

PORT HACKING OPEN SAILING CLUB INC.

INDEX

PART I

Preliminary

1. Interpretation

PART II

Membership

2. Membership Qualification
3. Membership Classification
4. Nomination for Membership
5. Cessation of Membership
6. Membership not transferable
7. Registration of Member
8. Register of Members
9. Fees & Subscriptions
10. Liabilities of Member
11. Disciplining of Members
12. Right of Appeal

PART III

The Committee

13. Powers
14. Constitution
15. Election of Members
16. Honorary Secretary
17. Honorary Treasurer
18. Casual Vacancies
19. Removal of Member
20. Meetings and Quorum
21. Sub Committee
22. Voting & Decisions

PART IV

General Meetings

23. Annual General Meeting
24. Calling and Business
25. Special General Meetings
26. Notice
27. Procedure
28. Presiding Member
29. Adjournment
30. Making of Decisions
31. Special Resolutions
32. Voting
33. Appointment of Proxies

PART V

Miscellaneous

34. Insurance
35. Funds -source
36. Funds -management
37. Alterations of Objects and Rules
38. Common Seal
39. Custody of Books
40. Inspection of Books
41. Services of Notices
42. Surplus Property
43. Club Colours
44. Registration of Boats
45. Non Profit Clause
46. Dissolution Clause

APPENDIX 1

Application for Membership of Association

APPENDIX 2

Appointment of Proxy

CORPORATE AFFAIRS COMMISSION

ASSOCIATIONS INCORPORATION ACT, 1984 PORT HACKING OPEN SAILING CLUB INC.

RULES

PART 1 PRELIMINARY

1. Interpretation

(1) In these rules, except in so far as the context or subject-matter otherwise indicates or requires –

"ordinary member" means a member of the committee who is not an office-bearer of the association as referred to in rule 14 (2);

"secretary" means

(a) the person holding office under these rules as secretary of the association;
or

(b) where no such person holds that office -the public officer of the association;

"special general meeting" means a general meeting of the association other than annual general meeting;

"the Act" means the Associations Incorporation Act, 1984;

"the Regulation" means the Associations Incorporation Regulation, 1985.

(2) In these rules –

(a) a reference to a function includes a reference to a power, authority and duty; and

(b) a reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty.

(3) The provisions of the Interpretation Act, 1897, apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

PART II MEMBERSHIP

2. Memberships Qualifications

A person is qualified to be a member of the Club if, but only if:

- a) the person is a person referred to in Section S5(1)(a), (b) or (c) of the Act; or
- (c) the person is a natural person who –
 - (i) has been nominated for membership of the Club as provided by rule 4; and
 - (ii) has been approved for membership of the Club by the committee of the Club.

3. Membership Classification

- (a) Membership of the Club shall be of the following designations, viz. Senior Sailing Member, Junior Sailing Member, Social Member, Life Member, Honorary Member and Association Member.
- (b) A Senior Sailing Member shall mean any Member, who is eighteen years of age or over and who pays a nomination fee and an annual subscription as provided in these rules. A Senior Sailing Member shall be entitled to all the privileges for which the Club is established.
- (c) A Junior Sailing Member of the Club shall mean a member who is under the age of eighteen years as at 1st October and who pays a nomination fee and an annual subscription as provided in these rules. A Junior Sailing Member shall be entitled to all the privileges and advantages for which the Club is established. A Junior Sailing Member under the age of twelve years as at 1st October shall not be entitled to vote nor hold any office as set out in 14(2).
- (d) A Social Member shall mean a Member who is not a Senior or Junior Sailing Member and who pays a nomination fee and an annual subscription as provided in these rules. A Social Member shall be entitled to the Social privileges of the Club and to the equal use of amenities and shall be entitled to sail in not more than three sailing races in any sailing season.
- (e) A Social Member shall be entitled to become a Senior or Junior Sailing Member as the case may be by notice in writing to the Committee of Management, accompanied by the difference (if any) in the amount of the subscription.
- (f) A Life Member shall mean any person who has rendered services to the Club or for any other sufficient reason, if nominated by or on behalf of the Management Committee for that purpose, may be elected by a majority of at least two thirds of the Members present at a General or Special Meeting as a Life Member of the Club, provided that notice of such nomination be posted on the Club notice board for a period of at least 21 days before the Meeting at which the nomination will be dealt with. Any life members duly elected shall not be required to pay any Annual Subscription.

- (g) Honorary Members may be elected by the Committee who will determine their privileges. No Honorary Member shall take part in the Management of the Club or have the right to vote at any Meeting of the Club but otherwise shall enjoy the full use of the Club amenities.
- (h) Association Members may be elected by the Committee and are organisations that have a direct relationship or association with the Club and have paid an annual subscription as provided in these rules. The Committee will determine their privileges and their annual Association Membership fee. No Association Member organisation shall take part in the Management of the Club or have the right to vote at any Meeting of the Club but otherwise shall enjoy the full use of the Club amenities

4. Nomination for Membership

- (1) A nomination for membership of the Club –
 - (a) shall be made by a member of the Club in writing in the form set out in Appendix 1 to these rules; and
 - (b) shall be lodged with the secretary of the Club together with the prescribed nomination fee.
- (2) As soon as practicable after receiving a nomination for membership, the secretary shall refer the nomination to the committee which shall determine whether to approve or to reject the nomination.
- (3) Where the committee determines to approve a nomination for membership, the secretary shall, as soon as practicable after that determination, notify the nominee of that approval and enter the nominee`s name in the register of members and, upon the name being so entered, the nominee becomes a member of the Club.
- (4) Should the committee reject the nomination, the secretary shall notify the nominee within a period of 28 days of the decision and return the prescribed nomination fee to the nominee.

5. Cessation of Membership

A person ceases to be a member of the Club if the person –

- (a) dies;
- (b) resigns that membership; or
- (c) is expelled from the Club.
- (d) is un-financial in accordance with rule 9 2(a) and remains un-financial to 31st March being the end of the financial year.

6. Membership not Transferable

A right, privilege or obligation which a person has by reason of being a member of the Club:

- (a) is not capable of being transferred or transmitted to another person; and
- (b) terminates upon cessation of the person's membership.

7. Resignation of Membership

- (1) A member of the Club is not entitled to resign that membership except in accordance with this rule.
- (2) A member of the Club who has paid all amounts payable by the member to the Club in respect of the member's membership may resign from membership of the Club by first giving notice (being not less than 1 month or not less than such other period as the committee may determine) in writing to the Secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.
- (3) Where a member of the Club ceases to be a member pursuant to clause (2) and in every other case where a member ceases to hold membership, the secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

8. Register of Members

- (1) The public officer of the Club shall establish and maintain a register of members of the Club specifying the name and address of each person who is a member of the Club together with the date on which the person became a member.
- (2) The register of members shall be kept at the principal place of administration of the Club and shall be open for inspection, free of charge, by any member of the Club at any reasonable hour.

9. Fees & Subscriptions

- (1) A member of the Club shall, upon admission to membership, pay to the Club a fee of \$1 or, where some other amount is determined by the committee, that other amount.
- (2) In addition to any amount payable by the member under clause (1), a member of the Club shall pay to the Club an annual membership fee of \$2 or, where some other amount is determined by the committee, that other amount:
 - (a) except as provided by paragraph (b), the annual membership fee shall be due and payable on 1st August in each calendar year. Members whose subscriptions are not paid by 1st October shall be deemed un-financial.
 - (b) where the member becomes a member on or after 1st August in any calendar year - upon becoming a member and before 1st August in each succeeding calendar year.

- (c) the office bearers of the committee may resolve to waive the fees set out in (1) and (2) of this clause if they unanimously agree that such payment is likely to cause undue financial hardship to the nominee or member.

10. Liabilities of Members

The liability of a member of the Club to contribute towards the payment of the debts and liabilities of the Club or the costs, charges and expenses of the winding up of the Club is limited to the amount, if any, unpaid by the member in respect of membership of the Club as required by rule 9.

11. Disciplining of Members

(1) Where the committee is of the opinion that a member of the Club:

- (a) has persistently refused or neglected to comply with a provision or provisions of these rules; or
- (b) has persistently and wilfully acted in a manner prejudicial to the interests of the Club,

the committee may, by resolution –

- (c) expel the member from the Club; or
- (d) suspend the member from membership of the Club for a specified period.

(2) A resolution of the committee under clause (1) is of no effect unless the committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under clause (3), confirms the resolution in accordance with this rule.

(3) Where the committee passes a resolution under clause (1), the secretary shall, as soon as practicable, cause a notice in writing to be served on the member –

- (a) setting out the resolution of the committee and the grounds on which it is based;
- (b) stating that the member may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
- (c) stating the date, place and time of that meeting; and
- (d) informing the member that the member may do either or both of the following:

- (i) attend and speak at that meeting;

- (ii) submit to the committee at or prior to the date of that meeting written representations relating to the resolution.

- (4) At a meeting of the committee held as referred to in clause (3) the committee shall:
 - (a) give to the member an opportunity to make oral representations;
 - (b) give due consideration to any written representations submitted to the committee by the member at or prior to the meeting; and
 - (c) by resolution determine whether to confirm or to revoke the resolution.
- (5) Where the committee confirms a resolution under clause (4), the secretary shall, within 7 days after that confirmation, by notice in writing inform the member of the fact and of the member's right of appeal under rule 12.
- (6) A resolution confirmed by the committee under clause (4) does not take effect –
 - (a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
 - (b) where within that period the member exercises the right of appeal, unless and until the Club confirms the resolution pursuant to rule 12(4).

12. Right of Appeal

- (1) A member may appeal to the Club in general meeting against a resolution of the committee which is confirmed under rule 11(4), within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) Upon receipt of a notice from a member under clause (1), the secretary shall notify the committee which shall convene a general meeting of the Club to be held within 21 days after the date on which the secretary received the notice.
- (3) At a general meeting of the Club convened under clause (2)
 - (a) no business other than the question of the appeal shall be transacted;
 - (b) the committee and the member shall be given the opportunity to state their respective cases orally or in writing, or both; and
 - (c) the members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (4) If at the general meeting the Club passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

PART III THE COMMITTEE

13. Powers

The committee shall be called the committee of management of the Club and, subject to the Act, the Regulation and these rules and to any resolution passed by the Club in general meeting –

- (a) shall control and manage the affairs of the Club;
- (b) may exercise all such functions as may be exercised by the Club other than those functions that are required by these rules to be exercised by a general meeting of members of the Club; and
- (c) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the Club

14. Constitution and Membership

- (1) Subject in the case of the first members of the committee to section 21 of the Act, the committee shall consist of:
 - (a) the office-bearers of the Club; and
 - (b) a minimum of 8 ordinary members, each of whom shall be elected at the annual general meeting of the Club pursuant to rule 15.
- (2) The office-bearers of the Club shall be
 - (a) Commodore
 - (b) two Vice-Commodores
 - (c) Rear Commodore
 - (d) Honorary Treasurer
 - (e) Honorary Secretary
- (3) Each member of committee shall, subject to these rules hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.
- (4) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the Club to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.

15. Election of Members

- (1) Nominations of candidates for election as office-bearers of the Club or as ordinary members of the committee –
 - (a) shall be made in writing, signed by two members of the Club and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) shall be delivered to the secretary of the Club not less than 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the committee shall be deemed to be casual vacancies.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- (6) The ballot for the election of office-bearers and ordinary members of the committee shall be conducted at the annual general meeting in such usual and proper manner as the committee may direct.
- (7) A nomination of a candidate for election under this clause is not valid if that candidate has been elected to another office at the same election.

16. Honorary Secretary

- (1) The Honorary Secretary of the Club shall, as soon as practicable after being appointed as Honorary Secretary, lodge notice with the Club of his or her address.
- (2) It is the duty of the Honorary Secretary to keep minutes of –
 - (a) all appointments of office-bearers and members of the committee;
 - (b) the names of members of the committee present at a committee meeting or a general meeting; and
 - (c) all proceedings at committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting shall be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

17. Honorary Treasurer

It is the duty of the honorary treasurer of the Club to ensure that –

- (a) all money due to the Club is collected and received and that all, payments authorised by the Club are made; and
- (b) correct books and accounts are kept showing the financial affairs of the Club including full details of all receipts and expenditure connected with the activities of the Club.

18. Casual Vacancies

For the purposes of these rules, a casual vacancy in the office of a member of the committee occurs if the member –

- (a) dies;
- (b) ceases to be a member of the Club;
- (c) becomes an insolvent under administration within the meaning of the Companies (New South Wales) Code;
- (d) resigns office by notice in writing given to the secretary;
- (e) is removed from office under rule 19;
- (f) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
- (g) is absent without the consent of the committee from all meetings of the committee held during a period of 6 months.

19. Removal of Member

- (1) The Club in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) Where a member of the committee to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the secretary or commodore (not exceeding a reasonable length) and requests that the representations be notified to the members of the Club, the secretary or the commodore may send a copy of the representations to each member of the Club, or, if they are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

20. Meetings and Quorum

- (1) The committee shall meet at least 3 times in each period of 12 months at such place and time as the committee may determine.
- (2) Additional meetings of the committee may be convened by the commodore or by any member of the committee provided oral or written notice of the meeting of the committee shall be given by the secretary to each member of the committee at least 48 hours (or such other period as

may be unanimously agreed upon by the members of the committee) before the time appointed for the holding of the meeting.

- (3) Notice of a meeting given under clause (2) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- (4) Any 4 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (5) No business shall be transacted by the committee unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place and at the same hour of the same day in the following week.
- (6) If at the adjourned meeting a quorum is not present -within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
- (7) At a meeting of the committee –
 - (a) the commodore or, in the commodore's absence a vice-commodore shall preside; or
 - (b) if the commodore and the vice-commodore are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting shall preside.

21. Delegation by Committee to Sub-Committee

- (1) The Committee may, by instrument in writing, delegate to one or more subcommittees (consisting of such member or members of the Club as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than –
 - (a) this power of delegation; and
 - (b) a function which is a duty imposed on the committee by the Act or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Notwithstanding any delegation under this rule, the committee may continue to exercise any function-delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Committee.

- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (7) A sub-committee may meet and adjourn as it thinks proper.

22. Voting and Decisions

- (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee shall be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- (2) Each member present at the meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to rule 20(4), the committee may act notwithstanding any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

PART IV GENERAL MEETINGS

23. Annual General Meetings -holding of.

- (1) With the-exception of the first annual general meeting of the Club, the Club shall, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the Club, convene an annual general meeting of its members.
- (2) The Club shall hold its first annual general meeting –
 - (a) within the period of 18 months -after its incorporation under the Act; and
 - (b) within the period of 2 months after the expiration of the first financial year of the Club.
- (3) Clauses (1) and (2) have effect subject to any extension or permission granted by the Commission under section 26(3) of the Act.

24. Annual General Meetings -calling of and business at.

- (1) The annual general meeting of the Club shall, subject to the Act and to rule 23, be convened on such date and at such place and time as the committee thinks fit.

- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting shall be –
 - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting;
 - (b) to receive from the committee reports upon the activities of the Club during the last preceding financial year;
 - (c) to elect office-bearers of the Club and ordinary members of the committee; and
 - (d) to receive and consider the statement which is required to be submitted to members pursuant to section 26(e) of the Act.
- (3) An annual general meeting shall be specified as such in the notice convening it.

25. Special General Meetings -calling of.

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the Club.
- (2) The committee shall, on the requisition in writing of not less than 5 per cent of the total number of members, convene a special general meeting of the Club.
- (3) A requisition of members for a special general meeting-
 - (a) shall state the purpose or purposes of the meeting;
 - (b) shall be signed by the members making the requisitions;
 - (c) shall be lodged with the secretary; and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within 1 month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by a member or members as referred-to in clause (4) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who thereby incurs expense is entitled to be reimbursed by the Club for any expense so incurred.

26. Notice

- (1) Except, where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the secretary shall, at least 14 days before the date fixed for the holding of the general meeting, notify members by affixing a notice of the general meeting on the Club's Notice Board in the Club's premises specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) Where the nature of the business proposed to be dealt with at a general-meeting requires a special resolution of the Club, the secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each member to the address appearing in the register of members, a notice specifying, in addition to the matter required under clause (1), the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted pursuant to rule 24(2).
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who shall include that business in the next notice calling a general meeting given after receipt of the notice from the member.

27. Procedure

- (1) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) Ten members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 3) shall constitute a quorum.

28. Presiding Member

- (1) The commodore or, in the commodore's absence, a vice-commodore duly nominated by the members of the committee present, shall preside as chairperson at each general meeting of the Club.

- (2) If the commodore and the vice-commodore are absent from a general meeting or unwilling to act, the members present shall elect one of their number to preside as chairperson at the meeting.

29. Adjournment

- (1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the -business left unfinished at the meeting at which the adjournment took place.
- (2) Where a general meeting is adjourned for 14 days or more, the secretary shall give written or oral notice of the adjourned meeting to each member of the Club stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in clauses (1) and (2), notice of an adjournment of a general meeting or of the business to be-transacted at an adjourned meeting, is not required to be given.

30. Making of Decisions

- (1) A question arising at a general meeting of the Club shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Club, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At a general meeting of the Club, a poll may be demanded by the chairperson or by not less than 3 members present in person or by proxy at the meeting.
- (3) Where a poll is demanded at a general meeting, the poll shall be taken –
 - (a) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment; or
 - (b) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs,and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

31. Special-Resolution

A resolution of the Club is a special resolution if –

- (a) It is passed by a majority which comprises not less than three-quarters of such members of the Club as, being entitled under these rules so to do, vote in person or by proxy at a general

meeting of which not less than 21 days written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules; or

- (b) where it is made to appear to the Commission that it is not possible or practicable for the resolution to be passed in the manner specified in paragraph (a) -the resolution is passed in a manner specified by the Commission.

32. Voting

- (1) Upon any question arising at a general-meeting of the Club a member has one vote only subject to rule 3 (c) and (g).
- (2) All votes shall be given personally or by proxy but no member may hold more than 5 proxies.
- (3) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member or proxy is not entitled to vote at any general meeting of the Club unless all money due and payable by the member or proxy to the Club has been paid, in accordance with rule 9.

33. Appointment of –Proxies

- (1) Each member shall be entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy shall be in the form set out in Appendix 2 to these rules.

PART V MISCELLANEOUS

34. Insurance

- (1) The Club shall effect and maintain insurance pursuant to section 44 of the Act.
- (2) In addition to the insurance required under clause (1), the Club may effect and maintain other insurance.

35. Funds – Source

- (1) The funds of the Club shall be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the Club in general meeting, such other sources as the committee determines.

- (2) All money received by the Club shall be deposited as soon as practicable and without deduction to the credit of the Club's bank account.
- (3) The Club shall, as soon as practicable after receiving any money, issue an appropriate receipt.

36. Funds – Management

- (1) Subject to any resolution passed by the Club in general meeting, the funds of the Club shall be used in pursuance of the objects of the Club in such manner as the committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the committee or employees of the Club, being members or employees authorised to do so by the committee.

37. Alteration of objects and Rules

The statement of objects and these rules may be altered rescinded or added to only by a special resolution of the Club.

38. Common Seal

- (1) The common seal of the Club shall be kept in the custody of the public officer.
- (2) The common seal shall not be affixed to any instrument except by the authority of the committee and the affixing of the common seal shall be attested by the signatures either of 2 members of the committee or of 1 member of the committee and of the public officer or secretary.

39. Custody of Books

Except as otherwise provided by these rules, the public officer shall keep in his or her custody, or under his or her control, all records, books and other documents relating to the Club.

40. Inspection of Books, etc.

The records, books and other documents of the Club shall be open to inspection, free of charge, by a member of the Club at any reasonable hour.

41. Service of Notices

- (1) For the purpose of these rules, a notice may be served by or on behalf of the Club upon any member either personally or by sending it by post to the member at the member's address shown in the register of members.

- (2) Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

42. Surplus Property

- (1) At the first general meeting of the Club, the committee shall propose a resolution that in the event of the winding up or the cancellation of the incorporation of the Club the surplus property shall pass to an incorporated or unincorporated Club which has similar objects to the Port Hacking Open Sailing Club Inc. in accordance with Section 53(2) of the Act.
- (2) The incorporated Club so nominated shall be one which fulfils the requirements specified in section 53(2)(a)-(c) of the Act.

43. Club Colours

The Club's distinguishing flag shall be a light blue pennant with a white cross in the centre and the letters P.H.O.S.C.

44. Registration of Boats

Any boat being the property of a member desirous of entering and/or racing the boat in Club races shall be placed on the Club's Register upon payment by the owner of the registration fee prescribed by the Club. With every application for registration of a boat, a coloured design or emblem, in accordance with the Sailing Rules, must be submitted for approval, and the approved number, design or emblem must be carried when the boat is racing.

45. Non Profit Clause

The assets and income of the organisation shall be applied solely in furtherance of its above-mentioned objects and no portion shall be distributed directly or indirectly to the members of the organisation except as bona fide compensation for services rendered or expenses incurred on behalf of the organisation.

46. Dissolution Clause

In the event of the organisation being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes which is not carried on for the profit or gain of its individual members.

--oo0oo--

APPENDIX 1

APPLICATION FOR MEMBERSHIP OF ASSOCIATION

APPLICATION FOR MEMBERSHIP

Name: _____ . Date _____

Address: _____

_____ . Post Code _____

Telephone: _____ . Date of Birth: _____ (Junior only)

I wish to apply for membership as a Senior Sailing Member/ Junior Sailing Member/ Social Member/
Family Membership and agree to be bound by the rules of the club for the time being in force.

All those taking part in Port Hacking Open Sailing Club races and activities do so at their own risk and
responsibility.

Signed: _____ (Parent if Junior Member)

Class of boat to be sailed: _____

Name of boat to be sailed: _____

Proposed by: _____

Seconded by: _____

APPENDIX 2

FORM OF APPOINTMENT OF PROXY (Rule 33.2)

I, _____ (full name)

of _____ (address)

being a member of Port Hacking Open Sailing Club Inc. hereby appoint:

_____ (full name of proxy)

of _____ (address)

being a member of that incorporated Club, as my proxy to vote for me on my behalf at the general meeting of the Club (Annual General Meeting or Special General Meeting, as the case may be) to be

held on the _____ day of _____, 2____ (year)

and at any adjournment of that meeting.

- ❖ My proxy is authorised to vote in favour of/against (delete as appropriate) the resolution
(insert details).

- ❖ To be inserted if desired.

_____ (signature of member appointing proxy)

_____ (date)

NOTE: A proxy may not be given to a person who is not a member of the Club.

PORT HACKING OPEN SAILING CLUB INC.

STATEMENT OF OBJECTS

The objects for which the Club is established are;

- (a) To foster and promote the sport of sailing on Port Hacking and other waterways.
- (b) To co-operate with any body or association having for its objects the encouragement and development of sailing.
- (c) To control all conditions in Club races
- (d) To provide a Club House or Club Houses and other buildings with all appurtenances conveniences and facilities and with or without recreation areas or grounds as may be deemed expedient for the benefit of members.
- (e) To purchase lease or otherwise acquire any lands and hereditaments of any tenure and to improve alter repair rebuild manage conduct and otherwise deal with the same.
- (f) To build alter construct repair renovate maintain and furnish a Club House or Club Houses and all other buildings necessary or convenient for establishing and carrying on a Club.
- (g) To borrow raise money by the issue of or upon bonds bills of exchange promissory notes or other obligations or securities of the Club or by mortgage charge or lien over all or any part of the property both present and future of the Club and to purchase redeem or pay off any such securities.
- (h) To sell lease let dispose of turn to account or otherwise with all or any part of the property or rights of the Club for such consideration and upon such terms and conditions, as the Club may think fit.
- (i) To do all such other things as are incidental or conducive to the attainment of the foregoing objects.