



Middle Harbour Yacht Club

(A Company Limited by Guarantee)
ABN 95 000 248 877
Lower Parriwi Road, The Spit, Mosman, NSW 2088

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of Members of Middle Harbour Yacht Club will be held in the Clubhouse, Lower Parriwi Road, The Spit, Mosman, NSW 2088 on Friday 19th July 2013 at 6:30 pm.

BUSINESS

1. To consider and if thought fit pass the following resolution as a Special Resolution:

“To approve the following changes to the Constitution of Middle Harbour Yacht Club relating to Membership Types”: (Refer Annexure A)

By Resolution of the Board,
Dated this 19th June 2013

Club Secretary

Notes to Members:

1. To be passed this Special Resolution requires votes from a majority of three quarters of those members who being eligible to do so vote in person at the meeting.
2. Members should be aware that in accordance with the Club's Constitution no proxy votes will be allowed. Members wishing to cast a vote may do so only in person at the meeting. Members should also be aware that only financial members in those categories of membership which are entitled to vote will be allowed to vote.

ANNEXURE A

NOTICE OF SPECIAL RESOLUTION TO AMEND THE CONSTITUTION OF MIDDLE HARBOUR YACHT CLUB (July 2011)

That the Constitution of Middle Harbour Yacht Club be amended by the substitution of the following text and is to be voted on at an Extraordinary General Meeting to be held on Friday 19th July 2013 at 6.30pm in the Clubhouse at Middle Harbour Yacht Club. The amended text is highlighted in the contrasting colour below.

In accordance with Middle Harbour Yacht Club's Constitution, voting shall be by eligible members in person only, no proxies will be acknowledged.

Proposed Changes

MEMBERSHIP

9. The Board may from time to time increase the number of Members of the Club beyond the registered number in accordance with the provisions of the Registered Clubs Act.
10. A person shall not be admitted to Membership of the Club except as provided by this Constitution.
11. The persons whose names are entered in the register as Members of the Club at the date of the resolution adopting this Constitution and such other persons as the Board shall admit to Membership in accordance with this Constitution shall be Members of the Club.
12. Unless and until otherwise determined by the Board Ordinary Membership (for the purposes of the Registered Clubs Act) of the Club shall consist of the following classes:
 - (i) Full;
 - (ii) Sailing;
 - (iii) Sailing Under 30
 - (iv) Senior;
 - (v) Associate
 - (vi) Youth
 - (vii) Corporate;
 - (viii) Social;
 - (ix) Family;

Each class is open to Membership of the Club for transfer to another class of Ordinary Membership of the Club for which such Member may be eligible, the Board may approve such transfer and may, if thought appropriate but subject to any other provisions contained in this Constitution make an adjustment in the subscription paid or payable by any Member so transferred in the financial year in which the transfer takes place.

RIGHTS AND QUALIFICATIONS OF MEMBERS

13. The qualifications of the various classes of Ordinary Membership shall be as follows:

(a) **Full Members**

Full Members shall be persons who have attained the age of 18 years and who in the opinion of the Board are suitable to be admitted to Full Membership of the Club and who are elected to or transferred by the Board to Full Membership of the Club. Each Full Member shall be entitled to cast two votes at a General meeting of the Club and shall be entitled to all the privileges of the Club, including the right to hold office, the right to place a yacht on the Club's Register and the right to skipper or enter a yacht in events conducted by the Club.

- (i) Any Member of the Club of not less than five (5) years standing who satisfies the Board that he is in receipt of an aged or disability support pension pursuant to the Social Security Act 1991 (Cth) or who in the absolute discretion of the Board is deemed by the Board to be a pensioner shall be eligible to pay such reduced annual subscription (but not less than the minimum annual subscription required to be paid pursuant to the Registered Clubs Act 1976) as the Board may determine from time to time.

(b) **Sailing Members**

(i) Sailing Members shall be persons who have attained the age of eighteen (18) years and who in the opinion of the Board are suitable to be admitted to Sailing Membership of the Club or who are elected or transferred by the Board to Sailing Membership of the Club.

(ii) Sailing Members have the right to cast one vote at a General Meeting of the Club and shall be entitled to all the privileges of the Club other than the right to hold office, the right to place a yacht on the Club's Register and the right to skipper or enter a yacht in events conducted by the Club.

(iii) Any Member of the Club of not less than five (5) years standing who satisfies the Board that he is in receipt of an aged or disability support pension pursuant to the Social Security Act 1991 (Cth) or who in the absolute discretion of the Board is deemed by the Board to be a pensioner shall be eligible to pay such reduced annual subscription (but not less than the minimum annual subscription required to be paid pursuant to the Registered Clubs Act 1976) as the Board may determine from time to time.

(c) **Sailing Under 30 Members**

Sailing Under 30 Members shall be persons between the ages of eighteen (18) and thirty (30) years and who in the opinion of the Board are suitable for admission as Sailing Under 30 Members. Sailing Under 30 Members have the right to cast one vote at a General meeting of the Club and shall have those privileges of the Club as the Board may determine time to time.

(i) delete

(ii) delete

(d) **Senior Members**

(i) Any Full Member of the Club who has been a Full Member for not less than twenty (20) consecutive years, shall be eligible to become a Senior Member of the Club and upon making application in writing, shall be admitted as a Senior Member and shall only be liable to pay a reduced annual subscription or any call, fee, charge or levy or any instalment thereof as shall be determined by the Board but, shall, subject to Rule 5(f) of this Constitution, otherwise enjoy the same rights and privileges and (except in regard to the amount of the annual subscription or of any call, fee, charge or levy) shall be subject to the same duties, obligations and restrictions as for the time being are conferred or imposed by the Constitution upon the class of Full Membership immediately prior to being admitted as a Senior Member of the Club PROVIDED THAT a Senior Member shall remain liable for the payment of any minimum subscription or periodic payment required by law to be paid pursuant to the provisions of the Registered Clubs Act.

(ii) Any Member of the Club who was a Senior Member of the Club as at the date of the Special Resolution of the Club adopting this Constitution shall retain the same rights and privileges of Senior Membership as existed under the Constitution of the Club having effect immediately prior to that resolution.

(iii) Any Member of the Club of not less than five (5) years standing who satisfies the Board that he is in receipt of an aged or disability support pension pursuant to the Social Security Act 1991 (Cth) or who in the absolute discretion of the Board is deemed by the Board to be a pensioner shall be eligible to pay such reduced annual subscription (but not less than the minimum annual subscription required to be paid pursuant to the Registered Clubs Act 1976) as the Board may determine from time to time.

(e) **Associate Members**

Any person who is a Full or Sailing Member who satisfies the Board that he resides outside the County of Cumberland or intends to reside outside the State of NSW for not less than three (3) months may upon making application in writing to the Board be admitted as an Associate Member.

- (i) Associate Members shall pay such reduced annual subscription (but not less than the minimum subscription required to be paid pursuant to the Registered Clubs Act 1976) as the Board may determine from time to time.
- (ii) Associate Members shall be afforded all the privileges of the Club other than the right to hold office, the right to vote at General Meetings of the Club, the right to place a yacht on the Club's register and the right to skipper or enter a yacht in events conducted by the Club.
- (iii) Should an Associate Member return to the County of Cumberland or the State of New South Wales prompt notification to the Secretary of this and that Member's name shall thereupon be placed in the class of Membership to which he was admitted immediately before he was placed on the Associate list. The Member shall thereupon become liable to pay the proportionate part of the appropriate annual subscription for that class of Membership for the balance of the current financial year.

(f) **Youth Members**

Any person under the age of 18, who satisfies the Board that he or she has an interest in taking an active part in the sailing activities of the Club on a regular basis and who in the opinion of the Board is suitable may be admitted to Youth Membership of the Club.

- (i) Youth Members shall be entitled to those privileges as the Board may determine from time to time but shall not be eligible to hold office, vote at meetings of the Club, nominate persons for Membership or introduce visitors to the Club nor shall they have any part in the management of the Club.
- (ii) Youth Members are permitted to use only those licensed areas of the Club for which an authority under Section 22A of the Registered Clubs Act 1976 is in force but shall not be served with or consume alcohol in the Club.
- (iii) delete

(g) **Corporate Members**

- (i) The Board may from time to time offer corporations the right to nominate a person as a Corporate Member of the Club. Upon acceptance by the corporation of the right to nominate persons for Corporate Membership, the corporation shall advise the Club of the name of the person to be considered for election. This person shall be nominated for election to the Club in accordance with Rules 21 to 24 inclusive.
- (ii) The Board has the power to determine the rights and privileges applicable to Corporate Members and may make charges and levies on Corporate Members for general or special purposes.
- (iii) The Board may make provision for special services and events to be provided for Corporate Members on such terms and conditions as the Board may determine from time to time.

(h) **Social Members**

(i) The Board may accept nominations from persons who have attained the age of eighteen (18) years for Social membership. Such Members shall be called Social Members and shall be entitled to use the land based facilities of the Club and to sign guests in. Social members do not have the right to hold office, the right to vote at general meetings of the Club, the right to place a yacht on the Club's register, the right to sail in events conducted by the Club, the right to nominate persons for membership, nor shall they have any part in the management of the Club.

(i) **Family Members**

- (i) Members who are admitted to any Membership Category except Youth, Corporate and Honorary, and who are married or in the opinion of the Board are in a defacto marriage, may apply to the Board for Family Membership and to pay reduced fees (but not less than the minimum annual subscription provided by the Registered Clubs Act 1976) as the Board may determine. Children under 18 of such Members may be admitted as part of the Family membership.
- (ii) A spouse/partner shall be entitled to cast votes at a General Meeting of the Club depending upon the membership category of their Family Membership and shall be entitled to the privileges of the Club attached to their Family Membership category.

LIFE MEMBERS

14. The following shall be Life Members of the Club:

- (a) Those Members who are Life Members of the Club at the date of the resolution adopting this Constitution.
- (b) Persons who have rendered outstanding services to the Club and who are elected at any General Meeting of the Club as a Life Member of the Club provided however that such election is made upon the recommendation of the Board and with the approval of the majority of the Members present and voting. Life Members shall be relieved of any obligation or liability with respect to the payment of entrance fees or annual subscriptions. **A Life Member shall be entitled to all privileges of the Club to which he was entitled in the class of Membership to which he was admitted immediately before he became a Life Member.**
- (c) The following conditions shall be observed in the election of a Life Member of the Club:
- (i) Notice of the nomination signed by at least 2 Financial Adult Life or Senior Members shall be given to the Secretary.
- (ii) Such nomination shall be reported to the first meeting of the Board after the receipt thereof and if at such meeting the Board shall have resolved by a three fourths majority of the Members present and voting to recommend such nomination then the Board shall forward such nomination to the next General Meeting for consideration.

HONORARY MEMBERS

15. The following persons may be made Honorary Members of the Club in accordance with procedures established by the Board from time to time.

- (a) the patron or patrons for the time being of the Club;
- (b) any prominent citizen or local dignitary visiting the Club.

16. Honorary Members shall be entitled to the benefit of the social facilities and amenities of the Club and shall not be entitled to attend or vote at any meeting of the Club, nominate or be elected to the Board or any office in the Club or participate in the management, business and affairs of the Club in any way.

17. When Honorary Membership is conferred on any person the following particulars shall be entered in the Club's Register of Honorary Members:

- (a) the name in full of the Honorary Member;
- (b) the residential address of the Honorary Member;
- (c) the date on which Honorary Membership is conferred;
- (d) the date on which Honorary Membership is to cease.

TEMPORARY MEMBERS

- 18.** The following persons in accordance with procedures established by the Board may be made Temporary Members of the Club:
- (a) Any visitor whose permanent place of residence in New South Wales is not less than a distance of 5 kilometres from the Club;
 - (b) A Full Member (as defined in the Registered Clubs Act) of other clubs which are registered under the Registered Clubs Act and which have objects similar to those of the Club;
 - (c) A Full Member (as defined in the Registered Clubs Act) of any registered Club who, at the invitation of the Board of the Club or a Full Member of the Club, attends on any day at the premises of the Club for the purpose of participating in an organised sport or competition to be conducted by the Club on that day from the time on that day when he so attends the premises of the Club until the end of the day.
 - (d) Any interstate or overseas visitor.
- 19.**
- (a) Temporary Members shall not be required to pay an entrance fee or annual subscription;
 - (b) Temporary Members shall not be entitled to vote at any meeting of the Club, nominate for or be elected to the Board or any office in the Club or participate in the management, business and affairs of the Club in any way;
 - (c) Temporary Members shall not be permitted to introduce guests into the Club;
 - (d) A Director or the Secretary of the Club may terminate the Membership of any Temporary Member at any time without notice and without having to provide any reason therefore;
 - (e) No person under the age of 18 years may be admitted as a Temporary Member of the Club.
- 20.** When a Temporary Member first enters the Club premises on any day the following particulars shall be entered in the Club's Register of Temporary Members;
- (a) the name in full of the Temporary Member;
 - (b) the residential address of the Temporary Member;
 - (c) the date on which Temporary Membership is granted;
 - (d) the signature of the Temporary Member.

ELECTION OF MEMBERS

- 21.**
- (a) An application for Membership as an Ordinary Member of the Club shall be in such form as the Board may from time to time determine, but shall include the full name, address, date of birth and occupation of the candidate and a statement that the candidate, if admitted, will be bound by the Constitution of the Club. The nomination form shall be signed by the candidate and by the proposer and seconder who shall both be Full Members of the Club of at least twelve months duration.
 - (b) The nomination form shall be lodged with the Secretary of the Club who shall forthwith cause the name, address and occupation of the candidate and of his proposer and seconder to be exhibited in a conspicuous place in the Clubhouse for a continuous period of not less than one month before the election of the candidate as a Member of the Club and an interval of at least five weeks shall elapse between the proposal of a person for election and his election.
 - (c) With the nomination form shall also be lodged the amount of any entrance fee and subscription for Membership as determined by the Board from time to time. If the candidate's nomination is withdrawn or the nomination is not accepted these amounts shall be refunded to the candidate.
- 22.** Any application for Membership will be delivered by the Secretary to the Membership ~~Sub~~-Committee, which will make such enquiries about the candidate as it considers appropriate and shall, if practicable, interview the candidate. The Membership ~~Sub~~-Committee will then submit the application for Membership together with a report as to the

enquiries it has made about the candidate and any recommendation to the Board of the Club.

- 23.** A person shall not be admitted as a Member of the Club, other than as an Honorary Member or Temporary Member, unless he is elected to Membership at a meeting of the Board of the Club, or a duly appointed Election Committee of the Club, the names of whose members present and voting at the meeting are recorded by the Secretary of the Club. The Board may reject any application for Membership without assigning any reason for such rejection. The election shall be by majority of the members of the Board present and voting at the meeting.
- 24.** (a) When a person has been elected to Membership the Secretary shall cause notice of such election to be given personally or forwarded or posted to such person.
- (b) A copy of the Constitution of the Club shall be supplied to a Member on request being made to the Secretary of the Club and if demanded by the Secretary on payment of any fee that may be prescribed by the Act or by regulation.

ENTRANCE FEES AND ANNUAL SUBSCRIPTIONS AND LEVIES

- 25.** Members' subscriptions shall be paid annually or if the Board so directs and approves by ~~half-yearly~~ instalments in advance. The time and manner of payment thereof and all other matters pertaining thereto not especially provided for by this Constitution shall be prescribed by the Board from time to time.
- (a) Nothing in this Constitution shall prevent the Board from determining that during their first three years of Membership of the Club Members in a particular class of Membership or in all classes of Membership referred to in Rule 12 shall pay such reduced annual subscriptions as may be determined by the Board from time to time.
- 26.** (a) The entrance fees and subscriptions payable by Members of the Club shall, subject to this Constitution, be such as the Board may from time to time determine provided that the annual subscription payable shall be not less than Two Dollars or such other minimum subscription provided from time to time by the Registered Clubs Act.
- (b) Any Member who is suspended from Membership of the Club for a period shall during such period be liable for payment of any fee for Membership of the Club which falls due during the period of suspension.