

Port Dalrymple Yacht Club Inc.
Constitution - 17 July 2022
To be read in conjunction with attached amendments marked "Schedule A"

PORT DALRYMPLE CONSTITUTION

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MODEL RULES FOR AN ASSOCIATION

1. Name of Club

The name of the Club shall be the "Port Dalrymple Yacht Club Inc." (in these rules called "the Club").

2. Interpretation

(1) In these rules, expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography, and other modes of representing or reproducing words in a visible form.

(2) Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1931 and the Act as in force on the date on which these rules are adopted by the Club.

3. Club's Office

The office of the Club shall be at Kemps Parade, Beauty Point in Tasmania or such other place as the committee may, from time to time, determine.

4. Objects and purposes of the Club

(1) The basic objects of the Club shall be to encourage yachting and power cruising on the lower reaches of the Tamar River, and provide and maintain from the joint funds of the Club, suitable accommodation including a Club House and other conveniences for members of the Club and their guests upon suitable premises situate at Beauty Point of which premises the Club is a bona fide occupier.

(2) In addition to the basic objects of the Club, the objects and purposes of the Club shall be deemed to include -

(a) the purchase, taking on lease or in exchange, and the hiring or otherwise acquiring of any real or personal property that may be deemed necessary or convenient for any of the objects or purposes of the Club;

(b) the buying, selling and supplying of, and dealing in, goods of all kinds.

(c) the construction, maintenance, and alteration of buildings or works necessary or convenient for any of the objects or purposes of the Club;

(d) the accepting of any gift, whether subject to a special trust or not, for any one or more of the objects or purposes of the Club;

(e) the taking of such steps from time to time as the committee or the members in general meeting may deem expedient for the purpose of procuring contributions to the funds of the Club, whether by way of donations, subscriptions, or otherwise.

(f) the printing and publishing of such newspapers, periodicals, books, leaflets or other documents as the committee or the members in general meeting may think desirable for the promotion of the objects and purposes of the Club;

(g) the borrowing and raising of money in such manner and on such terms as the committee may think fit or as may be approved or directed by resolution passed at a general meeting;

(h) subject to the provisions of the Trustee Act 1898, the investment of any moneys of the Club not immediately required for any of its objects or purposes in such manner as the committee may from time to time determine;

(i) the making of gifts, subscriptions, or donations to any of the funds, authorities, or institutions to which Section 78 subsection (1) subparagraph (a) of the Income Tax Assessment Act 1936-1964 of the Commonwealth relates;

(j) the establishment and support, or aiding in the establishment and support, of associations, institutions, funds, trusts, schemes, and conveniences calculated to benefit servants or past servants of the Club and their dependents, and the granting of pensions, allowances, or other benefits to servants or past servants of the Club and their dependents, and the making of payments towards insurance in relation to any of those purposes;

(k) the establishment and support, or aiding in the establishment or support, of any other association formed for any of the basic objects of the Club;

(l) the purchase or acquisition and undertaking, of all or any part of the property, assets, liabilities, and engagements of any association with which the Club may at any time become amalgamated in accordance with the provisions of the Act and the rules of the Club; and

(m) the doing of all such other lawful things as are incidental or conducive to the attainment of the basic objects of the Club or of any of the objects, and purposes specified in the foregoing provisions of this sub-rule.

5. Membership of Club

(1) A person who is nominated and approved for membership as provided in these rules is eligible to be a member of the Club on payment of the annual subscription prescribed in, or fixed under, these Rules.

(2) A nomination of a person for membership of the Club -

(a) shall be made in writing, signed by two senior members of the Club, and shall include the name, address and occupation of the person so nominated;

(b) shall be accompanied by the written consent of the person nominated (which may be endorsed on the form of nomination); and the nomination fee if any described in, or affixed under, these Rules, and

(c) shall be lodged with the secretary of the Club.

(3) As soon as is practicable after the receipt of a nomination, the secretary shall exhibit such nomination on the Club Notice Board and refer the nomination to the committee, but no such nomination shall be voted upon by the committee until the nomination has been so exhibited on the said Notice Board for a period of seven days.

(4) Upon a nomination being approved by the committee, the secretary shall, with as little delay as possible, notify the nominee, in writing, that he has been approved for membership of the Club and, upon receipt of the sum payable by or on behalf of the nominee as his first year's subscription, shall enter the nominee's name in a register of members to be kept by the public officer, whereupon the nominee becomes a member of the Club.

(5) A member of the Club may, at any time, resign from the Club by delivering or sending by post to the secretary a written notice of resignation.

(6) Upon receipt of a notice under sub-rule (5) of this rule, the secretary shall remove the name of the member by whom the notice was given from the register of members, whereupon that member ceases to be a member of the Club.

(7) A right, privilege, or obligation of a person by virtue of his membership of the Club -

(a) is not capable of being transferred or transmitted to another person; and

(b) terminates upon the cessation of his membership, whether by death, resignation, or otherwise.

(8) In the event of the Club being wound up -

(a) every member of the Club; and

(b) every person who, within the period of twelve months immediately preceding the commencement of the winding up, was a member of the Club;

(c) no member shall by reason only of his or her membership of the Club, accept, receive or be entitled to any share in the whole or part of the assets of the Club;

(d) every member is liable to contribute to the assets of the Club for payment of the debts or liabilities of the Club and for the costs, charges, and expenses of the winding up and for the adjustment of the rights of the contributories among themselves, but such sum shall not exceed one dollar. A former member is not liable so to contribute in respect of any debt or liability of the Club contracted after he ceased to be a member.

(9) Membership shall be available in the following types and with the following qualifications:

(A) Senior Members - Any person over the age of 18 years who wishes to take part in the sport of sailing or power cruising, and who wishes to become a senior member of the Club, shall be eligible to nominate for membership as provided by these Rules, and if accepted shall subject to these Rules, have full and equal rights with other Senior Members and be entitled to all privileges of the Club. Only Senior Members of the Club shall have the right to nominate for election to the committee and to vote at meetings of the Club and each Senior Member shall have one vote on any question there arising for determination, provided always that such vote shall not be exercised unless no sooner than 48 hours before such meeting, any fees, dues and subscriptions as may be provided for in these Rules have been paid;

(B) Social Members - Any person over the age of 18 years who wishes to take part in social activities of the Club, shall be eligible to nominate for membership as provided by these Rules and if accepted shall be entitled to take part in such social activities but shall not be entitled to sail or crew on a vessel registered with the Club during events conducted by the Club unless permission is first obtained from the Officer of the Day and provided further that no Social Member shall be entitled to have such a request approved on more than three occasions during each year;

(C) (1) Junior Members

(a) Any person being:

(i) Under the age of eighteen years and is desirous of becoming a Junior Member of the Club shall be eligible to nominate for membership as provided by these Rules and if accepted shall, subject to these Rules, be entitled to all the privileges of the Club except voting.

(2) Student Members

(a) Any person being:

(i) Over the age of eighteen years and under the age of twenty-five years who is a full time student attending a recognised school, college or university and is desirous of becoming a Student Member of the Club shall be eligible to nominate for membership as provided by these Rules and if accepted, shall, subject to these Rules, be entitled to all the privileges of the Club.

(3) Cadet Members

(a) Any person being:

(i) over the age of eighteen and under the age of twenty-five years who is serving an apprenticeship or a cadetship and is desirous of becoming a Cadet Member of the Club shall be eligible to nominate for membership as provided by these Rules and if accepted shall, subject to these Rules, be entitled to all the privileges of the Club.

(4) When no longer satisfying the requirements of sub-paragraphs (1), (2) or (3) of paragraph (C) above, and subject to paying the subscription for the time being applicable to a Senior Member, any person who was previously successful in accordance with sub-paragraphs (1), (2) or (3) above is eligible to nominate as a Senior Member, as shall thereupon be deemed to be accepted as a Senior Member.

(5) When no longer satisfying the requirements of sub-paragraph (i) in sub-paragraphs (1), (2) or (3) above, no Junior, Student or Cadet Member shall be eligible to renew their membership as a Junior, Student or Cadet Member.

(D) Honorary Members - A general meeting may on the recommendation of the Executive Committee elect as an Honorary Member any person over the age of 18 years who is rendering or is about to render exceptional service to the Club, provided that such election shall be for a period not exceeding twelve months and provided always that such membership may be terminated at any time by the Executive Committee. An Honorary Member shall, subject to these Rules, be entitled to all privileges of the Club.

(E) Visiting Members - A visitor from a recognised Yacht or Powerboat Club may upon application to at least 2 Flag Officers be elected as a Visiting Member of the Club for a period of no more than 30 days. Such Visiting Members shall, subject to these Rules, be entitled to all the privileges applicable to Social Membership as provided herein;

(F) Honorary Life Members - Members who have rendered outstanding and valuable service to the Club over an extended period may, upon the unanimous recommendation of the Executive Committee, confirmed by a unanimous vote of the members at any General Meeting, be elected Honorary Life Members of the Club provided that notice of any General Meeting at which such confirmation is sought shall include a reference thereto. Honorary Senior Members of the Club;

(G) Absent Members - Any member likely to be absent from the Tamar Valley area for more than a period of twelve months may, within two months after his/her membership subscription falls due, or in the case of a financial member at any time, apply in writing to the secretary to be placed on the register of members as an Absent Member. An Absent Member shall continue to be a member of the Club, without being liable to pay an annual subscription, for a maximum period of two years from the time of the aforesaid application being made, but shall not whilst an Absent Member be allowed to exercise any of the privileges of membership until paying the relevant subscription described in or fixed under these Rules for the then current year, or proportion thereof to be fixed by the Executive Committee. Upon making payment of such subscription or proportion thereof, or at the aforesaid, an Absent Member shall be removed from the Register as an Absent Member;

(H) Rejoining Members - Any former member of the Club wishing to rejoin the Club shall be elected as provided by these Rules, but in the case of the Rejoining Member having previously paid all subscriptions, fees and other Monies owing to the Club as provided in these Rules for two

consecutive years, no nomination fee if applicable for the time being shall be required.

(I) Veteran Members- A Veteran Member is a Senior Member who is over the age of 59 years of age and has been a continuous member of the Club for 15 years.

(J) Sailing Member- a sailing member may sail in club sailing events as a crew member only, may use all club facilities, but not yachting facilities and may not own a registered yacht, hold office, vote at general meetings or elections or nominate new members.

6. Income and property of Club

(1) The income and property of the Club, however derived, shall be applied solely towards the promotion of the objects and purposes of the Club and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise, to any member of the Club.

(2) The Club shall not -

(a) appoint a person who is a member of the committee to any office in the gift of the Club to the holder of which there is payable any remuneration by way of salary, fees, or allowances; or

(b) pay to any such person any remuneration or other benefit in money or money's worth (other than the repayment of out-of-pocket expenses).

(3) Nothing in the foregoing provisions of this rule prevents the payment in good faith to a servant or member of the Club of -

(a) remuneration in return for services actually rendered to the Club by the servant or member or for goods supplied to the Club by the servant or member in the ordinary course of business;

(b) interest at a rate not exceeding as approved by the Committee on moneys lent to the Club by the servant or member; or

(c) a reasonable and proper sum by way of rent for premises let to the Club by the servant or member.

7. Accounts of receipts, expenditure etc.

(1) True accounts shall be kept -

(a) of all sums of money received and expended by the Club and the matter in respect of which the receipt or expenditure takes place; and

(b) of the property, credits, and liabilities of the Club.

(2) The Treasurer of the Club shall faithfully keep all general records, accounting books, and records of receipts and expenditure connected with the operations and business of the Club in such form and manner as the committee may direct.

(3) The accounts, books, and records referred to in sub-rules (1) and (2) of this rule shall be kept at the Club's office or at such other place as the committee may decide.

8. Banking and Finance

(1) The Treasurer of the Club shall; on behalf of the Club, receive all moneys paid to the Club and forthwith after the receipt thereof issue official receipts therefor.

(2) The committee shall cause to be opened with such bank as the committee selects a banking account in the name of the Club into which all moneys received shall be paid by the Treasurer as soon as possible after receipt thereof.

(3) The committee may receive from the Club's bank or bankers for the time being the cheques drawn by the Club on any of its accounts with the bank or bankers and may release and indemnify the bank or bankers from and

against all claims, actions, suits, or demands that may be brought against the bank or bankers arising directly or indirectly out of those cheques or the surrender thereof to the Club.

(4) Except with the authority of the committee, no payment of a sum exceeding Twenty dollars shall be made from the funds of Club otherwise than by cheque drawn on the Club's bank account, but the committee may provide the Treasurer with a sum to meet urgent expenditure, subject to the observance of such conditions in relation to the use and expenditure thereof as the committee may impose.

(5) No cheques shall be drawn on the Club's bank account except for the payment of expenditure that has been authorised by the committee.

(6) All cheques, drafts, bills of exchange, promissory notes, and other negotiable instruments shall be signed by any two of the Secretary, Treasurer, Commodore or Vice Commodore or, by such other member or members of the committee as the committee may nominate for that purpose.

9. Auditor

(1) At each annual general meeting of the Club, the members present shall appoint a person as the auditor of the Club.

(2) A person so appointed shall hold office until the annual general meeting next after that at which he is appointed, and is eligible for re-appointment.

(3) If an appointment is not made at an annual general meeting the committee shall appoint an auditor of the Club for the then current financial year of the Club.

(4) Except as provided in sub-rule (3) of this rule, the auditor may only be removed from office by special resolution.

(5) If a casual vacancy occurs in the office of auditor during the course of a financial year of the Club, the committee may appoint a person as the auditor and the person so appointed shall hold office until the next succeeding annual general meeting.

10. Audit of accounts

(1) Once at least in each financial year of the Club, accounts of the Club shall be examined by the auditor.

(2) The auditor shall certify as to the correctness of the accounts of the Club and shall report thereon to the members present at the annual general meeting.

(3) In his report, and in certifying to the accounts, the auditor shall state -

- (a) whether he has obtained the information required by him;
- (b) whether, in his opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Club according to the information at his disposal and the explanations given to him and as shown by the books of the Club; and
- (c) whether the Rules relating to the administration of the funds of the Club have been observed.

(4) The Treasurer of the Club shall cause to be delivered to the auditor a list of all the accounts, books, and records of the Club.

(5) The auditor -

(a) has a right of access to the accounts, books, records, vouchers, and documents of the Club;

(b) may require from the servants of the Club such information and explanations as may be necessary for the performance of his duties as auditor;

(c) may employ persons to assist him in investigating the accounts of the Club; and

(d) may, in relation to the accounts of the Club, examine any member of the committee or any servant of the Club.

11. Annual general meeting

(1) The Club shall, in each year, hold an annual general meeting.

(2) The annual general meeting shall be held on the third Sunday in July in each year on a date to be determined by the committee in each year.

(3) The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

(4) The annual general meeting shall be specified as such in the notice convening it.

(5) The ordinary business of the annual general meeting shall be -

(a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;

(b) to receive from the committee, auditor, and servants of the Club reports upon the transactions of the Club during the last preceding financial year;

(c) to elect the officers of the Club and the ordinary committeemen;

(d) to appoint the auditor and determine his remuneration;

(e) to determine the remuneration of servants of the Club; and

(f) to determine the subscriptions and nomination fees payable by members and those nominating for membership.

(6) The annual general meeting may transact special business of which notice is given in accordance with these Rules.

12. Special General Meetings

(1) The committee may, whenever it thinks fit, convene a special general meeting of the Club.

(2) The committee shall, on the requisition in writing of not less than ten members, convene a special general meeting of the Club.

(3) A requisition for a special general meeting shall state the objects of the meeting and shall be signed by the requisitionists and deposited at the office of the Club and may consist of several documents in the like form, each signed by one or more of the requisitionists.

(4) If the committee does not cause a special general meeting to be held within twenty-one days from the date on which a requisition therefor is deposited at the office of the Club, the requisitionists, or any of them, may convene the meeting; but any meeting so convened shall not be held after three months from the date of the deposit of the requisition.

(5) A special general meeting convened by requisitions 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 Club to the persons incurring them.

13. Notices of General Meetings

The secretary of the Club, shall cause to be posted on the Club Notice Board and advertised in the Examiner an advertisement specifying the place, day and time for the holding of any general meeting, and the nature of the business to be transacted thereat, and such posting and such advertisement shall be undertaken at least fourteen days prior to the date set for such meeting.

14. Business and quorum at general meetings

(1) All business that is transacted at special general meetings 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.

(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.

(3) Fifteen members personally present (being members entitled under these Rules to vote thereat) constitute a quorum for the transaction of the business of a general meeting.

(4) If within one hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; and in any other case it shall stand adjourned to the same day in the next week, at the same 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 a quorum is not present within one hour after the time appointed for the commencement of the meeting, the meeting shall be dissolved.

15. Commodore to preside at General Meetings

The Commodore, or in his absence, the Senior Flag Officer present, or in the absence of all Flag Officers a person elected by the meeting shall preside as chairman at every general meeting of the Club.

16. Adjournment of general meeting

(1) The chairman 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.

(2) Where a meeting is adjourned for fourteen days or more, the like notice of the adjourned meeting shall be given as in the case of the original meeting.

(3) Except as provided in the foregoing provisions of this rule, it is not necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

17. Determination of questions arising at general meetings

A question arising at a general meeting of the Club shall be determined on a show of hands and unless before or on the declaration of the result of the show of hands a poll is demanded, a declaration by the chairman that a resolution has, on a show of hands, been carried, or carried unanimously,

or carried by particular majority, or lost, and an entry to that effect in the minute book of the Club is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, the resolution.

18. Votes

(1) Upon any question arising at a general meeting of the Club, a Senior, Student or Cadet Member has one vote only.

(2) All votes shall be given personally at a general meeting of the Club, save and except that an application for a proxy vote may be made by any member unable for a reason satisfactory to the committee to personally attend such meeting.

(b) An application for a proxy vote shall be in writing and shall:

(i) state the name and address of the applicant and be signed by the applicant.

(ii) state the name and address of the Senior Member of the Club to be empowered by the said proxy to vote on behalf of the absent member.

(iii) state fully the reason for which the application is made.

(iv) be dated and shall specify the meeting of the Club in respect of which the application is made.

(v) be posted to the Club's postal address in time to be received by the Club no less than 48 hours prior to the time fixed for the commencement of the meeting to which the application applies, or handed personally to a member of the committee.

(c) The Executive Committee, meeting immediately prior to the time fixed for the commencement of the meeting to which such application relates, shall determine any such application and shall, before commencement of such meeting, advise the members referred to in sub-paragraph 2 (b) (ii) above of that determination.

(d) Save and except that no Senior Member shall at any time exercise a proxy vote on behalf of more than one Senior Member at any meeting, the Executive Committee shall determine such applications at its sole discretion.

(3) In case of an equality of voting on a question the chairman of the meeting is entitled to exercise a second or casting vote.

19. Taking of poll

If at a meeting a poll on any question is demanded it shall be taken at that meeting in such manner as the chairman may direct, and the result of the poll shall be deemed to be the resolution of the meeting on that question.

20. When poll to be taken

A poll that is demanded on the election of a chairman, or on a question of 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 chairman may direct.

21. Affairs of Club to be managed by a committee

(1) The affairs of the Club shall be managed by a committee constituted as provided in Rule 22.

(2) The committee -

(a) shall control and manage the business and affairs of the Club;

(b) may, subject to these Rules, exercise all such powers and functions as may be exercised by the Club, other than those powers and functions that are required by these Rules to be exercised by general meetings of members of the Club; and

(c) subject to the Act and these Rules, 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 Club.

22. Constitution of committee

(1) The committee shall consist of a Commodore, a Vice-Commodore, a Rear Commodore and eight committeemen.

(2) If at any annual general meeting, the retiring Commodore is not re-elected to that position, he shall, until the annual general meeting next following be deemed to be a member of the committee with the title thereon of Immediate Past Commodore and with the same voting powers and privileges as other members thereof.

(3) The committee shall, immediately following each annual general meeting appoint, at its discretion, a person or persons to fulfil the duties upon the committee of secretary and treasurer and shall determine the salary or remuneration and the terms and conditions applicable to such person or persons, and any person so appointed who is a Senior Member of the Club shall be deemed to be a member of the committee with the same voting powers and privileges as other members thereof until the annual general next following.

23. Term of appointment

(1) The committee shall be elected at the general meeting of the Club in each year, save and except that committeemen shall be elected for a period of two years expiring on the second annual general meeting following their election, and that the office of four committeemen shall become vacant annual general meeting.

(2) Each member of the committee save and except for committeemen shall hold office until the annual general meeting next after the date of his/her election, and each committeeman/woman shall hold office until the second annual general meeting following his/her election.

(3) In the event of a casual vacancy occurring in the committee, the committee may appoint a member of the Club to fill the vacancy, and the member so appointed shall hold office, subject to these Rules until the conclusion of the annual general meeting next following the date of his/her appointment.

(4) Each member of the committee is, upon the expiration of his/her term, eligible for re-election in accordance with these Rules.

24. Election of numbers of committee

(1) Nominations of candidates for election to the committee-

(a) shall be made in writing signed by two members of the Club and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination) ; and

(b) shall be delivered to the secretary of the Club at least seven days before the date fixed for the holding of the annual general meeting.

(2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.

(3) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

(4) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.

(5) The ballot for the election to the committee shall be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

25. Vacation of Committee position

For the purpose of these Rules, the office of any member of the committee becomes vacant if he or she -

- (a) dies;
- (b) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with his/her creditors, or makes any assignment of his/her estate for their benefit;
- (c) becomes of unsound mind;
- (d) resigns his/her office by writing under his/her hand addressed to the committee;
- (e) ceases to be resident in the State;
- (f) fails, without leave granted by the committee, to attend three consecutive meetings of the committee;
- (g) ceases to be a member of the Club; or
- (h) fails to pay all arrears of subscription due by him within fourteen days after he has received a notice in writing signed by the public officer stating that he has ceased to be a financial member of the Club.

26. Meetings of the committee and of sub-committees

(1) The committee shall meet at least once a month or at such times as may be deemed necessary by the Commodore, secretary, or upon the written request of two of its members.

(2) 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.

(3) Any seven members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.

(4) 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.

(5) At meetings of the committee the Commodore, or in his absence the Senior Flag Officer present, or in the absence, a person nominated by the members present at the meeting shall preside.

(6) Questions arising at meetings 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 person presiding at the meeting may determine.

(7) Each member present at a meeting of the committee or of any sub-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 person presiding may exercise a second or casting vote.

(8) Written notice of each committee meeting shall be served on each member of the committee by delivering it to him at a reasonable time before the meeting or by sending it by post in a prepaid letter addressed to him at his usual or last-known place of abode in time to reach him in due course of post before the date of the meeting.

27. Disclosure of interests in contracts

(1) A member of the committee who is interested in any contract or arrangement made or proposed to be made with the Club shall disclose his interest at the first meeting of the committee at which the contract or arrangement is first taken into consideration, if his interest then exists, or, in any other case, at the first meeting of the committee after the acquisition of his interest.

(2) If a member of the committee becomes interested in a contract or arrangement after it is made or entered into he shall disclose his interest at the first meeting of the committee after he becomes so interested.

(3) No member of the committee shall vote as a member of the committee in respect of any contract or arrangement in which he is interested and if he does so vote his vote shall not be counted.

28. Sub-Committees and executive committee

(1) The committee may at any time appoint a sub-committee from the committee as it may think fit and shall prescribe the powers and functions thereof.

(2) The committee may co-opt as members of a sub-committee such persons as it thinks fit, whether or not those persons are members of the Club, but a person so co-opted is not entitled to vote.

(3) Three appointed members of a sub-committee constitute a quorum at a meeting of the sub-committee.

(4) The secretary of the Club is responsible for calling meetings of a sub-committee.

(5) Written notice of each sub-committee meeting shall be served on each member of the sub-committee by delivering it to him at a reasonable time before the meeting or by sending it by post in a pre-paid letter addressed to him at his usual or last-known place of abode in time to reach him in due course of post before the date of the meeting.

(6) The Commodore, the Vice-Commodore and the Rear Commodore constitute an Executive Committee, which may issue instructions to the secretary and the servants of the Club in matters of urgency connected with the management of the affairs of the Club during the intervals between meetings of the committee, and where any such instructions are issued shall report thereon to the next meeting of the committee.

29. Annual subscription

(1) Each annual general meeting may, if it thinks fit, vary the annual subscriptions and nomination fees payable by members of the Club.

(2) The annual subscription of a member is due and payable on or before the first day of October in any year.

(3) The Secretary may give notice in writing to any member in arrears of subscriptions or any other Monies due to the Club in accordance with these Rules, and failing payment of those arrears within one month of the date of the posting or service of such notice, such member shall cease to be a member of the Club.

(4) Any member to whom a notice has been posted or on whom such notice has been served as referred to in the preceding Sub-rule shall, whilst thereafter remaining in arrears, neither vote nor attend any meeting of the Club and shall not be entitled to any of the privileges of the Club.

(5) All subscriptions, fees and other Monies due to the Club by a member at the time of that member ceasing to be a member of the Club as provided in Sub-rule (3) hereof shall be deemed to be a liquidated debt due by such a member to the Club.

(6) The Committee may at its discretion vary any of the provisions set forth in sub-rules (3) to (5) of this Sub-rule in any case which it considers to be of special merit and where strict enforcement of those Sub-rules would impose a new hardship, or where a satisfactory explanation by a member in a particular case would render strict enforcement of the Sub-rules unjust and inequitable.

(7) Notwithstanding any other provisions herein, no Junior Member to whom Family Membership shall apply, shall be liable to pay the annual subscription of a Junior Member.

(8) For the purposes of the preceding sub-paragraph, Family Membership shall apply to any Junior Members whose parents or guardians are both Senior Members of the Club or where one is a Senior Member of the Club and where the other is a Social Member of the Club.

30. Financial year

The financial year of the Club is the period beginning on the 1st day of June in each year and ending on the 31st day of May next following.

31. Notices

A notice may be served by or on behalf of the Club upon any member either personally or by sending it through the post in a prepaid letter addressed to the member at his usual or last known place of abode.

32. Expulsion of members

(1) Subject to this rule, the committee may expel a member from the Club if, in the opinion of the committee the member has been guilty of conduct detrimental to the interests of the Club.

(2) The expulsion of a member pursuant to sub-rule (1) of this rule does not take effect -

(a) until the expiration of fourteen days after the service on the member of a notice under sub-rule (3) of this rule; or

(b) if the member exercises his right of appeal under this rule, until the conclusion of the special general meeting convened to hear the appeal, whichever is the later date.

(3) Where the committee expels a member from the Club, the public officer of the Club shall, without undue delay, cause to be served on the member a notice in writing -

(a) stating that the committee has expelled the member;

(b) specifying the grounds for the expulsion; and

(c) informing the member that if he so desires he may, within fourteen days after the service of the notice on him, appeal against the expulsion as provided in this rule.

(4) A member on whom a notice under sub-rule (3) of this rule is served may appeal against the expulsion to a special general meeting by delivering or sending by post to the public officer of the Club, within fourteen days after the service of that notice, a requisition in writing demanding the convening of such a meeting for the purpose of hearing his appeal.

(5) Upon receipt of a requisition under sub-rule (4) of this rule, the public officer shall forthwith notify the committee of its receipt and the

committee shall thereupon cause a special general meeting of the members to be held within twenty-one days after the date on which the requisition is received by the public officer.

(6) At a special general meeting convened for the purpose of this rule

(a) no business other than the question of the expulsion shall be transacted;

(b) the committee may place before the meeting details of the grounds of the expulsion and the committee's reasons for the expulsion;

(c) the expelled member shall be given an opportunity to be heard; and

(d) the members present shall vote by secret ballot on the question whether the expulsion should be lifted or confirmed.

(7) If at the special general meeting a majority of the members present vote in favour of the lifting of the expulsion, the expulsion shall be deemed to have been lifted and the expelled member is entitled to continue his membership of the Club.

(8) If at the special general meeting a majority of the members present vote in favour of the confirmation of the expulsion, the expulsion takes effect, and the expelled member ceases to be a member of the Club.

33. Disputes

(1) Subject to this rule, a dispute between a member of the Club, in his capacity as a member, and the Club shall be determined by arbitration in accordance with the provisions of the Commercial Arbitration Act 1986.

(2) Nothing in this rule affects the operation or effect of Rule 32.

34. Seal of the Club

(1) The seal of the Club shall be in the form of a rubber stamp, inscribed with the name of the Club encircling the word "Seal".

(2) The seal of the Club shall not be affixed to any instrument except by the authority of the committee, and the affixing thereof shall be attested by the signatures either of two members of the committee or of one member of the committee and of the public officer of the Club or such other person as the committee may appoint for that purpose, and that attestation is sufficient for all purposes that the seal was affixed by authority of the committee.

(3) The seal shall remain in the custody of the secretary.

35. Alterations to Constitution

This Constitution may be altered by a Special Resolution of the Club.

36. By-Laws

(1) The Committee may, subject to these Rules, make, vary and rescind By-Laws for the better management and control of the Club.

(2) A copy of any By-laws for the time being enforced shall be kept displayed in a conspicuous place on the Club premises.

37. Liability

(1) Any member of the Club competing in, viewing or assisting the organisation of any event or activity of the Club shall do so at his own risk, and he shall indemnify the Club against all actions, claims, costs and demands in respect of any damage to his personal property arising therefrom.

(2) An undertaking in the form of Sub-rule (1) above, and an undertaking to comply with all and any Rules and By-laws for the time being in force and of which a member has had notice as provided by these Rules, shall be implied in the application for membership and it shall be an implied condition of any acceptance thereof that all actions and activities of the Club and everything done in connection therewith and all arrangements relating thereto shall not be attended by or give rise to any legal liabilities, rights, duties or claims whatsoever to be legally enforceable or the subject of litigation by any member against the Club.

38. Notices

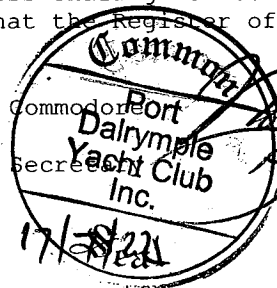
(1) Any notice required by these Rules to be given to any member of the Club may be served by the Secretary personally upon such member, or alternatively posted or delivered to the address for the time being standing on the Club Register against the name of such member, and such positing or delivery shall be deemed to give to the member notice of the contents thereof.

(2) Any member of the Club changing address shall give notice thereof to the Secretary in writing who shall ensure that the Register of Members is altered accordingly.

Signed -

Signed -

Date -



SCHEDULE A

PORT DALRYMPLE YACHT CLUB INC.

**AMENDMENTS TO THE CONSTITUTION APPROVED BY SPECIAL RESOLUTION AT
THE ANNUAL GENERAL MEETING OF THE CLUB ON 17 JULY 2022**

2. Interpretation

Insert Rule 2(3)

(3) A word or expression in these rules that indicates one or more particular genders is taken to include every other gender.

5. Membership of Club

Delete Rule 5(3) and replace with:

(3) As soon as is practicable after the receipt of a nomination the secretary shall refer the nomination to the committee.

Delete Rules 5(9) (C)(2), (C)(3), (C)(4) & (C)(5) and replace with:

5 (9) (C)

(2) Young Member

Any person being over the age of eighteen and under the age of twenty-five years who is desirous of becoming a Young Member shall be eligible to nominate for membership as provided by these Rules and if accepted, shall, subject to these Rules, be entitled to all the privileges of the Club.

(3) When no longer satisfying the requirements of sub-paragraphs (1) or (2) of paragraph (C) above, and subject to paying the subscription for the time being applicable to a Senior Member, any person who was previously successful in accordance with sub-paragraphs (1) or (2) above is eligible to nominate as a Senior Member, as shall thereupon be deemed to be accepted as a Senior Member.

(4) When no longer satisfying the requirements of sub-paragraph (1) or (2) above, no Junior or Young Member shall be eligible to renew their membership as a Junior or Young Member.

8. Banking and finance

Delete Rule 8 and replace with:

8. Banking and finance

(1) On behalf of the Club, the treasurer of the Club is to –

(a) receive any money paid to the Club; and

(b) immediately after receiving the money, issue an official receipt in respect of the money; and

(c) cause the money to be paid into the account opened under Rule 8(2) as soon as practicable after it is received.

(2) The committee is to open with an authorised deposit-taking institution an account in the name of the Club.

(3) The Club may –

- (a) receive from an authorised deposit-taking institution a cheque drawn by the Club on any of the Club's accounts with the authorised deposit-taking institution; and
- (b) release or indemnify the authorised deposit-taking institution from or against any claim, or action or other proceeding, arising directly or indirectly out of the drawing of that cheque.

(4) Except with the authority of the committee, a payment of an amount exceeding \$20 is not to be made from the funds of the Club other than –

- (a) by cheque drawn on the Club's account; or
- (b) by the electronic transfer of funds from the Club's account to another account at an authorised deposit-taking institution.

(5) The committee may provide the treasurer of the Club with an amount of money to meet urgent expenditure, subject to any conditions the committee may impose in relation to the expenditure.

(6) A cheque is not to be drawn on the Club's account, and an amount is not to be electronically transferred from the Club's account to another account at an authorised deposit-taking institution, except for the purpose of making a payment that is authorised by the committee.

(7) A cheque, draft, bill of exchange, promissory note or other negotiable instrument is to be may only be signed by any two of either the Treasurer, Commodore, Vice-Commodore, Rear-Commodore, or any other member, or members, of the committee the committee nominates for that purpose

(8) An electronic transfer of an amount from the Club's account to another account at an authorised deposit-taking institution may only be executed by any two of either the Treasurer, Commodore, Vice-Commodore, Rear-Commodore, or any other member, or members, of the committee the committee nominates for that purpose.

13. Notice of General Meetings

Delete Rule 13 and replace with:

13. Notice of General Meetings

(1) At least 14 days before the day on which a general meeting of the Club is to be held, the public officer is to publish a notice specifying –

- (a) the place, day and time at which the meeting is to be held; and
- (b) the nature of the business that is to be transacted at the meeting.

(2) A notice is published for the purposes of subrule (1) if the notice –

- (a) is contained in an advertisement appearing in at least one newspaper circulating in Tasmania; or
- (b) appears on a website, or at an electronic address, of the Club; or
- (c) is sent to each member of the Club at –
 - (i) the member's postal or residential address or address of business or employment; or
 - (ii) an email address that the member has nominated as the email address to which notices from the Club may be sent; or
 - (d) is given by another means, determined by the public officer, that is reasonably likely to ensure that the members of the Club will be notified of the notice.

18. Votes

Delete Rule 18(1) and replace with:

- (1) Upon any question arising at a general meeting of the Club, a Senior or Young Member has one vote only.

Delete Rule 18(2) (b) (v) and replace with:

- (v) be provided to the Club's postal address in time to be received by the Club no less than 48 hours prior to the time fixed for the commencement of the meeting to which the application applies, or handed personally to a member of the committee.

26. Meetings of the committee and of sub-committees

Delete Rule 26(8) and replace with:

- (8) Written notice of each committee meeting shall be served on each member of the committee by delivering it to them at a reasonable time before the meeting, by sending it by post in a prepaid letter addressed to their usual or last-known place of abode in time to reach them in due course of post before the date of the meeting, or emailing it to the email address, of the member, that the member has nominated as the email address to which notices from the Club may be sent.

28. Sub-committees and executive committee

Delete Rule 28(5) and replace with:

- (5) Written notice of each sub-committee meeting shall be served on each member of the sub-committee by delivering it to them at a reasonable time before the meeting, by sending it by post in a prepaid letter addressed to their usual or last-known place of abode in time to reach them in due course of post before the date of the meeting, or emailing it to the email address, of the member, that the member has nominated as the email address to which notices from the Club may be sent.