

Otago Yacht Club Incorporated

Rules



Title

1. The name of the Club is the **Otago Yacht Club Incorporated**

Objects

2. The objects of the Club shall be the promotion of the amateur sport of boating and include:
 - (a) to encourage the building and use of yachts and motor boats by amateurs;
 - (b) to encourage yacht racing and cruising, under power or sail, by the promotion of regattas and giving of prizes, and any other means by which may from time to time be determined by the Club
 - (c) to promote comradeship and good fellowship among members of the Club and kindred Clubs;
 - (d) to provide and maintain a clubhouse for the use of members;
 - (e) to secure the Club's tenure of its premises at the boat harbour in Dunedin, and to develop and improve the same, and to purchase, take on lease, or otherwise acquire such interests in the land and in the boat harbour as may from time to time become reasonably available to the Club; and to erect and maintain thereon such buildings as the Club may from time to time consider necessary or desirable.

Membership and conditions of election

3. There will be the following classes of membership: honorary life members; full members; associate members; corporate members; honorary members; family members; student members; junior members; and school members.
4. Persons of distinguished positions or attainment, or persons who have rendered outstanding service to the Club may be elected to honorary life membership at any general meeting after nomination by the committee. They shall have the full status of full members but shall not be liable to pay subscriptions.

5. A visitor to Dunedin may be elected an honorary member for not longer than 3 months. Honorary members shall be nominated and elected in the same way as ordinary members. They shall be entitled to all club privileges but may not vote at meetings, nor hold office. The committee shall have the right to revoke an honorary membership without notice and without assigning cause.
6. An application for membership must be in writing on a club form signed by a proposer and seconder. The application form, together with the subscription, must be forwarded to the Secretary for consideration by the Committee. The Secretary shall notify each member elected.
7.
 - (a) Any boat owner, or part owner who keeps or maintains a boat at the Club premises, or who, not being a member of another club affiliated to Yachting New Zealand, participates in club events, shall hold full, family, life or junior membership as appropriate.
 - (b) Persons wishing to enjoy the privileges of club membership who do not meet the requirements of Rule 7 (a) may be elected as associate members. Associate members may not vote at meetings, nor hold office.
 - (c) Family membership may be granted at the discretion of the Committee to any family group comprising a full member, that member's domestic partner, and dependent children of either. Both adult parties must sign the application form and upon election both shall have the status of full members, and their dependent children the status of junior members.
 - (d) Body corporate and school membership will be granted at the discretion of the committee upon application. A representative of the body corporate and school must sign the application and any change of representative during membership must be notified to the club. All staff, pupils and parents, on club property must comply in all respects with the rules and by-laws of the Otago Yacht Club Incorporated. Each body corporate and school representative will be entitled to one vote.
- 8a. Persons under the age of 18 years may be elected to Junior membership of the Club. They may sail in races and enjoy all the privileges of the Club.
- 8b. Persons over the age of 18 years, if enrolled as full time students at an educational institution, may be elected to student membership of the Club. All members over the

age of 18 years have the right to vote. They may sail in races and enjoy all the privileges of the Club.

Affiliation of clubs

9. The Committee may, at its discretion, admit any group or club to affiliation with the club, under such terms and conditions as it deems appropriate. Every such affiliation shall be reviewed each December by the Committee. The terms and conditions of every affiliation entered into shall be displayed on the Club notice board for the duration of that affiliation.

Resignation, discipline and forfeiture of membership

10. Any member wishing to resign shall give notice of intention in writing to the secretary. Resignation shall not affect a member's liability for subscriptions or dues accrued at the date thereof.
11. No gambling, betting or objectionable behaviour of any kind will be allowed on the club premises, nor shall intoxicating liquor be introduced, except by order and on the authority of the Committee. The Committee shall have the power to suspend any members offending against this rule, and no member so suspended shall be entitled to the privileges of membership until such suspension has been lifted.
12. If in the opinion of the Committee, the conduct of any member be injurious to the character and interests of the Club, the member may be expelled by the committee. A two-thirds majority of the members present shall be required. Notice of expulsion shall be posted to the member concerned. No expelled member shall have any interests in, or claims upon, the funds of the Club.

Subscriptions

13. The annual subscription shall be payable on the first of July each year. The rates of subscription for the various classes of membership shall be determined from time to time by resolution of the Club.

Arrears of subscriptions or dues

14. (a) A member whose subscription, shed rents, or dues for the current financial year are in arrears on the 31 October in any year may be struck off the Club register unless the Committee on the grounds of hardship, decides to grant an extension of time. Such extensions of time shall be for a definite term to be fixed by the committee, but the committee shall have the right to grant a further extension or extensions. Upon the expiry of the last such extension, the member shall automatically be struck off the register. Notice of such striking off shall be given to such member by registered letter sent to the member's last known address.

(b) After a member has been struck off the register under the provisions of Rule 14 (a), or expelled under Rule 12, the committee may:

- (i) Sue for and recover all subscriptions, shed rents, and dues owing at the date of such striking off or expulsion;
- (ii) Without being responsible for any loss or damage, remove from the enclosure at the boat harbour any boat, dinghy, or gear left by such member on club premises, and place the same on any other land occupied by the Club, provided at least 14 days notice of intention to take this action has been given to the member by registered letter at the member's last known address;
- (iii) Attach by way of lien for all subscriptions, shed rents and dues owing by such member, any boats, dinghy or gear left by such member on club premises, such lien to be notified to the member by registered letter sent to the member's last known address, a copy of the said lien to be affixed to the boat or boats, dinghy, or gear so attached. No boat, dinghy or gear under lien to the club shall be sold or removed from the club premises until all subscriptions, shed rents and dues owing by the owner shall have been paid in full.
- (iv) Sell by public auction, public tender, or private treaty any boat or boats, dinghy or gear left by such member on club premises. The proceeds of such sale to be applied by the committee firstly in payment of the expenses of the sale and secondly in liquidation of the subscription, shed rents, and dues owing by such member, the balance to be paid to such member on demand or by cheque to the member's last known address.

(c) If any member is in arrears for not less than 3 months with the rent of any shed, the committee without being responsible for any losses or damage may after giving 14 days notice by registered letter sent to the member's last known address, cause the shed to be broken open and the contents thereof removed to any land occupied by the Club whether within or outside the enclosure, and may thereafter re-let the shed to another member of the Club.

(d) The Commodore or any other flag officer authorised by the committee, may on behalf of the Club take any action that the committee has authority to take under Rules 14 (b) and (c).

Officers

15. The officers of the Club shall consist of the following:

(a) Flag officers:

(i) the Commodore;

(ii) the Vice-Commodore;

(iii) the Rear Commodore;

(b) the Secretary;

(c) the Treasurer.

Control of the Club

16. (a) The affairs of the Club shall be conducted by the Committee which shall be elected at the annual general meeting, and consist of the Officers of the Club and eight other members.

(b) The immediate past Commodore may choose to attend the Club committee meetings. The option to do so shall expire at the following annual general meeting.

(c) No member shall be eligible for election to the position of Commodore unless that member has served a minimum of one year as a member of the Club Committee.

Chairman

17. (a) At all meetings of the Club and of the Committee, the senior flag officer present shall preside. In the event of no flag officer being present, the meeting shall elect a chairman.

Committee

- 18. (a)** The Committee shall take office from the day of the annual general meeting and shall hold office until the following annual general meeting.
- (b)** Any member of the Committee who is absent from three consecutive meetings, without being granted leave of absence, shall cease to be a member thereof.
- (i) Any member of the Committee may be removed by a resolution of a special general meeting of which prior notice has been given to the Club members and which is passed by a two thirds majority of those present and voting.
- (c)** The Committee shall have the power to fill any casual vacancy in the membership of the Committee. A vacancy not filled at any election shall be deemed a casual vacancy within the meaning of this rule.
- (d)** The Committee shall meet as often as the business of the Club may require, provided that there shall normally be not less than one meeting per month.
- (e)** A meeting of the Committee may be called at any time by the Commodore or by the Secretary; a meeting shall be called within seven days of the receipt by the Commodore or the Secretary or a requisition signed by three or more members of the Committee and specifying the nature of the business to be brought before such meeting.
- (f)** Seven members of the Committee shall form a quorum.
- (g)** The Committee shall have full power and control over all funds, property and investments of the Club, and may make, alter and rescind by-laws.
- (h)** The Committee shall have the power to pay an honorarium to any person holding an honorary office in the Club.

Sub-committees

- 19.** The following sub-committees shall be appointed by the committee each year within 30 days of taking office. One member of each sub-committee shall be appointed its convener by the committee. Sub-committees shall have the power to co-opt.
- (a)** A sailing committee consisting of at least one flag officer and at least three other members who shall supervise all arrangements for club races and regattas. The sub-committee may delegate its power for the day;
- (b)** A works committee consisting of at least one flag officer and at least three other members who shall control all property owned by the club or under the jurisdiction of the club. It shall have oversight of the workings of the club slipways, moorings, trailer park and yard subject to safety regulations and working practices in the by-laws.
- (c)** A social committee consisting of at least one committee member.

Secretary

- 20.** The Secretary shall keep a record of the proceedings of all meetings of the club and the committee. The Secretary shall keep a register showing the name of each craft owned by members of the Club.

Treasurer

- 21.** The Treasurer shall keep the accounts of the club and produce a statement of accounts in accordance with the current recommended practice of the Chartered Accountants Australia and New Zealand and when reviewed shall be distributed to members no later than 10 days prior to the Annual General Meeting.

Finance

- 22.** The balance date of the Club shall be the 30th day of April.
- 23.** (a) All monies received by the Club shall be deposited in a bank account with a bank chosen by the committee. The bank account shall be operated under any two authorised signatories from amongst the Commodore, Vice-Commodore, Rear Commodore and Treasurer as well as additional signatories approved in committee.
- (b) No member of the Club or any person associated with a member shall participate in or materially influence any decision made by the Club in respect of the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever.
- (c) Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value). The provisions and effect of this clause shall not be removed from this document, and shall be included and implied into any document replacing this document.
- 24.** The books of account shall be reviewed at the end of each financial year by a member of the Chartered Accountants of Australia and New Zealand.
- (a) Subject to the provisions of sub-clause (b) of this rule, the Club shall have the power to borrow or raise money from time to time by the issue of debentures, bonds, mortgages or any other security, founded or based on all or any of the property and/or rights of the club, or without any such security and upon such terms as to priority and otherwise as shall be deemed fit by the Committee.

(b) Such power to borrow or raise money shall be exercised by the Committee and shall be exercised only in respect of particular development projects or other particular purposes and only after any such project or purpose has been approved by a resolution carried by a two-thirds majority of the members voting thereon at an annual or special general meeting and in accordance with rule 29 (e).

(c) The Committee of the Club is empowered to offer commercial sponsorship to assist with the promotion and financing of the club's activities. The number of sponsorships will be limited to fifteen (15) at any one time and the term and the sponsorship fee will be set by the committee.

All sponsorship will be evidenced by a formal agreement setting out the terms and conditions of each sponsorship and will be signed by the Club and the Sponsor.

Annual general meeting

25. The annual general meeting shall be held prior to 31 July of each year at such time and place as the Committee shall appoint.

(a) To receive from the Treasurer a report and statement of accounts for the preceding financial year;

(b) To elect the Officers and Committee for the ensuing year;

(c) Nominations for all candidates for the various offices shall be made in writing over the signature of the nominator, and forwarded to the Secretary at least 10 days before the meeting. Notice of such nominations shall be posted on the Club noticeboard.

(d) Any person who has been nominated in writing for Committee whose nomination is in the hands of the Secretary not less than 10 days prior to the annual general meeting, is automatically elected to the Committee if nominations put forward are less than the number of committee members required. The balance of nominations required can be taken from the floor of the meeting. If however, the written nominations are more than required, a secret ballot will be held.

(e) To consider any resolution of which due notice has been given in writing not less than 14 days prior to the meeting, to the Secretary who will inform members.

(f) To discuss any other matters provided for in the rules.

Special general meeting

26. A special general meeting may be called at any time by the Committee or by the Commodore. A special general meeting shall be called upon a written requisition of at least 10 members, such requisition to state the business to be dealt with. The business shall be set out in the notice to members and only such business or matters reasonably incidental thereto shall be dealt with at the meeting.

Notice of general meeting

27. Notice of every general meeting shall be given to every member not less than 10 days clear before the meeting. Every notice required to be given under these rules shall be delivered personally, mailed or sent by electronic means. It shall be deemed to have been received by the person(s) to whom it was addressed, on the day of receipt (if delivered personally), three days following posting (if posted) or on the day following the electronic sending (if sent by this means).

Quorum

28. At any general meeting fifteen members eligible to vote shall form a quorum.

Voting at meetings

29. (a) Only honorary life members and fully paid up members of the following classes of membership, full members, family members, student members, body corporate and school members, present at any meeting shall have the right to vote at such meeting.

(b) Voting on the election of officers shall be by secret ballot.

(c) Voting on any motion before a meeting shall be by the voices except any member present may require a show of hands. Three members may require a secret ballot.

(d) Except where otherwise specified, a majority of members voting shall decide any question.

(e) In the case of equality in voting, the chairman may exercise a casting vote in addition to a deliberative vote.

Alteration to rules

30. At any annual or special general meeting any of these rules may be altered, repealed, added to by resolution, provided that such resolution be carried by a two-thirds majority of the members voting thereon, and in accordance with rule 29 (e).

No addition to or alteration of the amateur sports promotion aims, personal benefit clause or winding up clause shall be approved without the approval of the Inland Revenue Department. The provision and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

Register of yachts and power boats

- 31.** No craft shall be entered for Club races unless its name and particulars have been inscribed in the club register. For this purpose each member shall forward to the Secretary in respect of each craft for which the member desires to obtain club privileges, a written statement showing the name, rig, measurements, type of engine, rated power of engine, private flag, and such other details as the committee may from season to season decide upon. Craft not so registered may however compete in races in which non-members are permitted to enter.

- 32.** No working boat or boats let out on hire shall be entered on the club register, nor any boat owned by more than one person, unless all the owners are members of the club. Yachts or power boats under genuine hire or charter to a member for at least six months shall be an exception to this rule.

- 33.** Any alteration to a craft affecting the rig, engine, engine power or propeller shall be reported immediately to the Secretary, who shall note these alterations in the register, and inform the handicappers.

- 34.** The sailing rules shall be those of the ISAF and Yachting New Zealand prescriptions, as published in the current YNZ Handbook and as amended by the sailing instructions.

- 35.** Delegates to the Otago Yachting Association shall be appointed by the committee within 30 days of taking office.

Club uniform

- 36.** The club uniform shall be that adopted by the committee from time to time.

Club ensign and club flag

- 37.** The Club ensign shall be the Red Ensign of New Zealand.

38. The Club flag shall be a white burgee with a blue cross.

It shall be hoisted whenever the Club ensign is flown.

39. The Commodore's flag shall be the club burgee with swallow-tail, and the Vice Commodore's flag a similar flag with one blue ball in the upper inner canton. The Rear Commodore's flag shall be similar with one red ball in the inner lower canton.

Flags

40. Flags shall be flown on club craft in conformity with nautical etiquette. No member shall fly the club flags on any boat not on the club register, exception to this rule being made in the case of flag officers.

Care of club property

41. No member shall remove any property of the Club excepting under by-laws made by the Committee. Members shall pay the full cost of replacing any club property destroyed, lost or damaged by them.

Care of members' property

42. The Club shall exercise reasonable care and supervision but shall not be responsible for the property of members left in club buildings or on the club grounds.

Notices

43. Notices shall not be posted on the club notice board unless they are signed and dated by the Secretary or Commodore.

Control and use of the common seal

44. The Club shall have a common seal which shall be kept in the custody of the Secretary. It shall be affixed to any deed or document only on the resolution of the committee, and each impression of the seal shall be valid only if attested in writing by the Commodore, or Vice Commodore, or Secretary, and in addition by two members of the Committee.

The property of the Club

- 45.** (a) The property and effects of the Club are vested in the members for the time being for the use of the Club solely in furtherance of the objects of the Club. Any profit or surplus arising from the use of such property and effects shall be regarded solely as an increment to such property and effects.
- (b) No person shall use any facilities of the Club unless they are a member, or are present as the invited guest of a member, who shall be responsible for the actions of the guest.

Winding up

- 46.** The Club shall not be wound up voluntarily except by 'special resolution' passed in accordance with the provisions of section 24 of the Incorporated Societies Act, 1908, and its amendments.
- 47.** If upon the winding up or dissolution of the Club there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall be disposed of in such a manner as the Club by special resolution determine, however the same shall not be paid to or distributed among the members of the Club but shall be given or transferred to some other charitable organisation or body having similar objects of the Club, or to some other charitable organisation or purpose, within New Zealand.

Recorded 09 August 2020

www.societies.govt.nz; Society number: 226713