

CONSTITUTION OF THE WAIKANAЕ BOATING CLUB INCORPORATED

1. NAME

The club will be named “Waikanae Boating Club Incorporated.”

2. OBJECTS

- a) TO promote, establish, foster, and assist the pursuits of boating, sailing, fishing and water sports of all kinds; to develop goodwill, fellowship and knowledge of safe practices amongst members.
- b) TO provide facilities at Waikanae Beach and elsewhere for the attainment, of the Club’s objects, and to prepare slipways, anchorage’s, pavilions, refreshment rooms, club rooms, or any other associated conveniences.
- c) TO hold or arrange races, excursions, voyages, sports and competitions and offer, grant or contribute towards the provision of prizes, awards and distinctions.
- d) TO subscribe to become a member of and co-operate with any other clubs or bodies whether incorporated or not whose aims or objects are wholly or in part similar to those of this Club.
- e) TO teach the art of marine search and rescue, the science of resuscitation and if thought fit, to obtain by purchase, hire or gift, all or any equipment customarily required in connection with water safety and to provide safe storage for any such equipment.
- f) TO purchase, take on lease or licence, or otherwise acquire any lands, buildings, easements, rights, or property, either real or personal, which may be capable of being conveniently used in the furtherance of any of the objects of the Club.
- g) TO raise money by subscription or donation and to grant any rights and privileges to subscribers or donors.
- h) TO borrow or raise money or secure the payment of money by any means as thought fit and in particular by execution of mortgages and charges upon all or any part of the Club’s property (both present and future).
- i) TO assist or take part in any sea rescue emergency whether called upon by Police or any other organisation or local responsible person or persons.

3. MEMBERSHIP

The Club shall be open to all persons of good reputation who agree to abide by the rules of the Club.

Application for membership shall be submitted to the Committee of the Club at its first meeting after their receipt. The applicant, if approved by a majority of the members of the committee present at the meeting, shall become a member of the club upon payment of the current joining fee and subscriptions.

Membership will be divided into three categories;

- (I). Family Members. Family membership includes spouses and children in their care under 16 years of age, or 18 years of age if still attending college, who are automatically eligible for participation in all activities of the Club including fishing competitions, but they only have one vote per membership.

Persons who, as guests, take part in Club activities more than three times in three months should join the Club.

- (II) Life Members

(III) Honorary Members

Life members shall be those full members of the Club who have been elected Life members in accordance with the following provisions:

- (i) Life membership shall be conferred only for outstanding service to the Club and not for monetary consideration other than honorarium.
- (ii) Every proposal for life membership shall first be considered by the committee and if approved by it submitted to ballot at a general meeting.
- (iii) A majority of at least two-thirds of the full members present is required to confer Life Membership.
- (iv) A life member shall not be liable for subscription but shall be entitled to all the privileges of full membership of the club.

Honorary members shall be those who are not full members of the Club but are elected Honorary members to recognise the special contribution they make.

Honorary membership shall be granted by the annual general meeting on the recommendation of the Officers and committee to those who do not wish to be full members of the Club, but who:

- (a) Have provided meritorious support for the Club in practical ways which help the Club achieve its operational funding, or resourcing goals.
This may include a class of supporters known as the 'Guardians' who have either gifted a minimum of \$50,000 and/or loaned a minimum of \$150,000 to the Club for improvement to its facilities.
- (b) Have, over a period of time, provided consistent support for the Club's fund-raising efforts.
- (c) An honorary member shall be entitled, without subscription, to the privileges of the Club's members but they will not have voting rights..

4. **ANY member** may discontinue membership upon delivering to the Secretary fourteen (14) days previous notice in writing of their intention to do so paying all subscriptions then due.

The committee may terminate the membership of any member if their subscription is in arrears and unpaid for three (3) calendar months.

The Committee shall have the right to expel any member who may act in any manner, which in the opinion of the Committee is, or maybe, prejudicial to the interests of the Club, or whose continued membership, in the opinion of the Committee, would be undesirable. Written notice to the member concerned shall have been forwarded by post to their last known address.

The Committee shall have the right to discipline or suspend members from the Club premises and all Club activities. In addition the Bar Manager, Duty Manager or Committee Member shall have the right to immediately suspend a member, such suspended member shall be excluded from the Club premises from the time of the offence until such time as the matter is dealt with by the Committee.

The membership of any member may be terminated by a majority of three-fourths of the members of the Club present and voting at a meeting of the Club called for that purpose.

Written notice to the member concerned shall have been forwarded by post to their last known address.

A person ceasing to be a member shall have no interest or claims upon the funds or property of the Club in respect to his membership.

5. OFFICERS

THE Officers of the Club shall be Commodore, Vice-Commodore, Rear-Commodore, and Treasurer.

6. COMMITTEE

THE committee shall comprise:

- a) The Officers of the Club
- b) Six (6) other members, however the Committee may co-opt any number of further members at its discretion. Six (6) shall be the minimum requirement. The co-opted members will not have voting rights.
- c) The immediate past Commodore to be a committee member for the first year after stepping down, as part of the hand over process. Thereafter if they wish to be on the committee they follow the nomination process.

7. ELECTIONS AND VOTING

- a) OFFICERS and members of the Committee shall be elected annually at the Annual General Meeting of the Club and shall hold office for a period of twelve (12) calendar months, or until such time as their successors shall be appointed.
- b) NOMINATIONS for the positions of the Elective Officers and other Members of the executive shall be delivered to the Secretary on or before twenty one days prior to the Annual General Meeting. Every candidate shall have been a member of the Club for at least twelve months prior to the closing of nominations and shall be nominated by two Members of the Club. The nomination must bear the signature of the candidate as evidence of his/her consent. Should there be insufficient nominations for any vacancy further nominations shall be made at the meeting.
- c) EACH question submitted to a meeting shall be decided on the voices unless the Chairperson of the meeting or at least two (2) members present require a show of hands, or unless a poll is demanded by at least two (2) members present. In the case of equality of votes, the Chairperson shall, both on a show of hands and a poll, have a casting vote in addition to that vote entitled to as a member.
- d) Junior members shall not have any voting rights.
- e) Only financial members may stand for office.
- f) Only currently financial members are eligible to vote.

8. POWER OF COMMITTEE

THE Committee shall have the power:

- a) TO manage the affairs of the Club and generally to control all operations of the Club and any sub-committees which may be appointed from time to time and to exercise all the powers and authorities of the Club. The membership may by resolution at any General Meeting restrict or impose conditions upon the Committee of all or any of the powers hereby conferred. No such resolution shall invalidate any prior act of the Committee.

- b) Appoint a Secretary Manager to manage the operational affairs of the club and act as Secretary of all Committee Meetings
- c) TO appoint sub committees of its members and to delegate to them all or any of the powers and duties and apply any restrictions as it shall think fit.
- d) TO set up special committees which need not be formed exclusively from its own members for any special purpose which it may deem advisable with such powers as it may consider proper.
- e) TO vary or rescind at any time or from time to time any powers or delegations vested or conferred under the preceding sub clauses (b) and (c)
- f) TO make, amend and repeal any rules or regulations for the guidance or conduct of its own proceedings.
- g) TO decide from time to time on pennants, badges and other insignia for the Club and its members.
- h) To make, repeal and amend such by-laws and regulations (not inconsistent with these rules) as it thinks expedient for the management or well-being of the Club or for the furtherance of its objects.
- i) Should an Officer or Committee Member be absent from Committee for three consecutive meetings without leave of absence, the Committee shall regard their position as vacant and may appoint a person from the general membership to fill the vacancy.

9. MEETINGS

- a) THE Annual General Meeting of the Club shall be held within three (3) months of the end of each financial year and not more than fifteen (15) months after the holding of the last preceding Annual General Meeting.
- b) The financial year of the Club shall end on 31 March unless the Club decides otherwise at a General Meeting.
- c) General meetings of the Club and meetings of the Committee may be called and held as necessary.
- d) Special General Meetings of the Club shall be convened on a requisition in writing signed by at least ten per cent of the members of the Club.
- e) Remote Voting: For members unable to attend the Annual General Meeting, their votes may be submitted remotely to the Secretary Manager 48 hours before the meeting. The email address the vote is sent from must be the email address held on the database that the member uses for the club. Any remote vote received later than the 48 hour deadline will not be counted.
- f) The quorum for such meetings shall be as follows: General Meetings and Special General Meetings ten (10) Meetings of the Committee five (5)
- g) At least fourteen (14) clear days' notice must be given of all General Meetings and Special General Meetings of the Club.
Such notice must be in writing and to the members at their last known address. Committee Meetings shall be held at times and places at the discretion of the committee.

10. FUNDS AND CONTRIBUTIONS

ALL funds shall be receipted and banked into the Club's bank account and shall be under the control of the Committee to administer, control and invest as it deems fit in the best interest of the Club. The annual membership subscriptions, the joining fees and discount which may be offered for prompt payment of subscriptions shall be set each year at the Annual General Meeting and become due at that time.

The Club may accept contributions of any amount towards any department of its work or to assist in any way to carry out its objects or for other general purpose and such contributions will be devoted to the objects for which they were made.

11. FINANCE AND AUDIT

- a) ALL accounts shall be examined and passed for payment by the committee and shall be authorised by any two of the Commodore, Vice-Commodore, Secretary Manager or Treasurer.
- b) The Honorary Treasurer shall keep the books of records in a satisfactory state and shall produce an Income and Expenditure Account and Balance Sheet in reasonable time for audit purposes so that the accounts can be distributed with the Commodore's Annual Report for the Club's Annual General Meeting.

12. COMMON SEAL

THE Common Seal To be provided for the Club shall be in the custody of the Secretary Manager. It shall not be used except by resolution of the Committee of the Club recorded in the minutes. Every instrument to which the seal shall be affixed shall be signed by at least two (2) members of the Committee and the Secretary.

13. VACANCIES

THE Committee will have power to fill vacancies. Each person appointed to fill any vacancy will remain in office for such period only as a vacating member would have retained the same position.

14. DISPOSITION OF PROPERTY IN THE EVENT OF LIQUIDATION

UPON the dissolution of the Club the property of the club shall be sold and the net proceeds, after payments of its debts, shall be disposed of as the Club in General Meeting shall direct.

15. ALTERATION TO RULES

NO rule of the Club shall be repealed or altered, and no new rule shall be made unless passed by a majority of two-thirds of the members present and voting at a General Meeting called for that purpose.

16. PRIVATE PECUNIARY BENEFIT

NO member or person associated with a member of the club shall derive any income, benefit or advantage from the Club where they can materially influence payment of income, benefit or advantage. Except where that income, benefit or advantage is derived from:

- a) Professional services to the Club rendered in the course of business charged at no greater rate than current market rates.
- b) Interest on money lent at no greater rate than current market rates.

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