

The Constitution of Lake Jindabyne Sailing Club Incorporated



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Part 1 – Preliminary

1. Objectives

The objectives for which the Association is established are:

- (i) To promote the sport of sailing in the Snowy Mountains district;
- (ii) To promote, control, manage and conduct sailing events, regattas and championships on Lake Jindabyne;
- (iii) To encourage goodwill, social fellowship and co-operation amongst members and the local community;
- (iv) To maintain affiliation with Australian Sailing (or its equivalent successors) and abide by its Rules;
- (v) To act in the interests of the members of the Association, as determined by a majority of members;
- (vi) To act as a collective voice for members;
- (vii) To maintain standards, quality and reputation of sailing for the collective and mutual benefit and interests of members, and
- (vii) To undertake other actions or activities to advance these Objectives.

2. Definitions

(A) In these rules:

The name of the Association shall be the **Lake Jindabyne Sailing Club Incorporated**, referred to in these rules as **the Association**.

Commissioner means the Commissioner of the Office of Fair Trading.

Ordinary member means a member of the Lake Jindabyne Sailing Club who is not an Office Bearer of the Association.

Sail Pass means the temporary membership provided online via the Australian Sailing website.

Secretary means:

- (i) the person holding office under these rules as Secretary of the Association, or
- (ii) if no such person holds that office – the Public Officer of the Association

Special General Meeting means a General Meeting of the Association other than an Annual General Meeting

The Act means the *Associations Incorporation Act 2009 No 7*.

The Regulation means the Associations Incorporation Regulation 2016.

Written/In Writing means via post or electronic means.

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(B) In these rules:

- (i) a reference to a function includes a reference to a power, authority and duty, and
- (ii) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

(C) The provisions of the *Interpretation Act 1987* 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 2 – Membership

3. Membership Qualifications

- (A) A person is qualified to be a member of the Association if, but only if, the person is a natural person who has applied for membership of the Association as provided by Rule 4 below.
- (B) The categories of membership are:
- (i) Adult Member: Any person over 19 years who is currently financial;
 - (ii) Life Member: A person voted as a Life Member by the Committee;
 - (iii) Junior Member: A person under the age of 19 years (as at 31st December in the current sailing season) who is currently financial. As specified in The Regulation (Section 34, Paragraph (4)), Junior members under the age of 18 are not entitled to a vote at meetings;
 - (iv) Social Member: Any person over 19 years who is currently financial. Social members are not allowed to sail in club races or vote at meetings;
 - (v) Temporary Member: A person who is not a member of the Association and completes a Sail Pass application. A person ceases to be Temporary member when the dates on the Sail Pass expire;
 - (vi) Dormant Member: A person who was a member but has not paid the membership fee for the current season;
- (C) When four or more persons join, being immediate relatives of the same family, a discount as determined by the Committee may be applied to the Membership fee payable.
- (D) Only Adult Members and Junior Members may store boats in the Association's sheds.

4. Application for Membership

- (A) An application for membership of the Association:
- (i) must be made by the applicant using the form, or one similar to, the form set out:
 - (a) in Appendix 1 to these rules, or
 - (b) via the on-line Application Form at www.lakejindabynesailingclub.com/newmember.
 - (ii) must be lodged in accordance with the instructions on the form.

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(B) The Association will:

- (i) make the relevant entries in the online member registration software as required by Australian Sailing;
- (ii) forward a copy of the application to the Treasurer;
- (iii) if the Applicant is to be an active Member, forward a copy of the application to the Race Officer, if appointed, for inclusion in the points scoring system.
- (iv) welcome the Applicant in writing and include the current seasons Program and the current seasons Sailing Instructions;
- (v) create the invoices for fees payable by the Applicant and send to the Applicant.

(C) Before executing the actions in (B) above, the application may be referred to the Executive Committee for approval to do so.

5. Life Membership.

A nomination of a person for this category of membership of the Association:

- (i) must be made by a member of the Association verbally at any Meeting or in writing to the Secretary;
- (ii) Nominations must be made by the close of the year's last meeting in order for the nomination to be considered by the Committee;
- (iii) The minimum criteria for Life Membership shall be at least 10 (ten) years continuous financial membership immediately prior to nomination;
- (iv) A Maximum of 1 (one) Life Member may be nominated annually by the Committee;
- (v) Life Membership is granted if it achieves a 60% majority in a ballot conducted amongst all the Committee members;
- (vi) Life Membership would usually be awarded to the recipient at the Annual Presentation Night.

6. Cessation of Membership

A person ceases to be a member of the Association if the person:

- (i) dies, or
- (ii) resigns membership, or
- (iii) is expelled from the Association.

7. Membership Entitlements not Transferable

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

- (i) is not capable of being transferred or transmitted to another person, and
- (ii) terminates on cessation of the person's membership.

8. Resignation of Membership

(A) A member of the Association is not entitled to resign that membership except in accordance with this rule.

(B) A member of the Association who has paid all amounts payable by the member to the Association in respect of the member's membership may resign from membership of the Association by first giving to the Secretary written notice of at least one month (or such other period as the Committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.

(C) If a member of the Association ceases to be a member under Clause (B), and in every other case where a member ceases to hold membership, the Secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

9. Register of Members

(A) The Public Officer of the Association must establish and maintain a Register of Members of the Association specifying the name, address and email address of each person who is a member of the Association.

The software Australian Sailing requires affiliated clubs to use to manage their membership (currently RevSport) may be used as the Register of Members.

(B) The Register of Members must be open for inspection, free of charge, by any member of the Association at any reasonable hour.

(C) A member of the Association may obtain a copy of any part or all the parts – but only the part(s) that are required to be maintained by the Act - of the Register upon payment of a fee of \$20 or, if some other amount is determined by the Committee, that other amount.

10. Fees and Subscriptions

(A) A member of the Association must, on admission to membership, pay to the Association a Joining Fee as may be determined by the Committee.

(B) In addition to any amount payable by the member under Clause (A) above, a member of the Association must pay to the Association an annual Membership Fee

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amount as proposed by the Committee and determined by a majority vote at the Annual General Meeting.

(C) In addition to any amount payable by the member under Clause (A) and/or (B) above, a Member of the Association who is the skipper of a boat and intends to sail in Club races must pay to the Association a Race Fee amount as proposed by the Committee and determined by a majority vote at the Annual General Meeting.

(D) The Committee may decide to vary the fees payable in Clause (B) and (C) by new members after January 1st.

(E) The Association will pay the Australian Sailing annual subscription on behalf of all club members.

(F) Renewing members shall pay their Annual Membership fee on or before 1st November each calendar year.

11. Members' Liabilities

The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by Rule 10 – Fees and Subscriptions.

12. Resolution of Internal Disputes

(A) Disputes between members (in their capacity as members) of the Association, and disputes between members and the Association, are to be heard at an in-camera Committee meeting where a resolution will be sought. If a resolution to the dispute cannot be found then the matter should be referred to a Community Justice Centre for mediation in accordance with the *Community Justice Centres Act 1983*.

(B) At least 7 days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator/Committee.

13. Disciplining of Members

(A) A complaint may be made to the Committee by any person that a member of the Association:

(I) has persistently refused or neglected to comply with a provision or provisions of these rules, or

(II) has persistently and willfully acted in a manner prejudicial to the interests of the Association.

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(B) On receiving such a complaint, the Secretary:

- (I) must cause notice of the complaint to be served on the member concerned; and
- (II) must give the member at least 14 days from the time the notice is served within which to make submissions to the Committee in connection with the complaint, and
- (III) must take into consideration any submissions made by the member in connection with the complaint.

(C) The Committee may, by resolution, expel the member from the Association or suspend the member from membership of the Association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.

(D) If the Committee expels or suspends a member, the Secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the Committee for having taken that action and of the member's right of appeal under Rule 14 - Right of Appeal of Disciplined Member.

(E) The expulsion or suspension does not take effect:

- (i) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
- (ii) if within that period the member exercises the right of appeal, unless and until the Association confirms the resolution under rule 13(D), whichever is the latter.

14. Right of Appeal of Disciplined Member

(A) A member may appeal to the Association against a resolution of the Committee under Rule 13 – Disciplining of Members, within 7 days after notice of the resolution is served on the member, by lodging with the Secretary a notice to that effect.

(B) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.

(C) On receipt of a notice from a member under Clause (A), the Secretary must notify the Committee, which is to convene a General Meeting of the Association to be held within 28 days after the date on which the Secretary received the notice.

(D) At a General Meeting of the Association convened under Clause (C):

- (i) no business other than the question of the appeal is to be transacted, and
- (ii) the Committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
- (iii) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

(E) If at the General Meeting the Association passes a Special Resolution in favour of the confirmation of the resolution, the resolution is confirmed.

Part 3 – The Committee

15. Powers of the Committee

The Committee is to be called the Management Committee of the Association and, subject to the Act, the Regulation and these rules and to any resolution passed by the Association in General Meeting:

- (a) is to control and manage the affairs of the Association, and
- (b) may exercise all such functions as may be exercised by the Association, other than those functions that are required by these rules to be exercised by a General Meeting of members of the Association, 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 Association, and
- (d) shall decide prior to each Annual General Meeting what, if any, Committee positions in addition to the ones listed in Rule 16 (B) shall be filled at the Annual General Meeting.

16. Constitution and membership

(A) The Committee is to consist of the Office Bearers of the Association.

(B) The Office Bearers of the Association are:

- (i) the Commodore;
- (ii) the Club Captain;
- (iii) the Treasurer;
- (iv) the Secretary;
- (v) the Equipment and Facility Officer;
- (vi) the Communications Officer;
- (vii) the Catering Officer;
- (viii) the Training and development Officer and

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- (ix) any other Office Bearer positions that the Committee chooses to create, from time to time, to facilitate the running of the Association.

(C) Each member of the Committee is, subject to these rules, to hold office until the conclusion of the Annual General Meeting following the date of the member's election, but is eligible for re-election. A member may not seek re-election to the same office if they have held that office for three consecutive terms except when there are no nominations for the position.

(D) In the event of a casual vacancy occurring in the membership of the Committee, the Committee may appoint a member of the Association to fill the vacancy and the member so appointed is to hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of the appointment.

(E) The Executive Committee of the Association, comprising the Commodore, the Secretary and the Treasurer, will be responsible for the day-to-day decisions of the Association. All decisions made are to be reported to the Committee at the next Committee/General meeting.

17. Election of Committee Members

(A) Nominations of candidates for election as Office Bearers of the Association will take place at the Annual General Meeting and are to be made by a member of the Association, consented to by the nominee and seconded by a member who is not the nominator.

(B) If only one consented to nomination is received for a position, the person nominated is taken to be elected.

(C) If more than one consented to nomination is received for a position, a ballot is to be held.

(D) The ballot for the election of Office Bearers is to be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct.

(E) If no nominations are received for a position, vacant positions remaining on the Committee are taken to be casual vacancies.

18. Commodore

(A) It is the duty of the Commodore:

- (i) to be responsible for the overall running of the Association;
- (ii) to chair all meetings, subject to Rule 30 Presiding Member;
- (iii) to help the Committee prioritise its goals and keep the Committee on track, and
- (iii) to act as a facilitator for the Associations activities.

19. Club Captain

(A) It is the duty of the Club Captain:

(i) to look after the successful management of all water-based activities and the welfare of participants during competitions, and to act as leader of the sailing side of club operations.

(B) The Club Captain, with other Members, is responsible for:

(i) the oversight of all sailing activities at the club;

(ii) development of the race programme;

(iii) developing, maintaining and promoting volunteer roster;

(iv) working with RO's and RIB crews in the choice and operation of race courses;

(v) managing race results and presentation events;

(vi) reporting on sailing matters to Committee and members;

(vii) assisting in any conflict resolution, protests etc, and

(viii) chairing the Sailing Committee or similar sub-committee (Clause 29), where appropriate

20. Treasurer

(A) It is the duty of the treasurer of the Association to ensure:

(i) that all money due to the Association is collected and received and that all payments authorised by the Association are made;

(ii) that correct books and accounts are kept showing the financial affairs of the Association, including full details of all receipts and expenditure connected with the activities of the Association;

(iii) that the annual Not for Profit (NFP) self-review return is lodged with the Australian Taxation Office (ATO) each year, and

(iv) that the Association's registrations including Australian Business Number (ABN) and annual lodgments are kept up to date with the appropriate authorities.

(B) At Committee meetings, provide a report on income and expenditure since the last meeting.

21. Secretary

(A) It is the duty of the Secretary:

- (i) to be the principal receiver and sender of the Associations correspondence;
- (ii) to call meetings and facilitate the compilation of the agenda;
- (iii) keep a record of all appointments of Office Bearers;
- (iv) record the names of members of the Committee present at a Committee Meeting or a General Meeting;
- (v) keep the minutes of all proceedings at Committee meetings and General Meetings, and
- (iv) publish the minutes of all meetings within a reasonable time.

(B) Minutes of proceedings at a meeting must be approved as a true record of the meeting at the next succeeding meeting.

22. Equipment and Facility Officer

(A) It is the duty of the Equipment and Facility Officer:

- (i) to look after the club's equipment and facilities, so that they are maintained and developed in line with Committee decisions and processes;

(B) The Equipment and Facility Officer, with other Members, is responsible for:

- (i) maintaining the club equipment in working order;
- (ii) recommending expenditure where appropriate to maintain and develop equipment for the efficient and safe operation of the club;
- (iii) planning and leading club working bees and special events concerning work programs, and
- (iv) developing programs with outside bodies such as Snowy Monaro Regional council (SMRC), Regional Growth NSW Development Corporation etc.

23. Communications Officer

(A) It is the duty of the Communications Officer:

- (i) to look after communication with members in a timely and regular way, to keep them informed about the day-to-day club operations.

(B) The Communications Officer, with other Members, is responsible for:

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- (i) maintaining the Club's Social Media with news and information about the club and sailing generally;
- (ii) publishing the Roster volunteers and details of the weekly race program;
- (iii) distributing a regular Newsletter, drawing on information provided by other Committee members;
- (iv) distributing photos and news to local media outlets;
- (v) establishing, maintaining and publishing records of such things as Member qualifications (First Aid, Power Boat Licences etc);
- (vi) development of ideas and processes to enhance the level of communication between all members of the club, and
- (vii) assistance with results management where appropriate.

24. Catering Officer

(A) It is the duty of the Catering Officer:

- (i) To look after the Food and Beverage requirements of the club.

(B) The Catering Officer, with other members, is responsible for:

- (i) the provision of the Wednesday Twilight BBQ dinner;
- (ii) the organisation of beverages for the club, including for prizes;
- (iii) the organisation of catering for special events, such as Presentations, regattas and functions;
- (iv) the budgets and expenditure of the catering for the club;
- (v) the organisation of any appropriate rosters etc to maintain Food and Beverage services for the club, and
- (vi) the purchasing of Food and Beverage items and related equipment (food prep and cooking, cleaning etc).

25. Training and Development Officer

(A) It is the duty of the Training and development Officer:

- (i) Wherever possible, to see that opportunities for Junior and Adult Training are available at the club.

(B) The Training and Development Officer, with other members, is responsible for:

- (i) maintaining the member registration system recommended by Australian Sailing such as RevSport for all members;
- (ii) liaising with Australian Sailing regarding the club's activities as a Discover Sailing Centre;

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- (iii) promoting and organising sail and powerboat training when possible for club members;
- (iv) working with the Committee to explore all opportunities for training on and off the water, and
- (v) when possible, developing the skills of Instructors, sail and power boating.

26. Casual vacancies

For the purposes of these rules, a casual vacancy on the Committee occurs if the Committee member:

- (i) dies, or
- (ii) ceases to be a member of the Association, or
- (iii) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
- (iv) resigns office by notice in writing given to the Secretary, or
- (v) is removed from office under Rule 27 – Removal of Member, or
- (vi) becomes an incapacitated person, or
- (vii) is absent without the consent of the Committee from all meetings of the Committee held during a period of 6 months.

27. Removal of Member

(A) The Association 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.

(B) If a member of the Committee to whom a proposed resolution referred to in Clause (A) relates makes representations in writing to the Secretary (not exceeding a reasonable length) and requests that the representation be notified to the members of the Association, the Secretary may send a copy of the representations to each member of the Association or, if the representations 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.

(C) If the Committee member to be removed in Clause (A) is the Secretary, the meeting will appoint a person to facilitate any requirements detailed in Clause (B).

28. Meetings and Quorum

(A) The Committee must meet at least 4 times in each period of 12 months at such place and time as the Committee may determine.

(B) Additional meetings of the Committee may be convened by the Commodore or by any member of the Committee.

(C) Oral or written notice of a meeting of the Committee must be given by the Secretary to each member of the Committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the Committee) before the time appointed for the holding of the meeting.

(D) Notice of a meeting given under Clause (C) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the Committee members present at the meeting unanimously agree to treat as urgent business.

(E) Any three members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.

(F) No business is to 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 is to stand adjourned to the same place and at the same hour of the same day in the following week.

(G) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.

(H) At a meeting of the Committee:

- (i) the Commodore or, in the Commodore's absence, the Secretary is to preside, or
- (ii) if the Commodore and the Secretary 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 is to preside.

(I) Committee meetings should go no longer than 2 hours. A majority of Committee members present may agree to continue the meeting for a maximum of 30 minutes.

29. Delegation by Committee to Sub-Committee

(A) The Committee may, by resolution, delegate to one or more Sub-Committees (consisting of such member or members of the Association as the Committee thinks fit) the exercise of such of the functions of the Committee as are specified in the instrument, other than:

- (i) this power of delegation, and
- (ii) a function which is a duty imposed on the Committee by the Act or by any other law.

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(B) 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.

(C) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.

(D) Despite any delegation under this rule, the Committee may continue to exercise any function delegated.

(E) 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.

(F) The Committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.

(G) A Sub-Committee may meet and adjourn, as it thinks proper.

30. Voting and Decisions

(A) Questions arising at a meeting of the Committee or of any Sub-Committee appointed by the Committee are to be determined by a majority of the votes of members of the Committee or Sub-Committee present at the meeting.

(B) 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 but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

(C) Subject to rule 23(E), the Committee may act despite any vacancy on the Committee.

(D) 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 despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or Sub-Committee.

Part 4 – General Meeting

31. Annual General Meetings – holding of

(A) The Association must, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the Association, convene an Annual General Meeting of its members.

(B) Clause (A) may be subject to any extension or permission granted by the Commissioner under section 37(2)(b) of the Act.

32. Annual General Meetings – calling of and business at

(A) The Annual General Meeting of the Association is, subject to the Act and to Rule 26, to be convened on such date and at such place and time as the Committee thinks fit.

(B) An Annual General Meeting must be specified as such in the notice convening it.

(C) In addition to any other business which may be transacted at an Annual General Meeting, the business of an Annual General Meeting is to include the following:

- (i) to confirm the minutes of the last preceding Annual General Meeting and of any Special General Meeting held since that meeting;
- (ii) to receive the Commodores Report, the Captains Report and any other relevant reports on the activities of the Association during the last preceding financial year;
- (iii) to elect Office Bearers of the Association;
- (iv) to elect the Public Officer of the Association who -
 - (a) must be over 18 years of age;
 - (b) must be a resident of New South Wales, and
 - (c) may or may not be a Committee member;
- (v) to determine the Membership Fees, the Race Fees, the Winter Storage Fee and the Summer Storage Fee for the coming season, and
- (vi) to receive and consider the statement which is required to be submitted to members under Clause 48 – Submission of Financial Statements to AGM of the Act.

33. Special General Meetings – calling of

(A) The Committee may, whenever it thinks fit, convene a Special General Meeting of the Association.

(B) The Committee must, on the requisition in writing of at least 5 percent of the total number of members, convene a Special General Meeting of the Association.

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(C) A requisition of members for a Special General Meeting:

(i) must state the purpose or purposes of the meeting, and

(ii) must be signed by the members making the requisition, and

(iii) must be lodged with the Secretary, and

(iv) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

(D) If the Committee fails to convene a Special General Meeting to be held within 1 month after that 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.

(E) A Special General Meeting convened by a member or members as referred to in Clause (D) must be convened as nearly as is practicable in the same manner as General Meetings are convened by the Committee and any member who consequently incurs expenses is entitled to be reimbursed by the Association for any expense so incurred.

34. Notice

(A) Except if the nature of the business proposed to be dealt with at a General Meeting requires a special resolution of the Association, the Secretary must, at least 14 days before the date fixed for the holding of the General Meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

(B) If the nature of the business proposed to be dealt with at a General Meeting requires a special resolution of the Association, the Secretary must, at least 21 days before the date fixed for the holding of the General Meeting, cause notice to be given to each member specifying, in addition to the matter required under Clause (A), the intention to propose the resolution as a special resolution.

(C) No business other than that specified in the notice convening a General Meeting is to be transacted at the meeting except, in the case of an Annual General Meeting, business which must be transacted under Rule 27(C).

(D) A member desiring to bring any business before a General Meeting may give notice in writing of that business to the Secretary who must include that business in the next notice calling a General Meeting given after receipt of the notice from the member.

35. Procedure

(A) No item of business is to 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.

(B) Five 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.

(C) If within half an hour after the appointed time for the commencement of a General Meeting a quorum is not present, the meeting:

(i) if convened on the requisition of members, is to be dissolved, and

(ii) in any other case, is to stand adjourned to the same day in the following week at the same 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.

(D) 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 at least 3) is to constitute a quorum.

36. Presiding member

(A) The Commodore or, in the Commodore's absence, the Secretary, is to preside as Chairperson at each General Meeting of the Association.

(B) If the Commodore and the Secretary are absent or unwilling to act, the members present must elect one of their number to preside as Chairperson at the meeting.

37. Adjournment

(A) 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 is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

(B) If a General Meeting is adjourned for 14 days or more, the Secretary must give written or oral notice of the adjourned meeting to each member of the Association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

(C) Except as provided in Clauses (A) and (B), 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.

38. Making of decisions

(A) A question arising at a General Meeting of the Association is to 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 Association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

(B) At a General Meeting of the Association, a poll may be demanded by the Chairperson or by at least three members present in person or by proxy at the meeting.

(C) If a poll is demanded at a General Meeting, the poll must be taken:

- (i) 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
- (ii) 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 is taken to be the resolution of the meeting on that matter.

39. Special resolution

A resolution of the Association is a special resolution:

- (i) if it is passed by a majority which comprises at least three-quarters of such members of the Association as, being entitled under these rules so do, vote in person or by proxy at a General Meeting of which at least 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules, or
- (ii) where it is made to appear to the Commissioner that it is not practicable for the resolution to be passed in the manner specified in paragraph (a), if the resolution is passed in a manner specified by the Commissioner.

40. Voting

(A) On any question arising at a General Meeting of the Association a member has one vote only.

(B) All votes must be given personally or by proxy but no member may hold proxies from more than two (2) members.

(C) Proxy votes must be cast in respect of specific resolutions as set out on the agenda and should clearly indicate the intention of the member issuing the proxy to either support or deny the resolution.

Constitution of the Lake Jindabyne Sailing Club

(D) 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.

(E) A member or proxy is not entitled to vote at any General Meeting of the Association unless all money due and payable by the member or proxy to the Association has been paid.

41. Postal or electronic ballots

(A) The association may hold a postal or electronic ballot (as decided by the Committee) to determine any issue or proposal other than an appeal under Rule 14 – Right of Appeal of a Disciplined Member.

(B) A postal or electronic ballot is to be conducted in accordance with the Regulation – Schedule 3 Conduct of Postal or Electronic Ballots.

42. Appointment of proxies

(A) Each member is 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.

(B) The notice appointing the proxy is to be in the form set out in Appendix 2 to these rules.

(C) The wording of the resolution AND the Appointers voting intention MUST be recorded on the proxy form for it to be valid.

Part 5 – Miscellaneous

43. Insurance

The Association may effect and maintain insurance.

44. Funds – source

(A) The funds of the Association are to be derived from Joining fees and annual Membership fees of members, donations and, subject to any resolution passed by the Association in General Meeting, such other sources as the Committee determines.

(B) All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank account.

(C) The Association may, as soon as practicable after receiving any money, issue an appropriate receipt if a receipt is requested by the payer.

45. Funds – management

(A) Subject to any resolution passed by the Association in General Meeting, the funds of the Association are to be used in pursuance of the objects of the Association in such manner as the Committee determines.

(B) The Association is prohibited from distributing Income or Assets of the association to members.

(C) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two members of the Committee.

(D) Electronic transactions or card transactions may be authorized by 1 (one) member of the Executive Committee.

46. Alteration of Objectives and Rules

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

47. Common Seal

(A) The Common Seal of the Association must be kept in the custody of the Public Officer.

(B) The Common Seal must not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal must be attested by the signatures

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either of two members of the Committee or of one member of the Committee and of the Public Officer or Secretary.

(C) Despite section 50 (1) (b) of the *Interpretation Act 1987*, the Association is not required to have a seal.

48. Custody of books

Except as otherwise provided by these rules, the Public Officer must keep in his or her custody or under his or her control all records, books and other documents relating to the Association.

49. Inspection of books

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

50. Service of notices

(A) For the purpose of these rules, a notice may be served on or given to a person:

- (i) by delivering it to the person personally, or
- (ii) by sending it by pre-paid post to the address of the person, or
- (iii) by sending it by a form of electronic transmission to an address specified by the person for giving or serving the notice.

(B) For the purpose of these rules, a notice is taken, unless the contrary is proved, to have been given or served:

- (i) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
- (ii) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
- (iii) in the case of a notice sent by a form of electronic transmission, on the date it was sent, or if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

51. Financial Year

The financial year of the association is each period of 12 months after the expiration of the previous financial year of the association, commencing on 1st May and ending on the following 30th April.

52. Winding up

On the winding up of the Association, after the satisfaction of all debts and liabilities, any assets remaining are to be given or transferred to another body or bodies that have objectives and aims similar to those of the Association and not to members.

53. Telecommunication meetings

Any Meeting may be held via electronic means.

APPENDIX 1 - Rule 4(A)(i)(a)

Lake Jindabyne Sailing Club Inc.

Incorporated under the Associations Act, 1984
Website: www.lakejindabynesailingclub.com

PO Box 542

Jindabyne NSW 2627

MEMBERSHIP APPLICATION



(Print Full Name)

Of _____ Postcode _____
(Address)

Telephone Home _____ Mobile _____

Email _____

Date of Birth _____ Have a Boat License? **Yes/No** A First Aid Certificate? **Yes/No**

Emergency Contact Name: _____ Telephone: _____

I hereby APPLY for membership of the Lake Jindabyne Sailing Club Incorporated. In the event of my admission as a member, I agree to be bound by the Rules of the Association for the CC/YY sailing season.

Fees

Adult Membership:	\$	Race Fee	\$	Storage	\$	(Summer Only)
Junior Membership:	\$	Race Fee	\$	Storage	\$	(Summer Only)
(under 19 years as at 31/12/YY)						
Social Membership	\$					
Adult:	Sailing Membership -	\$	+ Race Fee = \$	+ Storage =	\$	
Junior:	Sailing Membership -	\$	+ Race Fee = \$	+ Storage =	\$	

Please pay by Bank Transfer:

LJSC Inc, BSB: 032 728, Account: 560453 (Include your name on transfer)

Or post this form to the address above.

Boat Name _____ Class _____ Sail No. _____
(Optional)

Signature _____ Date _____

OFFICE USE ONLY

Approved / Not Approved **Date** _____

Name of Issuing Officer _____

Appendix 2 - Rule 37

FORM OF APPOINTMENT OF PROXY

I, _____
(full name)

of _____
(address)

(address)

being a member of **Lake Jindabyne Sailing Club Incorporated**

hereby appoint _____
(full name of proxy)

of _____
(address)

(address)

being a financial member of that incorporated Association, as my proxy to vote for me on my behalf at the Annual General Meeting or Special General Meeting or General Meeting, as the case may be, of the Association to be held on

the _____ day of _____ and at any adjournment of that meeting.
(month and year)

My proxy is authorised to vote **for / against** (MUST delete one) the resolution -

_____ *(The wording of the resolution to be voted on MUST be written here.)*

Signature of member appointing proxy

Date

NOTE: A proxy vote may only be given to a person who is a member of the Association. A member may hold proxies from no more than 2 (two) members. (Rule 35(B))