appointing a suitably experienced and disinterested Member as handicapper (whose decisions will be final);
  - (iv) conducting all races (including sailing related events) in accordance with the Yachting New Zealand Racing Rules of Sailing and Safety Regulations of Sailing (or any replacement) and recording and publishing race results; and
  - (v) maintaining the Club's trophies and trophy register.
- (b) Haulage Sub-Committee: The sub-committee chaired by the Haulage Manager is responsible for the management of all haulage of boats throughout the year, which must be carried out in accordance with the Club's Haulage Manual, and must:
- (i) make prompt recommendations to the Managing Committee in respect of any gear or equipment used in haulage which the sub-committee considers is desirable from time to time;
  - (ii) develop, maintain, and comply with requirements governing the use of the haulage facilities in the form of a haulage manual (an up to date copy of which must be provided to Members hauling and displayed in the Clubhouse at all times); and
  - (iii) maintain the slipways and all haulage gear and machinery in good order and repair.
- (c) Clubhouse Sub-Committee: The sub-committee chaired by the Clubhouse Manager is responsible for the management of the Clubhouse including:
- (i) the development and maintenance of standard operating procedures governing the use of the Clubhouse; and

- (ii) coordination of all bookings for the use of the Clubhouse and related liaison with the Bar Sub-Committee, bar staff, and Club caterers wherever required.
- (d) Social Sub-Committee: The sub-committee chaired by the Social Manager is responsible for the organization and management of social activities of the Club.
- (e) Bar Sub-Committee: The sub-committee chaired by the Bar Manager is responsible for the management of the bar at the Clubhouse in accordance with best practice and all applicable laws and regulations.
- (f) Communications Sub-Committee: The sub-committee chaired by the Communications Manager is responsible for organizing all publicity and communications, including the Year Book, website, and monthly newsletter, for the Club.
- (g) Site Sub-Committee: The sub-committee chaired by the Site Manager is responsible for all maintenance of the Club's premises, and all maintenance policies and procedures relating to the Club's buildings, the Club's mooring(s), and dinghy lockers.

## 10. MEETINGS

- 10.1 Annual General Meeting: The Annual General Meeting must be held in the month of August each year at the Clubhouse and at such meetings the Commodore's report and the Treasurer's statement of accounts for the past year must be submitted for adoption and other business transacted as may be necessary.
- 10.2 Special General Meeting: A Special General Meeting may be called at any time by order of the Managing Committee or on a requisition signed by at least twenty Members of the Club, such requisition must state the purpose for calling the Special General Meeting.
- 10.3 Open Forum Meetings: An Open Forum Meeting may be convened by the President or Managing Committee at any time and must be convened not less than twice each calendar year, but not within two months of the Annual General Meeting. The purpose of this meeting is to provide an open forum

for Members to raise and discuss any aspect of the Club amongst themselves and with the Managing Committee in a spirit of good will and cooperation.

- 10.4 Notice of Meetings: Fourteen days notice of an Annual or Special General Meeting and of an Open Forum Meeting must be given to the Members by circular or otherwise stating the object and business of such meeting. Should any Member desire to bring a motion before an Annual or Special General Meeting such motion must be made in writing to the Secretary six days before the meeting. The Secretary must, as soon as possible after his or her receipt of the motion, post a copy of the motion on the Club noticeboard and the Club website. Although prior notice of topics to be raised at Open Forum meetings is encouraged, it is not required.
- 10.5 Managing Committee Meetings: The Managing Committee must meet at intervals of not less than once a month. A Managing Committee meeting may be called by the Secretary or on a requisition to the Secretary signed by any three Members of the Managing Committee. The Secretary must give not less than four days notice in writing of each Managing Committee meeting to all Members of the Managing Committee stating the day, time, and agenda of such meeting.
- 10.6 Failure to Attend Meetings:
- (a) Managing Committee: Any Member of a Managing Committee, except an ex-officio Member, who fails to attend three consecutive committee meetings will cease to be a Member of the Managing Committee unless he or she has first obtained leave of absence for a defined period. This rule does not apply to the President.
  - (b) Sub-committee: If any Member of a sub-committee, except an ex-officio Member, fails to attend three consecutive meetings of such sub-committee, the relevant sub-committee may terminate their membership of it.
- 10.7 Personal Interest: Members of the Managing Committee or any sub-committees must not vote on any matter in which he or she is personally interested.
- 10.8 Quorum: Twenty Members from the Full category of membership will form a quorum at all Annual General Meetings and Special General Meetings



and nine Members at all Managing Committee meetings, a quorum is not required for an Open Forum Meeting or a Sub-committee meeting. If within 30 minutes after the time appointed a quorum is not present for any meeting which requires a quorum, the meeting will stand adjourned for seven days to resume at the same time and place and, if at the adjourned meeting a quorum is not present at the time appointed, the meeting will not take place.

#### 10.9 Voting:

- (a) Individual and Youth Members: each Individual and Youth Member who has paid their current subscription fees in full, and each Life Member will have one vote for each matter voted on at each Annual General or Special General Meeting at which that Member is present.
- (b) Family Membership: each Family Membership which has paid its current subscription fees in full will have two votes for each matter voted on at each Annual General or Special General Meeting at which the two Members of that membership eligible to vote are present (or one vote if only one Member of that membership eligible to vote is present).
- (c) Associate Membership: Associate – Family, Associate – Individual, and Corporate Members shall not be eligible to vote at Annual General or Special General Meetings.
- (d) Managing Committee voting: Each officer of the Club who is a Member of the Managing Committee shall have one vote for any matter voted on at Managing Committee meetings. In the event of a tied vote, the Commodore shall have a casting or second vote. For the avoidance of doubt, the President, and Secretary shall not be eligible to vote at the Managing Committee meetings.
- (e) Majority decision binding: The decision of a majority of the votes recorded will be binding for any matter voted on at any meeting, unless these Rules provide to the contrary.

- (f) Show of hands and use of ballot: All matters to be voted on must be decided by a show of hands unless a ballot is expressly provided for in these Rules. Three Members who are eligible to vote on any matter to be voted on may require a ballot to be held for such matter. All ballots will be conducted by each Member casting a secret vote on a piece of paper which shall be counted by two Members who shall be selected:
  - (i) if at a Managing Committee meeting, by the Commodore; and
  - (ii) if at an Annual or Special General Meeting, by the President.

## **PART 4 – GENERAL MATTERS**

### **11. DISCIPLINARY PROCESS**

If it comes to the attention of the Managing Committee that any Member's behavior, either in or out of the Clubhouse (whether at Club activities or otherwise), breaches Rule 2.12 or is otherwise damaging to the character, interests or objects of the Club, the Managing Committee must follow the process set out below:

- 11.1 The Managing Committee must promptly establish a disciplinary sub-committee. The disciplinary sub-committee must consist of the President, as chairperson, a Past Commodore, and three Members at large from the Full Membership category chosen by the Managing Committee provided that none of the disciplinary sub-committee Members shall be either the Member whose behavior is under question (the Member under investigation) or the Member who brought or participated in bringing such alleged behavior to the attention of the Managing Committee (the complainant). In such event, the Managing Committee will select other officers or Members as appropriate.
- 11.2 Within seven days of being established the disciplinary sub-committee must make contact with both the Member under investigation and the complainant together with any other people the disciplinary sub-committee considers reasonably necessary and invite them to make further submissions on the matter (such submissions may be provided either orally or in writing, at the election of the submitter).

11.3 The disciplinary sub-committee must:

- (a) act in a manner which is fair and impartial;
- (b) provide sufficient information to those making a submission to enable all submissions to be meaningful;
- (c) allow sufficient time for all submissions to be provided;
- (d) consider and give even weight to all submissions received;
- (e) keep all written submissions and a full record of all oral submissions together with all other material received filed together either electronically or in hardcopy and provide the same to the Managing Committee if required;
- (f) subject to Rule 11.3(g), keep all submissions, other material, and the fact that the disciplinary process has been invoked confidential; and
- (g) keep the Member under investigation fully informed of all relevant details together with the progress of the disciplinary process, except that the identity of the complainant or any other submitters must be kept confidential on request of the complainant or relevant submitter, whichever the case may be.

11.4 Once the disciplinary sub-committee has received all invited submissions, it must, within 10 days of receipt of such submissions, decide whether it is reasonable to impose a sanction on the Member under investigation and then notify the Managing Committee and the Member under investigation of its decision and the reasons for its decision.

11.5 The Member under investigation may appeal the decision of the disciplinary sub-committee by notice in writing to the Managing Committee which must promptly, on receipt of such appeal, review the material provided to the disciplinary sub-committee pursuant to Rule 11.3 and invite the Member under investigation and the complainant together with any other people the Managing Committee considers reasonably necessary to make further submissions (such submissions may be provided either orally or in writing, at the election of the submitter).

- 11.6 The Managing Committee must follow Rule 11.3 and, within 10 days of receipt of all submissions, decide whether it is reasonable to impose a sanction on the Member under investigation and then notify the Member under investigation of its decision and the reasons for its decision. The decision of the Managing Committee will be final.

## **12. RULES**

- 12.1 Rules Interpretation: The decision of the Managing Committee on the interpretation or construction of any Rule or requirement is final. These Rules will come into force on the 1st day of January 2017, and will revoke and supersede all Rules previously made by the Club.
- 12.2 Alteration of Rules: No addition to, alteration, amendment or revision of these Rules may be made except at either an Annual or Special General Meeting and by a majority of three out of four of the Members present and eligible to vote at that meeting. Notice of any proposed addition to, alteration, amendment or revision of these Rules must be given to the Members in the circular or other notice convening that meeting.
- 12.3 Restriction on Repeat Alteration of Rules: No motion affecting the rules, regulations, measurements or classifications of the Club which has been duly considered may be brought forward again during the same financial year.
- 12.4 Inland Revenue Approval: No addition to or alteration of the aims/objects, payments to Members clause or the winding up clause shall be approved without the approval of the New Zealand Inland Revenue Department or its successor. The provisions and effect of this clause shall not be removed from these Rules and shall be included and implied into any Rules or other requirements replacing these Rules.

## **13. WINDING UP OF CLUB**

If, on the winding up of the Club, there remains after the satisfaction of all its debts and liabilities any property (whether real or personal) such property must not be paid or distributed among the Members of the Club but must be given to some other club or group having for its objects the encouragement of yachting and boating generally or some other similar object. Which club or group is to receive the Club's property must be determined by a majority of the Members of the Club at the time of its winding up.







