

RULES OF THE ROCKY BAY MEMORIAL CRUISING CLUB (INCORPORATED)

1 NAME

- 1.1 The name of the Society shall be the Rocky Bay Memorial Cruising Club (Incorporated).

2 OBJECTS

The objects of the Club shall be:

- 2.1 The promotion and protection of the interests of yachting and motor-boating generally.
- 2.2 To provide healthy and essential recreation for its members and the Rocky Bay community by holding aquatic sports, boat racing and similar functions for this purpose.
- 2.3 To provide and maintain any equipment, building or facility which, in the opinion of the Committee, will benefit the Club or boating generally.
- 2.4 To monitor boating traffic and moorings in Rocky Bay to promote a safe and enjoyable recreational environment for the local community.

3 REGISTERED OFFICE

- 3.1 The Registered Office of the Club shall be the Club's premises, situated in Pohutukawa Avenue, Rocky Bay, Waiheke Island.

4 MEMBERS

- 4.1 Any person wishing to become a member of the Society shall make application on the official form, accompanied by the annual subscription, which, after being signed, will be placed before the Committee for consideration. The subscription fee will be refunded in full should the application be declined.
- 4.2 Any person whose application for membership shall be approved by the Committee may become a member of the Society and shall accept the objects and comply with the Rules thereof.
- 4.3 The Society reserves the right to admit new members only as it shall think fit.
- 4.4 Members may withdraw from the Society by tendering their resignation in writing to the Secretary, provided that all monies owing by them to the Society have been paid.
- 4.5 The Committee may remove from membership any member who is three months in arrears with their annual subscription provided that the person so in arrears shall be given at least one month's notice in writing by the Secretary or Treasurer of their intention to bring such member's default before the Executive.

- 4.6 Any member who commits a breach of the Rules of the Society shall be rendered liable to expulsion by the Committee, but any member so expelled shall have a right of appeal to a Special General Meeting of the Society within one month of notification of such expulsion being given to them.
- 4.7 Partners of members, and any children under the age of 18 years, will be accorded the same privileges and benefits as financial members, but are unable to vote at any General Meeting.

5 SUBSCRIPTION

- 5.1 The annual subscription for membership shall be decided by two-thirds majority at the Annual General Meeting.
- 5.2 At the conclusion of the Annual General Meeting, all subscriptions payable shall fall due.

6 ALTERATION OF RULES

- 6.1 The Rules of the Society may be altered, added to or rescinded only at a General Meeting of the Society where two-thirds of those present that are eligible to vote, agree to that rule alteration, addition or rescinding.

7 GENERAL MEETINGS

- 7.1 The Society shall hold at least one general meeting in each year at which the annual report and financial statements shall be presented to members for their approval. Such meeting shall be known as the Annual General Meeting and shall be held not later than the 30th day of November in each year.
- 7.2 A general meeting of the Society may be called by the Commodore, the Vice Commodore, the Secretary, the Treasurer or any six (6) members of the Society.
- 7.3 Such person or persons shall give to the Secretary notice in writing of their wish to have a general meeting of the Society giving to members at least fourteen (14) days clear notice thereof.
- 7.4 The notice of general meeting of the Society shall be posted to members at their last known postal address and shall contain an agenda for that meeting.

8 COMMITTEE MEETINGS

- 8.1 The Commodore, Vice Commodore, the Secretary or the Treasurer of the Club may call Committee meetings of the Society.
- 8.2 Seven (7) clear days' notice in writing of the wish to hold a Committee meeting of the Society shall be given to Committee members.

- 8.3 Such notice shall include an agenda of items to be discussed at the Committee meeting.
- 8.4 Committee meetings shall only be open to the elected Committee members of the Society.
- 8.5 All commonly accepted rules as to the governing of conduct at meetings will be strictly adhered to.

9 VOTING

- 9.1 The Commodore, if present, shall preside at all meetings of the Society. In the absence of the Commodore at a meeting, the meeting shall elect a Chairman who shall exercise all the powers of the Commodore at such a meeting.
- 9.2 The Chairman at any meeting shall have a deliberative, as well as a casting vote.
- 9.3 At general meetings each member present shall have one vote and at Committee meetings the Committee members present shall each have one vote. There shall be no voting by proxy. All resolutions at both general meetings and Committee meetings shall be decided by a simple majority of votes cast by those present.
- 9.4 Voting shall be recorded on the voices or by a show of hands, but a ballot may be demanded provided that such demand is supported by at least three members present.

10 QUORUM

- 10.1 Fifteen (15) members personally present shall form a quorum for a general meeting of the Society.
- 10.2 A majority of elected Committee members personally present shall form a quorum for any meeting of the Committee.

11 OFFICERS

- 11.1 The Committee shall consist of:
 - Commodore
 - Vice Commodore
 - Secretary
 - Treasurer
 - Slipmaster/s
 - Up to nine (9) Committee members
- 11.2 The Commodore and Vice Commodore shall be Flag Officers of the Committee and shall be elected only from persons who have served on the Committee in the immediate preceding financial year.
- 11.3 All Committee members shall be elected annually, at the Annual General Meeting, and all Committee members retiring shall be eligible for re-election.
- 11.4 The Committee shall have full power to manage and direct the affairs of the Society and to this end the Committee may

appoint such sub-committees and appoint any person to that sub-committee as it thinks necessary.

- 11.5 Any vacancy occurring on the Committee during its term of office, or any vacancy not filled at the Annual General Meeting may be filled by the Committee.
- 11.6 Any Committee member who fails without just cause, notice of which shall be supplied to the Secretary, to attend three (3) notified Committee meetings during any one financial year shall, at the discretion of the Committee, forfeit their position on the Committee.
- 11.7 All Officers and Committee members of the Club must meet the specific criteria of the Charities Commission in respect of eligibility to hold such positions and agree to sign a declaration to that effect.

12 COMMON SEAL

- 12.1 The Society shall have a Common Seal, which shall be in the custody of the Secretary.
- 12.2 The Common Seal shall be affixed to all documents to which the Society is a party.
- 12.3 The Common Seal shall be affixed only by authority of a resolution of the Committee and the affixing of the seal shall be witnessed by the Commodore or Secretary and any two members of the Committee who shall also sign any such document.

13 CONTROL OF FUNDS

- 13.1 The Treasurer shall receive all monies paid to the Society and deposit the same to the credit of the Society in the bank approved by the Committee within fourteen (14) days of receipt.
- 13.2 All withdrawal slips shall be countersigned by any two (2) of the three (3) designated signatories of the Club's accounts.
- 13.3 All accounts for payment shall be passed by the Committee and the Treasurer shall prepare and submit to the Committee at all meetings of the Committee a detailed statement of the receipts and expenditure covering the period that has elapsed since the last preceding Committee meeting.
- 13.4 The Treasurer shall prepare and lay before the Annual General Meeting a Statement of Income and Expenditure of the Society and a Balance Sheet containing a summary of the Society's assets and liabilities made up till the end of the last preceding financial year duly audited as provided in the next succeeding clause hereof.
- 13.5 Any income, benefit, or advantage received by the Club must be used to advance the charitable purposes of the organisation as defined in section 2 above.

- 13.6 No member of the Club, or anyone associated with a member, is allowed to take part in, or influence any decision made by the Club in respect of payments to, or on behalf of, the member or associated person of any income, benefit, or advantage.
- 13.7 No Officer or Member shall receive any form of payment of money, advantage, or benefit (including salaries and wages), except as reimbursement for costs, expenses or other financial payment incurred on behalf of the Club, unless the Committee deems that such payment, advantage or benefit is made solely and exclusively for services or goods provided to the Club to achieve the Objects of the Club as defined in section 2 above, and that these payments are fair and reasonable relative to payments that would be made between unrelated parties.

14 AUDIT

- 14.1 The accounts of the Society shall be audited by a registered member of the New Zealand Institute of Chartered Accountants, or the equivalent body, not being a member of the Committee.
- 14.2 The Auditor shall have the power to call for the production of all the Society's books, accounts and documents relating to the affairs of the Club.
- 14.3 The Annual Balance Sheet and Statement of Income and Expenditure shall be audited and, if correct, certified in writing under the Auditor's hand before being submitted to the Annual General Meeting.

15 SECRETARY

- 15.1 The Secretary's duties are to attend all meetings of the Society and the Committee and to take minutes of the proceedings, to conduct the correspondence, to keep a copy of the same and generally to act for the Society under the direction of the Committee.

16 BORROWING POWERS

- 16.1 The Society shall have power to borrow or raise money in such manner as the Society in General Meeting may determine and to secure the repayment thereof by the issue of debentures or by mortgage or charge upon the whole or any part of the assets of the Society (whether present or future) and to purchase, redeem, or pay off any such securities.

17 DINGHY STORAGE

- 17.1 Any person allocated dinghy storage must be a financial member of the Society.

- 17.2 The Commodore will be responsible for the allocation of dinghy storage.
- 17.3 Persons wishing to be allocated dinghy storage will make application to the Commodore and allocations will be made, whenever practicable, to the person first applying.
- 17.4 Those members who currently occupy an allocated dinghy locker or dinghy stand space and whose membership fees and subscriptions are up to date have existing use rights whilst they continue to remain financial members of the Club and meet the deadline for payment of subscriptions.
- 17.5 The existing use rights for members under clause 17.4 are not transferable.
- 17.6 If a dinghy belonging to a member under clause 17.4 has not been used for some time or is in a state of disrepair the member may be advised in writing to their last known address that:
 - 17.6.1 the Committee reserves the right to move the dinghy to a less accessible locker space or an outside stand;
 - 17.6.2 unless the dinghy is repaired or removed within three months from notification by the Committee, the Committee reserves the right to remove it and revoke the member's usage rights for the allocated space.
- 17.7 If a member is in arrears with their membership fees and subscriptions for more than three months the member loses the use of the allocated space and must remove the dinghy within three months of notification by the Committee.
- 17.8 Any member whose allocated space has been revoked by the Committee will be advised of that fact in writing to their last known address. The member may, within thirty days of that notice, advise the Secretary in writing that they dispute the Committee's rule. The member may then be called before the next Committee Meeting for the matter to be discussed under "General Business". At the completion of that meeting, a binding decision will be made concerning the allocated space.
- 17.9 If a member with a currently allocated space dies, the family may make application to the Committee for consideration to retain the space PROVIDED THAT
 - 17.9.1 there is no waiting list; or
 - 17.9.2 the space is not required by the Committee for another purpose; or
 - 17.9.3 notwithstanding subclauses 17.9.1 and 17.9.2, the Committee, in its absolute discretion, agrees to allow the membership and subscription to pass to a family member;

17.9.4 the Committee, in its absolute discretion, may allocate a different locker or stand space.

17.10 The Committee has the absolute discretion to deny any application for an allocation if the dinghy is too large, in a state of disrepair, or in circumstances where it may present a hazard or danger.

18 CONDUCT OF MEMBERS AND VISITING YACHTSMEN

18.1 All members are expected to uphold the prestige of the Club and conduct themselves in an orderly manner at all times.

18.2 Visiting yachtsmen are expected to observe the same standard of conduct and any offenders will be reported to their Club.

19 FINANCIAL YEAR

19.1 The financial year of the Society shall commence on the first day of October in each year.

20 WINDING UP

20.1 A majority of the members of the Club at a meeting convened for the purpose may (provided that all liabilities of the Club have been duly discharged) resolve that the Society be wound up as from a date to be named in such resolution.

20.2 Such resolution before it shall take effect shall be confirmed at a subsequent General Meeting called for the purpose, and held not earlier than thirty (30) days after the date on which resolution so to be confirmed was passed. If any property remains after the winding up or dissolution of the Club and the settlement of all the Club's debts and liabilities, that property must be given or transferred to another organisation that is charitable under New Zealand law and has purposes similar to those of the Club or as decided by the majority at the General Meeting.

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