

Rules of Te Anau Boating Club (Incorporated)

1. Title:

1:1 The Society shall be called Te Anau Boating Club (Incorporated) (hereinafter called "the Society")

2. Area:

2:1 The area of operation of the society shall be Lake Te Anau, its tributary subsidiary and outlet waterways and the environs of all and each of these together with such other area or areas as the society shall from time to time by ordinary resolution in General Meeting decide.

3. Objects:

3:1 The objects for which the society is established are:

- 3.1.1 To promote, develop and further the progress of boating in all its facets, to provide facilities for boat owners and to hold property and assets either now owned or hereafter acquired by the Society for the aforesaid purposes.
- 3.1.2 For the purpose of achieving the abovementioned objects to take such steps as the society may consider necessary or expedient but without limiting its operations in achieving the following;
 - (a) to make and enforce by-laws or rules for the safety of its Members and to encourage all boat-owners and boat operators to observe the same.
 - (b) To protect native flora and fauna.
 - (c) To provide amenities and facilities for its Members and for the public in general both as to care and convenience of use of boats and as to personal comfort and social activities and otherwise.
 - (d) To raise funds for the improvement of boating facilities in general and for objects of the Society by such means as shall from time to time be determined by the Committee of the Society.
 - (e) To assist the Southland District Council and/or the Department or Conservation in any way in the carrying out of their functions towards improvement or betterment of the area under their respective jurisdiction and control and to encourage observance and assist in the enforcement of any rules, regulations or by-laws made or administered by them.

- (f) To promote social and cultural activities for its members either exclusively or in conjunction with the general public or any particular individuals thereof.
- (g) To hire, engage, instruct, retain and employ all classes of persons considered necessary for the purposes of the Society and to pay them and to other persons in return for their services rendered to the Society, salaries, wages, gratuities, retainers, fees or pensions.
- (h) To do all such other things as are incidental or conducive to the attainment of the above objects.

4. Membership:

- 4.1** Persons eligible for membership of the Society must;
 - 4.1.1 Be, in the opinion of the Committee, of good repute.
 - 4.1.2 Have a genuine desire to achieve the objects of the Society.
 - 4.1.3 Agree to abide by these rules and to obey the direction of the Committee in furthering the objects of the Society.
- 4.2** Election of candidates for membership shall be by ballot of the Committee.
- 4.3** Every candidate for admission to membership as a Member shall be proposed by one existing Member and seconded by another existing Member, both of whom shall, if required by the Committee, give the fullest information about the candidate. Both the proposer and the seconder shall have been financial Members of the Society for at least one year prior to such proposal. Such candidate shall sign a form of application for membership in such terms as the Committee shall decide and the same shall be lodged with the Secretary of the Society.
- 4.4** The entrance fee prescribed by Clause 7 hereof shall accompany every nomination, to be refunded to the candidate should the nomination be declined.
- 4.5** The Secretary shall submit nominations received to the next Committee meeting of the Society. The decision of a majority of those Committee Members present at such meeting be final in the matter.
- 4.6** The Committee may from time to time empower a Harbour Warden or any other person to accept nominations and to grant interim membership and to give keys to the Society's facilities on receipt of such completed nomination form and entry fee as

aforesaid. Such interim membership shall in all respects be subject to the consideration of the Committee at its next meeting as hereinbefore provided and if at such meeting the nomination is declined the entry fee will be refunded to the candidate who shall return such keys and the interim membership previously granted shall be cancelled. The Committee may also empower the Harbour Warden to grant permission to persons who are not members of the Society to use the Society's facilities on a casual basis and the Society shall make such charges for use of facilities by non-members as the Committee shall from time to time determine.

5. Life Membership:

5.1 The Members assembled in Annual General Meeting on the recommendation of the Committee by a three-fourths majority may confer a Life Membership upon any Member who may have rendered such services to the Society as in the opinion of the meeting may entitle him or her thereto. Life Membership shall possess all Club privileges and have the right to attend and vote at meetings of the Members and also be subject to all the Rules of the Society. A life Member pays no further subscription fees but shall be liable for all other charges as a berth holder or for casual mooring.

6. Cessation of Membership:

6.1 Any Member may resign from the Society at any time upon delivering a written resignation to the Secretary.

6.2 The Committee may, subject to clause 6.3 below, expel from the Society any member who in the opinion of the Committee:

6.2.1 Has breached any of these rules (including payment of subscription); or

6.2.2 Has been involved in conduct unworthy of a Member or which is or might be injurious to the interests of the Society and/or its Members.

6.3 Prior to any member being expelled from the Society in terms of the preceding clause, the Committee shall give that Member notice of the complaint against him or her, the date, time and place of the meeting at which the Committee will decide on the matter and offering the Member the opportunity to submit an explanation in writing or in person to the meeting.

6.4 The resignation or expulsion of any Member shall not release that Member from any antecedent liability including liability for payment of all subscriptions due to the end of the financial year following the date of resignation or expulsion. The Committee may deduct the amount of such subscriptions or any amounts owing by the Member, from any monies held by the Society on behalf of the Member.

7. Subscriptions and Other Dues and Payments;

- 7.1** Subscriptions shall be such sums as shall be determined annually by the Committee at its last meeting prior to the commencement of the new financial year.
- 7.2** Subscriptions shall be due to the Treasurer on the last day of the month following the month that notice of the subscription is given to the Member.
- 7.3** No Member shall be eligible to exercise any of the privileges of membership while payment of that Members' subscription or any other levies or charges lawfully made by the Society are overdue.
- 7.4** In addition to subscriptions determined as above, the Committee may fix at its last meeting prior to the commencement of the new financial year such other charges as it shall deem appropriate including, but not confined to, berth holding fees and mooring charges and charges for the use of any ramps owned by the Society. The Committee shall also have the power to require berth-holders to lodge such sum or sums by way of deposit as it shall deem appropriate such deposit to be refunded to the member when he or she shall have ceased to be a berth-holder.

8. Officers:

- 8.1** The following officers shall be elected at each Annual General Meeting or a Special General Meeting called for the purpose. All persons elected as officers, with the exception of the Secretary or Treasurer who need not be financial members of the Society but may instead be appointed in their professional capacity, must be financial members of the Society.
 - (a) A President
 - (b) A Senior Vice President
 - (c) A Junior Vice President
 - (d) A Secretary
 - (e) A Treasurer

(The offices of the Secretary and Treasurer may be jointly held by the same person or a firm of Chartered Accountants, the partners of which are members of the New Zealand Society of Accountants, and hold a current Public Practice Certificates.)
- 8.2** A vacancy in any office shall be filled by the Committee in accordance with Rule 11.3.2(d) hereof.

9.0 Duties of Officers:

9.1 President

The President shall;

9.1.1 Be the official head of the Society.

9.1.2 Chair all General Meetings and Committee Meetings of the Society.

9.1.3 Be ex officio a member of all Sub-Committees of the Society.

9.1.4 Present a report on the affairs of the Society at the Annual General meeting.

9.2 Senior Vice President

The Senior Vice President shall;

9.2.1 In the absence of the President, have all the duties of the President.

9.2.2 Perform such other duties as may be directed by the Committee.

9.3 Junior Vice President

The Junior Vice President shall;

9.3.1 In the absence of the President and Senior Vice President, have all the duties of the President.

9.3.2 Perform such other such duties as may be directed by the Committee.

9.4 Secretary

The Secretary shall;

9.4.1 Convene and record all meetings of the Society and the Committee.

9.4.2 Issues all notices required under these Rules as directed by the Society and the Committee.

9.4.3 Retain safe custody of the Common Seal.

9.4.4 Keep a register of the Members of the Society, recording the names and addresses thereof and the dates at which they became Members.

9.4.5 Perform such other clerical or secretarial duties as may be directed by the Committee.

9.5 Treasurer

The Treasurer shall;

9.5.1 Receive all monies for and on behalf of the Society and immediately deposit the same to the society's bank account.

9.5.2 Arrange payment of all accounts passed for payment by the Committee.

9.5.3 Keep accurate up to date records of the financial affairs of the Society and present a current statement of the same to each meeting of the Committee.

9.5.4 Present to the annual General Meeting and to the Registrar of Incorporated Societies as required, a duly audited statement as at the close of the financial year containing particulars of:

(a) The income and expenditure of the Society.

(b) The assets and liabilities of the Society.

(c) All mortgages, charges and securities of any description affecting any of the property of the Society.

9.5.5 Perform such other financial duties as may be directed by the Committee.

10 Committee:

10.1 The Committee shall consist of;

10.1.1 The President, Immediate Past President, Senior Vice President, Junior Vice President, Secretary and Treasurer all of whom (with the exception of the Immediate Past President) shall hold office for a term of one year at the end of which they shall be eligible for re-election.

10.1.2 Six (6) additional Members, three of whom shall be elected at each alternate Annual General Meeting so that each of such six (6) Members shall be elected for a period of two years. Each Member retiring in accordance with this rule shall be eligible for re-election.

10.2 Each Committee member shall;

10.2.1 Be a financial Member and be proposed and seconded by financial Members.

10.2.2 Take office immediately on his or her election or appointment and hold office until election of his or her successor or until his or her removal from office in terms of subclause 11.2.3 hereof.

10.2.3 Cease to be a Committee Member if he or she;

(a) Is absent from three (3) consecutive meetings without leave or reasonable explanation.

(b) Resigns upon delivery of a written resignation to another Committee member.

(c) Is removed from office by resolution of a Special General Meeting, which shall thereafter elect or appoint a successor.

10.3 Functions and Powers of Committee

10.3.1 The management of the affairs, business and property of the Society shall be vested in the Committee.

10.3.2 The Committee shall have the power (subject at all times to the provisions of the Act, these Rules and resolutions of General Meetings) to;

(a) Exercise all such powers and do all such acts and things as may be done by the Society and as are not hereby required to be done or exercised by the Society in General Meeting.

(b) Delegate any of its powers as it deems fit.

- (c) Appoint and discharge such Sub-Committee to assist in carrying out the work of the Society as it may deem necessary.
- (d) Appoint a financial Member to fill any casual vacancy on the committee or to any office of the society until the next Annual General Meeting or Special General Meeting called for that purpose.
- (e) Settle any question that may arise and regulate its own proceedings and those of Sub-Committees as are not specifically provided for in these rules.
- (f) Do all such acts and things as these Rules provide shall be done by the committee.
- (g) Make from time to time regulations and by-laws not inconsistent with the Incorporated Societies Act 1908 or with these Rules for all or any of the purposes mentioned in this clause and such regulations and by-laws shall continue in force until the next General Meeting of the Society when, unless they are ratified by resolution of a majority of Members present there at the same time, shall lapse. The purposes hereinbefore mentioned are;
 - (a) Resignation, with the Society of all boats owned by its members.
 - (b) Prescribing safety measures and encouraging Members to observe the same.
 - (c) Use of concrete launching ramp (including provision for a period of free use annually by Members paying for annual harbour mooring space) and in particular fixing priority of use and prescribing the conditions (if any) upon which it will permit non-members to use the same.
 - (d) Use of club rooms and other club facilities.
 - (e) Cancellation of membership or suspension for such periods and from such of the activities of the Society as the Committee thinks fit of any Member or Members who in the opinion of the Committee have committed an act or acts discreditable to the Members of the Society or who infringe or fail to comply with all or any of the rules, regulations and by-laws of the Society.

10.4 Meetings of Committee

10.4.1 The Committee shall meet from time to time as the Committee shall deem necessary.

10.4.2 All Committee members shall be given fourteen (14) days notice of the date, place and time of such meetings. The President has power however to call a meeting at shorter notice for urgent business.

10.4.3 A quorum shall consist of 50% of the members of the Committee.

11. Annual General Meeting:

11.1 The Annual General Meeting shall be held as soon as possible after the end of each financial year upon a date, place and time fixed by the Committee. At least fourteen (14) days' notice of such meeting shall be given.

11.2 The Annual General Meeting shall be held for the following purposes;

11.2.1 To receive the Presidents annual report and the Treasurer's statement of accounts and if approved, adopt the same.

11.2.2 Election of officers.

11.2.3 Election of Committee.

11.2.4 Election of Auditor.

11.2.5 To consider and deal with any other matters which may be dealt with in terms of Clause 15.3 hereof.

12. Special General Meeting:

12.1 The Committee shall whenever circumstances warrant, call a Special General Meeting upon a date, place and time to be fixed by the Committee. A Special General Meeting as aforesaid may also be requisitioned by any twenty (20) Members of the Society by notice to the Committee, which notice shall state the purpose for which the meeting is required and the Committee shall thereupon call for a Special General Meeting which shall be held no later than twenty eight (28) days after such notice is received. At least fourteen (14) days' notice of a Special General Meeting shall be given.

13. Nominations:

13.1 Nominations shall be made at the relevant General Meeting and shall be received until the chair declares nominations closed.

14. Proceedings at General Meetings:

14.1 Quorum

A quorum shall consist of nine (9) Members of the Society.

14.2 Voting

14.2.1 All items calling for a vote shall be decided upon a majority of the votes cast.

14.2.2 All voting other than election of officers shall be by voice or show of hands unless (before or on the declaration of the result of such voting) a secret ballot is demanded by the chair or at least three (3) Members entitled to vote.

- (a) Voting for election of officers shall be by show of hands unless more than one candidate is standing for office when voting shall be by secret ballot.
- (b) All financial Members present in person shall be entitled to one vote each. Votes shall be given personally and not by proxy.
- (c) The chair shall have a deliberate vote and in the case of equality shall have an additional casting vote.

14.3 Business

14.3.1 No motion shall be considered or dealt with unless twenty one (21) days' notice has been given in writing to the Secretary and has been included in the notice convening the meeting.

14.3.2 No business or motion shall be dealt with at any General Meeting unless;

- (a) These Rules so provide; or
- (b) The chair so approves; or
- (c) Not less than two thirds of the voting members present so approve.

15. Funds and Property:

15.1 Banking

15.1.1 All moneys received and collected by the Society whether subscriptions, donations or sums raised for any other purpose shall be handed to the Treasurer who shall issue a written receipt therefore and immediately bank the moneys with such bank or banks as the Committee may from time to time determine.

15.1.2 All cheques and orders shall be signed by at least two (2) persons from any of the following;

President, Senior Vice President, Junior Vice President, Secretary, Treasurer.

Provided However that should the offices of Secretary and Treasurer be held by a Firm of Chartered accountants as permitted by Rule 8.1 hereof then provided that such Firm does not comprise a sole practitioner and any two Partners of the Firm may sign jointly.

15.2 Investment

The funds of the Society may be invested in such manner as is authorised by law for the investment of trust funds on such terms as may be determined by the Committee.

15.3 Audit

The accounts of the society shall be audited annually by such suitably qualified person (who shall not be a Member) as shall be appointed at the Annual General Meeting of the Society.

15.4 Financial Year

The financial year of the Society shall end on the 30th day of June in each year.

15.5 Borrowing Powers

The Society may from time to time borrow such money as may be expedient for the purposes of carrying out objects of the Society and for the purpose of securing any money so borrowed the Society may mortgage, charge or pledge any of its assets.

15.6 Property

The Society may buy, sell, improve, manage, develop, exchange, dispose of, lease or otherwise deal with any real or personal property vested in or belonging to or being acquired or managed for the benefit of the Society.

16. Common Seal:

16.1 The Society shall have a common seal which shall be kept in the custody of the Secretary.

16.2 Whenever the common seal is required to be affixed to any deed, document or other instrument the seal shall be affixed pursuant to a resolution of the Committee and in the presence of the President or one of the Vice Presidents and the Secretary, which such persons shall also sign the document to which the seal is affixed.

17. Registered Office:

17.1 The registered office of the Society shall be at such place as may be determined from time to time by the Committee.

18. Alteration of Rules:

18.1 These Rules may be altered, added to or rescinded by resolution at any General Meeting of the Society. Notice of such proposed change shall be given with the notice of the meeting.

19. Indemnity of Officers:

19.1 Every officer or Committee or Sub-Committee member shall be indemnified by the Society from all losses, damages and expenses incurred by them in or about the discharge of their respective duties, except such as happen from their own respective neglect or act contrary to the Rules of the Society.

20. Winding Up:

20.1 The Society may be put into liquidation in accordance with Section 24 of the Act.

20.2 In the event of liquidation, the property and assets of the Society after the discharge of all liabilities shall not be divided among the Members but shall be distributed amongst such educational, religious, benevolent and charitable institutions within New Zealand as shall be determined by a majority present at a meeting of persons who were financial members of the Society immediately before the commencement of its liquidation held for that purpose within one month of the date of the completion of such liquidation.

21. Notice:

21.1 Any notice required under these rules shall be in writing and may be given either;

21.1.1 Personally.

21.1.2 By post, in which case notice shall be deemed given at the time the notice would have been delivered in the ordinary course of post.

21.1.3 By advertisement in the principal newspaper circulating in the area.

21.2 Accidental omission in the giving of any required notice of any meeting to any Member shall not invalidate proceedings at such meeting.

22. Interpretation:

22.1 "Society" means the Te Anau Boating Club Incorporated.

22.2 "The Act" means the Incorporated Societies Act 1908 and its amendments.

22.3 Any question relating to the interpretation of these Rules or to any matter or thing not contained in these Rules and which pertains to the Society, its property or interests shall be settled and decided by the Committee whose decision shall be conclusive and binding on all Members unless set aside by a resolution of the Society at any General Meeting which meeting must be requisitioned and called for within thirty (30) days of any such decision.