

GENERAL RULES
of the
Rye Yacht Club Incorporated

Revised by the Club on 23rd March 2019 and confirmed by the Department of Justice on 18th May 2019.
These Rules are to be read in conjunction with the Model Rules, Associations Incorporation Act (1981).

RYE YACHT CLUB INCORPORATED - GENERAL RULES

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1. NAME

- 1.1 The name of the incorporated association is **RYE YACHT CLUB INCORPORATED** (in these rules called "the Association").
- 1.2 The Burgee of the Club will be in the form of a pennant. Colours: Red, White and Blue, with white letters on the blue. Letters RYE horizontally intersected by RYC vertically.

2. INTERPRETATION

- 2.1 In these rules "Rye Yacht Club Incorporated" shall be abbreviated to "RYC" and unless the contrary intention appears:
- "Committee"** means the Executive Committee of the Association.
- "Financial Year"** means the year ending on 31st March.
- "General Meeting"** means a general meeting of the Members convened in accordance with these rules.
- "Member"** means a Member of the Association in accordance with Rule 4 hereof.
- "Active Member"** Is a Member who is a financial member.
- "Member of the Committee"** means a Member of the Committee who is not an Officer of the Association under Rule 23.
- "The Act"** means the Associations Incorporation Act 1981.
- "Regulations"** means regulations under the Act.
- 2.2 In these Rules, a reference to the Secretary of an Association is a reference:
- (a) where a person holds office under these Rules as Secretary of the Association - to that person; and
 - (b) in any other case, to the Public Officer of the Association.
- 2.3 Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958 and the Act as in force from time to time.
- 2.4 In the event of any doubt or difficulty arising as to the meaning of any Rule, By-law or Regulation, the Committee shall have power to pronounce a decision upon it, which shall be final.

3. STATEMENT OF PURPOSES

- 3.1 The objects of the Association will be:
- (a) to foster interest in and to encourage and promote the sport of sailing generally.
 - (b) to conduct races and regattas for the purposes of competition between Members of the Association, together with such other persons whom the Association may deem eligible for competition from time to time.
 - (c) to conduct races and regattas and competition between other organisations formed for the purpose.
 - (d) to give effect to affiliation with the Australian Sailing and such other bodies as the Committee may from time to time recommend.
 - (e) to provide and maintain at Rye suitable premises and storage facilities for the use of Members of the Association including the provision and maintenance of a Club House.
 - (f) to maintain and foster family participation in all aspects of the Association's activities
 - (g) to provide safe and inclusive environment for all Club members.

4. MEMBERSHIP

- 4.1 Natural persons, being amateur yacht persons or persons actively interested in furthering the purposes of the Association, who are nominated and approved for membership as provided in these rules, shall be eligible for membership upon payment of the entrance fee and subscription payable under these rules. (An amateur yacht person for this purpose shall be a person described as such by Australian Sailing).
- 4.2 A person who is not a Member of the Association at the time of the incorporation of the Association (or who was such a Member at that time but has ceased to be a Member) shall not be admitted to membership:
- (a) unless the nominee is nominated as provided in Rule 4.3; and
 - (b) the admission of the nominee as a Member is approved by the Committee.
- 4.3 A nomination of a person for membership of the Association:
- (a) shall be made in writing in the form set out in Appendix A; and
 - (b) shall be lodged with the Registrar of the Association.
 - (c) shall be accompanied by the appropriate subscription and nominated fee both of which will be returned if the Application is not accepted.
 - (d) a candidate shall be proposed by one financial voting Member and seconded by another such Member, both of whom shall have been Members of the Association for at least two years, and have satisfied themselves that the candidate is eligible for membership.

- 4.4 As soon as is practicable after the receipt of a nomination, the Registrar shall refer the nomination to the Committee.
- 4.5 Upon a nomination being transferred to the Committee, the Committee shall determine whether to approve or reject the nomination and in the event of approval, shall determine the classification of the membership for which the nominee has been approved.
- 4.6 A nomination can only be refused by a majority decision of the whole Committee. Its decision will be final and no reason for rejection need be assigned.
- 4.7 Upon the nomination being approved by the Committee, the Registrar shall, with as little delay as possible, notify the nominee in writing that the nomination is approved for membership of the Association, and forward to the newly elected member a copy of the General Rules and other relevant documents.
- 4.8 The Registrar shall, upon the nomination being approved by the Committee, enter the nominee's name in the register of Members, and upon the name being so entered, the nominee becomes a Member of the Association.
- 4.9 A right or privilege of a person by reason of being a Member of the Association:
- (a) is not capable of being transferred or transmitted to another person.
 - (b) terminates upon the cessation of membership whether by death or resignation or otherwise.
- 4.10 The Association shall consist of Members as defined hereunder:
- (a) "**Senior Member**" means a Member 21 years of age or over and not a full-time student on the 1st day of July in each year.
 - (b) "**Junior Member**" means a Member under the age of 21 years on the 1st day of July in each year, or a full-time student between the age of 21 & 23 years on the 1st day of July in each year.
 - (c) "**Family Group Membership**" means a Senior Member and/or spouse/partner and those members of that family who are under the age of 21 years on the 1st day of July in each year, or who, if full-time students, are under the age of 23 years on the 1st day of July in each year.
 - (d) "**Temporary Member**" means a senior member that joins for a defined short period or number of visits and has no voting rights. As such, a Temporary member cannot serve on a Committee or as an Officer of the Association.
- 4.11 The Family Group shall be eligible for a Family Group membership as provided in the Rules provided that:

- (a) the Senior Member/s are nominated and approved pursuant to Rule 4.1 hereof.
 - (b) the Senior Members/s are over the age of 23 years.
 - (c) the Senior Member/s have paid any additional fee or annual subscription pursuant hereof.
- 4.12 A member desiring a change of membership classification shall make written application to the Committee who shall consider the application at its next meeting.

5. HONORARY LIFE MEMBERSHIP

- 5.1 The provisions which are set out in Rule 4 hereof shall apply to ordinary membership of the Association.
- 5.2 In addition to ordinary membership of the Association, a Member may be granted honorary life membership of the Association.
- 5.3 A Member may be nominated as an honorary life member if that member has, in the opinion of the Committee, given outstanding service to the Association over a long period of time.
- 5.4 Any nomination for honorary life membership of the Association shall be:
- (a) in writing;
 - (b) made by a financial Member of at least five years standing; and
 - (c) lodged with the Secretary for referral to the Committee at its next regular meeting.
- 5.5 If the Committee forms the opinion that the nominee for honorary life membership has given outstanding service to the Association over a long period of time (as evidenced by a resolution of the Committee to that effect) then the nomination will be put forward for election at the next Annual General Meeting of the Association by means of a special resolution.

6. LEAVE OF ABSENCE

- 6.1 On receipt of a written application with supporting reasons, the Committee may at its absolute discretion grant leave of absence. A Member granted leave of absence shall pay all levies, calls, debentures, etc. and an annual subscription to be determined by the Committee, but shall not vote on any matter nor, except with the written permission of the Committee, visit or make use of any of the Association's premises or facilities.

7. NOMINATION FEE

- 7.1 A Nomination Fee for the ensuing year, to be determined at the Annual General Meeting upon the recommendation of the Committee shall be paid by each applicant with the Membership Application. The Nomination Fee may be divided into two parts, each as a percentage of the ruling nomination fee, and paid in consecutive years. The sum of the two percentages shall not be less than 100.
- 7.2 Junior Members who have paid at least two full annual subscriptions shall pay no nomination fee when transferring to Senior or Family Group Membership.
- 7.3 Junior Members who have not paid at least two full annual subscriptions shall pay the nomination fee ruling at the time of transfer to Senior or Family Group membership.

8. ANNUAL SUBSCRIPTION

- 8.1 The annual subscription is an amount decided by the Association at the Annual General Meeting upon a recommendation of the Committee and shall be due and payable on or before the 1st day of August in each year.

9. MEMBERS IN ARREARS

- 9.1 A member whose subscription is not paid by 1st August in any year shall be unfinancial. The Registrar shall email or post a statement of account to the last recorded address of an unfinancial member. In the event of non-payment by 30th September an unfinancial member shall cease to be a member of the Association.
- 9.2 Should there be a vacancy in the Association the Committee may re-admit a person to membership upon the person giving a satisfactory explanation and paying all arrears of subscription then due and subject to such other conditions as the Committee may determine.
- 9.3 An unfinancial Member will have no right to nominate an Office Bearer or intending Member, vote at meetings or hold office, take part in any race held by the Association, and will have no right or title or interest in any property of the Association.

10. REGISTER OF MEMBERS

The Registrar shall keep and maintain a register of Members in which shall be entered the full name, address and date of entry of the name of each Member and the register shall be available for inspection by Members at the address of the Public Officer.

11. RESIGNATION OF MEMBER

- 11.1 A Member of the Association who has paid all monies due and payable to the Association may resign from the Association by first giving one month's notice in writing to the Secretary of the intention to resign and upon the expiration of that period of notice, the Member shall cease to be a Member.
- 11.2 Upon the expiration of a notice given under Rule 11.1 the Registrar shall make in the register of Members an entry recording the date on which the Member by whom the notice was given, ceased to be a Member.

12. DISCIPLINE OF MEMBER

- 12.1 Subject to these Rules the Committee may by resolution passed by a majority of not less than two-thirds of the Members of the Committee, upon the complaint of any Member made in writing to the Committee:
- (a) issue a verbal or written warning.
 - (b) expel a Member from the Association
 - (c) suspend a Member from membership of the Association for a specified period; or
 - (d) fine a Member in accordance with the Regulations, if the Committee is of the opinion that the Member:-
 - (i) has refused or neglected to comply with these Rules; or
 - (ii) has been guilty of conduct unbecoming a Member or prejudicial to the interests of the Association.
- 12.2 A resolution of the Committee under Rule 12.1:
- (a) does not take effect unless the Committee, at a meeting held not earlier than 14 and not later than 28 days after the service on the Member of a notice under Rule 12.3 confirms the resolution in accordance with this Rule; and
 - (b) where the Member exercises a right of appeal to the Association under this Rule does not take effect unless the Association confirms the resolution in accordance with this clause.
- 12.3 Where the Committee passes a resolution under Rule 12.1, the Secretary shall, as soon as practicable, cause to be served on the Member a notice in writing:
- (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 and not later than 28 days after service of this notice;
 - (c) stating the date, place and time of that meeting;
 - (d) informing the Member that the Member may do one or more of the following: -

- (i) attend that meeting;
 - (ii) give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution;
 - (iii) not later than 24 hours before the date of the meeting lodge with the Secretary a notice to the effect that the Member wishes to appeal to the Association in general meeting against the resolution.
- 12.4 At a meeting of the Committee held in accordance with Rule 12.2, the Committee:
 - (a) shall give the Member an opportunity to be heard;
 - (b) shall give due consideration to any written statement submitted by the Member; and
 - (c) shall by resolution determine whether to confirm or to revoke the resolution.
- 12.5 Where the Secretary receives a notice under Rule 12.3 d(ii) and d(iii), the Secretary shall notify the Committee and the Committee shall convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- 12.6 At a general meeting of the Association convened under Rule 12.5:
 - (a) no business other than the question of the appeal shall be transacted;
 - (b) the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
 - (c) the Member shall be given an opportunity to be heard; and
 - (d) the Members present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- 12.7 If at the General Meeting:
 - (a) two-thirds of the Members vote in person or by absentee vote in accordance with rule 21.3 in favour of the confirmation of the resolution, the resolution is confirmed; and
 - (b) in any other case, the resolution is revoked.

13. ANNUAL GENERAL MEETING

- 13.1 The Association shall in each calendar year convene an Annual General Meeting of its Members.
- 13.2 The Annual General Meeting shall be held on or close to the third Sunday of May as the Committee determines, provided such date is prior to the 30th June in each successive year.
- 13.3 The Annual General Meeting shall be specified as such in the notice convening it, and such notice shall be delivered to the Members not less than 21 days prior

to the date set aside for such meeting.

- 13.4 The ordinary business of the Annual General Meeting shall be:
- (a) to confirm the minutes of the preceding Annual General Meeting and of any general meeting held since that meeting;
 - (b) to receive from the Committee reports upon the transactions of the Association during the last preceding financial year;
 - (c) to elect officers of the Association and the Members of the Committee, and Members of the Sailing sub-committee;
 - (d) to receive and consider the statement submitted by the Association in accordance with Section 30(3) of the Act; and
 - (e) to elect Members of a Social sub-committee if deemed appropriate by the meeting.
 - (f) to elect Members of a Sailing School sub-committee if deemed appropriate by the meeting.
- 13.5 The Annual General Meeting may transact special business of which notice is given in accordance with these Rules.
- 13.6 The Annual General Meeting shall be in addition to any other general meetings that may be held in the same year.

14. SPECIAL GENERAL MEETING

- 14.1 All general meetings other than the Annual General Meeting shall be called Special General Meetings.

15. CONVENING SPECIAL GENERAL MEETINGS

- 15.1 The Committee may, whenever it thinks fit, convene a Special General Meeting of the Association and where, but for this Rule, more than 15 months would lapse between Annual General Meetings, shall convene a Special General Meeting before the expiration of that period.
- 15.2 On receiving directions from a Flag Officer or any three Members of the Committee or a requisition signed by not less than twenty financial Members, the Secretary shall convene a Special General Meeting to be held within 28 days of the requisition of which meeting 14 days prior notice will be given to all Members.
- 15.3 The requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the Member/s making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the Member/s making the requisition.

- 15.4 If the Committee does not cause a Special General Meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the Member/s making the requisition, or any of them, may convene a Special General Meeting to be held not later than 3 months after that date.
- 15.5 A Special General Meeting convened by Members in pursuance of these Rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the person/s incurring the expenses.

16. CONVENING OF GENERAL MEETINGS

- 16.1 The Secretary of the Association shall, at least 14 days before the date fixed for holding a general meeting of the Association, cause to be sent to each Member of the Association at their address or email address appearing in the register of Members, a notice stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 16.2 No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
- 16.3 A Member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next general meeting after the receipt of the notice.

17. PROCEEDINGS AT GENERAL MEETINGS

- 17.1 All business that is transacted at a Special General Meeting and all business that is transacted at the Annual General Meeting with the exception of that specially referred to in these Rules as being the ordinary business of the Annual General Meeting shall be deemed to be special business.
- 17.2 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 when the meeting is considering that item.
- 17.3 Twenty Members personally present (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.
- 17.4 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 member/s shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to Members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the 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 five) shall be a quorum.

- 17.5 A member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
- 17.6 For the purposes of this Part, a member participating in a general meeting as permitted under 17.5 is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

18. CHAIRPERSON AT MEETINGS

- 18.1 The Commodore, or in the case of absence, the Vice-Commodore, and in the absence of both, the Rear Commodore shall preside as Chairperson at each general meeting of the Association.
- 18.2 If the Commodore and the Vice-Commodore and the Rear Commodore are absent from the general meeting, the Members present shall elect one of their number to preside as Chairperson at the meeting.

19. ADJOURNMENT OF MEETINGS

- 19.1 The Chairperson of a general meeting at which a quorum is present may, with the consent of 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.
- 19.2 Where a meeting is adjourned for 14 days or more a like notice of the adjourned meeting shall be given as in the case of the general meeting.
- 19.3 Except as provided in Rule 19.1 and 19.2, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

20. VOTING

- 20.1 A question arising at a general meeting of the Association 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, carried unanimously, carried by a particular majority or lost, an entry to that effect in the Minute Book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

21. VOTING PROCEDURE

- 21.1 Upon any question arising at a general meeting, the following classifications of Members shall have one vote only:
- (a) Senior Member; as defined in 4.10
- 21.2 The Senior Members of a Family Group Membership, as defined in 4.10, shall have one vote each so comprising the total of two votes for each Family Membership and each vote shall carry the same effect as if held by a Senior Member.
- 21.3 All votes shall be given personally. Members absent from the meeting may vote by previously sending their vote in writing to the Secretary.
- 21.4 In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- 21.5 If at a meeting a poll on any question is demanded by not less than three Members, it shall be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- 21.6 A poll that is demanded on the election of a Chairperson or on a question of any adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairperson may direct.

22. MEMBER NOT ENTITLED TO VOTE

- 22.1 A Member is not entitled to vote at any general meeting unless all monies due and payable by that person to the Association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.
- 22.2 Temporary Members, as defined in 4.10.

23. COMMITTEE - POWERS

- 23.1 The affairs of the Association shall be managed by a Committee constituted as provided in Rule 24.
- 23.2 The Committee:
- (a) shall control and manage the business and affairs of the Association;
 - (b) may, subject to these Rules, the Regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by general meetings of the Members of the Association; and

(c) subject to these Rules, the Regulations and the Act, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Association;

(d) subject to these Rules, the Regulations and the Act, in the event of any decisions having to be made between Committee meetings, the Secretary shall distribute the decision to be made and the relevant background information to all members of the Executive Committee with at least 7 calendar days' notice. In the event of any equality of votes on any question, the Commodore may exercise a second or casting vote.

(e) may appoint and/or dismiss employees of the Association as they deem necessary. The duties of employees shall be allotted to them by the Committee.

(f) will put procedures in place to ensure the safety of all members of the Association through policy documents as prescribed by the Association, Australian Sailing and Government Laws.

24. COMMITTEE MEMBERS

24.1 The officers of the Association shall be:

- (a) Commodore
- (b) Vice-Commodore
- (c) Rear-Commodore
- (d) Secretary
- (e) Treasurer
- (f) Registrar
- (g) Club Captain

who shall be Flag Officers of the Association

who shall be Officers of the Association

(h) up to five Members of the Association, one of whom shall be the Chairperson for the time being of the Social Sub-Committee and another shall be the Principal of the Sailing School.

(i) The Committee shall invite a retiring Commodore to be an additional Member of the Committee for one year.

24.2 The provisions of Rules 25 and 26 so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices mentioned in Rule 24.1.

24.3 Each officer of the Association shall hold office until the Annual General Meeting next after the date of their election.

24.4 In the event of a casual vacancy occurring in the office of a Member of any Committee, the Committee may appoint a duly qualified Member of the Association 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 Senior Members appointment, provided always that in the event of a vacancy occurring in the office of Commodore, the Vice-Commodore shall fill the vacancy and shall hold office until the conclusion of the Annual General Meeting next following the date of the appointment.

24.5 Subject to Section 25 of the Act, the Committee shall consist of:

- (a) the officers of the Association; and
- (b) up to five Members

each of whom shall be elected at the Annual General Meeting of the Association in each year.

24.6 Each Member of the Committee shall, subject to these Rules, hold office until the Annual General Meeting next after the date of election but is eligible for re-election.

25. NOTICE OF INTENTION TO NOMINATE FOR ELECTION OF OFFICE BEARER

25.1 Members of the Committee, Sub-Committee Members, and the Financial Oversight Officer, shall inform the Secretary, not less than 35 days prior to the Annual General Meeting, of the position(s) they intend nominating for in the ensuing year. This information, together with any known nominations from Members of the Association, shall accompany the notice convening the Annual General Meeting.

25.2 Any office-bearer failing to comply with the requirements of Rule 25.1 shall be ineligible for election to any office at the Annual General Meeting.

26. NOMINATION AND ELECTION OF OFFICE BEARERS

26.1 Nominations of candidates for election as Officers of the Association as Members of the Committee; as Members of any sub-Committee or as Financial Oversight Officer:

(a) shall be made in writing, signed by two members of the Association 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 Association not less than seven days before the date fixed for the holding of the Annual General Meeting.

26.2 If insufficient nominations are received to fill all vacancies on the Committees, the candidate nominated shall be deemed to be elected and further verbal nominations may at the discretion of the Chairperson be requested at the Annual General Meeting.

26.3 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.

- 26.4 If the number of nominations exceeds the number of vacancies to be filled, a secret ballot shall be held and an independent (as far as possible) scrutineer appointed by the Chair.
- 26.5 The ballot for the election of Officers and Members of the Committee, and special Sub-Committees shall be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct.
- 26.6 To be eligible for the position of Flag Officer, a Member must be an Active Member.
- 26.7 In addition to the Flag Officers, at least two Members of the Committee must be Active Members.
- 26.8 Any Member who has held an individual office as a Flag Officer within the Association for a period of three consecutive years, shall thereafter be ineligible for election or appointment to that office for a period of one year, except by determination of the Members at the AGM and by secret ballot, that the term be extended by 12 months.

27. SAILING SUB-COMMITTEE

- 27.1 A Sailing Sub-Committee, comprising the Club Captain and seven other Members, shall be elected at the Annual General Meeting. The Club Captain and at least five other Members must be Active Members.
- 27.2 The Rear Commodore shall chair all meetings of the Sailing Sub-Committee. In the absence of the Rear Commodore, the Club Captain shall chair meetings of the Sailing Sub-Committee.
- 27.3 The Sub-Committee shall elect its own Secretary from the Members of the Sub-Committee and shall have power to co-opt any person to act in a purely advisory capacity.
- 27.4 The Sub-Committee shall send a copy of the minutes of any Meeting to the Association Secretary within fourteen days.

28. SAILING SCHOOL SUB-COMMITTEE

- 28.1 A Sailing School - Committee comprising:
- a) Sailing School Principal,
 - b) Sailing School Treasurer
- and not more than 4 Members, who are to be actively involved in the Sailing School, who may be elected at the Annual General Meeting, subject to the terms of Rule 13.4(f) hereof.

28.2 The Sailing School Principal shall chair all meetings of the Sailing School Sub-Committee and manage the day to day activities of the Sailing School.

28.3 The Sailing School shall be self-funded and operated financially separate from the Club. This is to ensure funds and grants donated to the Sailing School are only available to the Sailing School.

Funds raised by the Sailing School Sub-Committee shall be kept in bank accounts named "Rye Yacht Club Inc RYC Sail Training", in a bank selected by the Sailing School Sub-Committee and approved by the Committee.

The accounts shall be operated by the Sailing School Principal and Treasurer of the Sailing School.

The bank accounts of the Sailing School Sub-Committee shall be included in the Association Financial Analysis. Expenditure of a capital nature shall require prior approval of the Executive Committee.

29. **SOCIAL SUB-COMMITTEE**

29.1 A Social Sub-Committee comprising:

a President,

a Secretary,

a Treasurer

and not more than six elected Members

may be elected at the Annual General Meeting, subject to the terms of Rule 12.4(e) hereof.

29.2 Funds raised by the Social Sub-Committee shall be kept in bank accounts named "Rye Yacht Club Incorporated Social Committee", in a bank selected by the Social Sub-Committee and approved by the Committee.

29.3 The accounts shall be operated on by any two jointly of the President, Secretary and Treasurer of the Social Sub-Committee, except that transfers of funds between accounts may be affected by the Secretary or Treasurer of the Sub-Committee solely, subject to report to the next Sub-Committee Meeting and each Executive Committee meeting.

29.4 The bank accounts of the Social Sub-Committee shall be included in the Association Financial Analysis. Expenditure of a capital nature shall require prior approval of the Committee.

30. SUB-COMMITTEES

- 30.1 The Committee shall have the power to form or conclude any other Sub-Committee in connection with any activity of the Association.
- 30.2 50% of Sub-Committee Members personally present constitute a quorum for the transaction of the business of any Sub-Committee.
- 30.3 If, for want of a quorum, a Sub-Committee Meeting lapses, the Secretary of that Sub-Committee shall convene a second meeting within 14 days, when the business of the Sub-Committee may be transacted forthwith, the Members present constituting a quorum.
- 30.4 The accounts of the Sub-Committees shall be operated and subject to report in the next Sub-Committee Meeting and Executive Committee meeting.

31. VACANCY OF COMMITTEE MEMBERSHIP

- 31.1 For the purposes of these Rules, the office of an Officer of the Association or of any member of the Committee becomes vacant if the Officer or Member:
- (a) ceases to be a Member of the Association;
 - (b) becomes an insolvent under administration within the meaning of the Companies (Victoria) Code; or
 - (c) resigns his Office by notice in writing to the Secretary.

32. PROCEDURE OF COMMITTEE

- 32.1 The Committee shall meet at least three times in each year at such place and such times as the Committee may determine.
- 32.2 Special meetings of the Committee may be convened by the Commodore or by any four of the Members of the Committee.
- 32.3 Notice shall be given to Members of the Committee of any special meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.
- 32.4 Any five Members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- 32.5 No business shall be transacted 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 shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.

- 32.6 At the meeting of any Committee:
- (a) the Chairperson or if absent, the Deputy shall preside;
 - (b) if both Chairperson and Deputy are absent such one of the remaining members of the Committee as may be chosen by the Members present shall preside.
- 32.7 Questions arising at a meeting of the Committee or of any Sub-Committee, shall be determined on a show of hands or, if demanded by a Member, by a poll taken in such manner as the Chairperson at the meeting may determine.
- 32.8 Each Member present at a 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 and, in the event of any equality of votes on any question, the Chairperson may exercise a second or casting vote.
- 32.9 Notice of each Committee or Sub-Committee meeting shall be served on each Member of the Committee by communicating with the Member at a reasonable time before the proposed date of the meeting.
- 32.10 Subject to Rule 32.4 the Committee may act notwithstanding any vacancy on the Committee.

33. DUTIES OF OFFICERS

- 33.1 **COMMODORE:** The Commodore shall chair all meetings of the Association and shall ensure the management of the Association is being carried out by all Office Bearers. In conjunction with the Sailing Committee, the Commodore shall draw up a schedule of races at the beginning of each season. The Commodore shall be a non-voting ex-officio Member of all Sub-Committees of the Association.
- 33.2 **VICE-COMMODORE:** The Vice-Commodore shall chair all meetings of the Association in the absence of the Commodore and generally assist the Commodore in all duties. The Vice-Commodore shall be a non-voting ex-officio Member of all Sub-Committees of the Association.
- 33.3 **REAR-COMMODORE:** The Rear-Commodore shall chair all meetings of the Association in the absence of the Commodore and Vice-Commodore and generally assist those officers in all their duties. The Rear-Commodore shall chair all meetings of the Sailing Sub-Committee and be a non-voting ex-officio Member of all other Sub-Committees of the Association.
- 33.4 **SECRETARY:** The Secretary shall keep such register of minutes of proceedings of the Committee and of the General Meetings and other records of the Association as the Committee shall from time to time direct.
- 33.5 **TREASURER:** The Treasurer shall receive and bank in the name of the Association all monies and withdraw only such amounts as are authorised by

the Committee. Correct accounts and books shall be kept by the Treasurer showing the financial affairs of the Association of which a balance sheet will be issued and presented to the Annual General Meeting. The Treasurer will make a statement of the Association's financial position at every Committee Meeting.

33.6 **REGISTRAR:** The Registrar shall keep such Register of Members and yachts as the Committee shall from time to time direct.

33.7 **CLUB CAPTAIN:** The Club Captain shall chair all meetings of the Sailing Sub-Committee in the absence of the Rear Commodore and generally assist the Rear Commodore in all his duties.

34. **DUTIES OF THE SAILING SUB-COMMITTEE**

34.1 The duties of the Sailing Sub-Committee shall include:

(a) the preparation and conduct of the sailing programme and duty roster for each season;

(b) the maintenance of the race equipment subject to the provision of funds by the Committee;

(c) the sailing regulations of the Association shall be the World Sailing Racing Rules of Sailing and the prescriptions and safety regulations of Australian Sailing, or as modified by the Notice of Race and Sailing Instructions issued by the Sailing Sub-Committee.

35. **DUTIES OF THE SAILING SCHOOL SUB-COMMITTEE**

35.1 The Sailing School Principal shall be the designated contact for all communications with Australian Sailing that relate to the Discover Sailing Centre.

35.2 The Sailing School shall be a fully accredited Discover Sailing Centre.

35.3 The duties of the Sailing School Sub-Committee shall include:

(a) maintaining accreditation as an Australian Sailing Discover Sailing Centre;

(b) run accredited courses for both adults and children.

(c) the maintenance of the Sailing School equipment subject to the provision of funds by the Committee;

36. **FINANCIAL OVERSIGHT OFFICER**

36.1 The Officers of the club have determined that the club is a Tier 1 Association and under the Act is not required to have its annual financial statements reviewed. Until such time as the Associations Tier status changes or there is a requirement to have the financial statements reviewed, the Committee elects a Financial Oversight Officer as set out in the subsequent paragraph to enhance

the Associations governance and reporting to Members.

- 36.2 An honorary Financial Oversight Officer, who shall not be a Member of the Committee may be elected at the Annual General Meeting. The Financial Oversight Officer shall perform an analysis on the affairs of the Association and report to the Members at the Annual General Meeting.
- 36.3 The Committee may, in the event of the Financial Oversight Officer appointed being unwilling or unable to act, appoint another.

37. REMOVAL OF COMMITTEE MEMBER

- 37.1 The Association, in general meeting, may by resolution remove any Member of the Committee before the expiration of their term of Office and appoint another Member to hold office until the expiration of the term of the first-mentioned Member.
- 37.2 Where the Member to whom a proposed resolution referred to in Rule 37.1 makes representations in writing to the Secretary or Commodore of the Association (not exceeding a reasonable length) and requests that they be notified to the Members of the Association, the Secretary or the Commodore may send a copy of the representations to each Member of the Association or, if they are not so sent, the Member may require that they be read out at the meeting.

38. FUNDS

- 38.1 The Committee is authorised to incur necessary expenditure in connection with the maintenance and furthering of the interests of the Association provided that any proposal for the negotiations of any loan, overdraft or the issue of debentures or the expenditure of any sum in excess of \$10,000 upon any one project is approved by general meeting of members.
- 38.2 The Committee may open and operate such bank accounts as are necessary from time to time. The Committee may authorise any Sub-Committee or group to establish a bank account to fit a special purpose. Such bank accounts will be included in the Association Financial Analysis. All funds within such accounts are part of the property of the Association and their disbursements will only be with the approval of the Committee.
- 38.3 The bank accounts of the Association shall be operated by any two jointly of the Commodore, Vice-Commodore, Rear-Commodore, Secretary and Treasurer except the transfer of funds between Association accounts may be affected by the Secretary or the Treasurer solely subject to report to the Committee.
- 38.4 The income and property of the Association wheresoever derived shall be applied solely towards the promotion of its objects as set forth in these Rules,

and no elected Member of the Executive Committee shall be appointed to any salaried office or office of profit in the Association. No remuneration or other benefit in money or money's worth shall be given by the Association to any such Executive Member except the replacement of out-of-pocket expenses, interest on money lent, or reasonable and proper rent for premises demised or let to the Association. This will not prevent the payment in good faith of remuneration to any Member of the Association in return for any services actually rendered to the Association or of allowances and travelling expenses to a Member of the Association.

39. ASSOCIATION REPRESENTATION

- 39.1 A Member or Members shall not act or purport to act on behalf of the Association in relation to any business of the Association or Association matters unless deputed by the Committee or Members at a general meeting.
- 39.2 All outgoing communications shall be authorised by the Secretary.
- 39.3 All incoming communications shall be addressed to the Secretary.

40. VISITORS

- 40.1 Members may introduce visitors to the Association subject to any restrictions and regulations determined by the Committee.

41. PROHIBITION OF BETTING, ETC.

- 41.1 Betting or gambling on the Association premises is strictly prohibited.

42. MISCELLANEOUS RULES

- 42.1 Members yachts may be stored in the compound as directed by the Yardmaster, provided the member is a financial member of the Club.
- 42.2 Members wishing to borrow club equipment should first obtain permission from an Officer of the Club, or the Social Sub-Committee President. The details of the item/s borrowed must be entered in the register book located in the canteen and re-entered upon return of the item/s.
- 42.3 Members wishing to borrow Sailing School equipment should first obtain permission from the Sailing School Principal or a Sailing School Instructor. The details of the item/s borrowed must be entered in the register book located in the Sailing school and re-entered upon return of the item/s.
- 42.3 Bookings for private functions at the Club premises should be made with the

nominated bookings officer, who will record details in a register.

42.4 Nomination for the “Lead Slingers” award trophy will be made by the Executive Committee and nomination for the “Novice Encouragement” award trophy will be made by the Sailing Sub-Committee.

42.5 Members who bring dogs to the Club are to comply with the following:

- Dogs are to be kept on a leash on Club Sailing days while on Club premises,
- Dogs are to be kept away from any eating areas,
- No dogs to be within the footprint of the RYC building on Club Sailing days.

42.6 Smoking is not permitted anywhere within the boundaries of the Club premises, or in or on any Club equipment.

42.7 The Opening Day for each season shall, where possible, be the second Sunday of October.

43. ALTERATION OF RULES AND STATEMENT OF PURPOSES

43.1 These Rules and the statement of purposes of the Association shall not be altered except in accordance with the Act.

44. NOTICES

44.1 A notice may be served by or on behalf of the Association upon any Member either personally, via email or by sending it by post to the Member at the address shown in the Register of Members.

44.2 Where a document is properly addressed pre-paid and posted to a person as a letter, or sent via email, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

45. WINDING UP OF THE ASSOCIATION

45.1 In the event of the Association being disbanded, the assets and property after payment of all just debts and liabilities shall not be distributed to Members but shall be distributed to a Club or Clubs with similar objects and/or to a fund or funds exclusively for charitable purposes.

46. CUSTODY AND INSPECTION OF BOOKS AND RECORDS

46.1 Except as otherwise provided in these Rules, the Secretary shall keep in secure custody, or under direct control, all books, documents and securities of the Association.

- 46.2 *(Inserted by Department of Justice, 14 October 2002, their reference 1851597).*
All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any Member upon request.

47. SOURCE OF FUNDS

- 47.1 The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Committee determines.

48. BUILDING FUNDS AND FINANCE

- 48.1 In addition to the general funds of the Association, the Committee may establish a building fund to provide the costs of erecting and furnishing the Club House or such other facilities as may be required by the Association for its proper operation. The Committee shall have power:

(a) to introduce a compulsory debenture scheme requiring the taking up by each member over the age of 18 years a debenture of \$20.00 repayable over 10 years free of interest or such greater amount of debenture as shall be determined at a general meeting;

(b) to sponsor the formation of a co-operative society under the provisions of the Co-operative Societies Act to be known as the Rye Y.C. Co-operative Limited and to apply Association funds in satisfaction of the subscription payable from time to time in respect of the shares issued in the society to individual Association Members.

49. INDEMNITY OF OFFICERS AND COMMITTEES

- 49.1 The Officers and Committees of the Association or any person or persons assisting them acting bona fide in the discharge of their respective duties, shall be and are hereby indemnified out of the funds of the Association against all actions legal proceedings costs damages and expenses incurred by them or any one of them in the discharge of their duties. The Officers and Committees of the Association shall at all times exercise every care in the conduct of the Association races and other activities; it is hereby declared that all entrants and participants in Association events so enter and participate entirely at their own risk.

50. DISPUTES AND MEDIATION

(Inserted by Department of Justice, 14 October 2002, their reference 1851597).

- 50.1 The grievance procedure set out in this rule applies to disputes under these Rules between-
- (a) a Member and another Member; or

- (b) a Member and the Association.
- 50.2 The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- 50.3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- 50.4 The mediator must be-
- (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement-
 - (i) in the case of a dispute between a Member and another Member, a person appointed by the Committee of the Association; or
 - (ii) in the case of a dispute between a Member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- 50.5 A member of the Association can be a mediator.
- 50.6 The mediator cannot be a Member who is a party to the dispute.
- 50.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 50.8 The mediator, in conducting the mediation, must--
- (a) give the parties to the mediation process every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- 50.9 The mediator must not determine the dispute.
- 50.10 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

APPENDIX A

RYE YACHT CLUB

INCORPORATED

P.O. Box 387, Rye, Vic. 3941

MEMBERSHIP APPLICATION

All Club members 18 years of age and over will be rostered for duty during the season.

Family Name Given Name/s DOB

Family Name Given Name/s DOB

Home Address: Mornington Peninsula Address:

PC PC

Phone: Mobile Phone:

Postal address (if different from home)

Email address Occupation (previous if retired)

Other family members (if a family membership):

Spouse/partner Occupation (previous if retired)

Children: Name D.O.B. Name D.O.B.
Name D.O.B. Name D.O.B.

ABOUT YOUR MEMBERSHIP (Refer to Membership Fees sheet for details.)

Membership type (e.g. family – sailing etc) \$

Boat storage (e.g. rack) **ALSO PLEASE COMPLETE BOAT REGISTRATION**

Type \$

Boat launching fee (trailable yachts only) \$

Nomination Fee – (may be paid 50% with application, 50% next season) Type \$

Compound Key / RFID Key (fee for use) (if required) \$

TOTAL PAYMENT ENCLOSED \$

If you have a power boat licence, please insert the number
.

If it is more convenient for you to transfer the funds electronically, our account details are:

Bendigo Bank BSB 633-000 Account Rye Yacht Club Inc. Acc No. 11980 6321

Or for Credit/ Debit Cards (Mastercard/Visa/Debit)

Expires

/

CCV

Member's signature Date

(Your attention is drawn to the conditions on the reverse side of this form.)

Emergency Contact Details: (In the event of any emergency or accident, call):

Name Phone

PLEASE RETURN THIS FORM TO: The Registrar. Rye Yacht Club Inc.
P.O. Box 387, Rye, Vic. 3941