



CONSTITUTION AND RULES

AKUNA BAY CRUISING CLUB Inc.

CONSTITUTION AND RULES

1. TITLE

The club shall be called the "Akuna Bay Cruising Club, Inc." (referred to in this Constitution and Rules as "the Club").

2. OBJECTIVES

- (a) To foster orderly cruising and the social gathering of boat owners and their friends.
- (b) To promote and conduct aquatic and social events and gatherings, to collaborate with other Clubs and organisations similarly engaged.
- (c) To preserve the environment as closely as practicably possible to its natural state and free from pollution and to encourage other users to the same end.
- (d) To provide facilities and amenities for the furtherance of the above objects.
- (e) To enter into Agreements with other Clubs for reciprocal rights of Honorary Memberships on each Club's respective members.
- (f) To do all such lawful acts as are incidental or conducive to all or any of the aforementioned objects.

3. MEMBERSHIP

(a) Types: There shall be the following classes of members:

- (i) Members. These members are those persons who have been accepted as members by the Committee in accordance with Clause 6
- (ii) Honorary Members. These members are appointed in accordance with Clause 5.

(b) Register:

A register of members shall be kept by the Club showing the name, address and date of commencement of membership for each member. Provision for noting the date of cessation of membership shall also be contained in the register. The register shall contain details of the nominated spouse/partner appointed under Clause 5(b) and shall be kept in the custody of the Secretary.

(c) Cessation of Membership:

Membership shall cease upon resignation, expulsion or failure to pay outstanding subscriptions within three (3) months of the due date. Notwithstanding the above, upon the subsequent payment of such subscription the Committee may, in its discretion, reinstate the membership retrospectively, in which case it will be deemed to have been continuous.

4. MEMBERS' LIABILITY

The members of the Club shall have no liability to contribute towards the payment of debts and liabilities of the Club or the costs, charges and expenses of the winding up of the Club except to the amount of any unpaid subscriptions.

5. MEMBERSHIP REGULATIONS

- (a) Each member shall notify in writing to the Secretary any change in his or her address within a period of fourteen (14) days next following such change and all notices sent by post or otherwise to the address last mentioned shall be considered as fully received.
- (b) A member may nominate their spouse/partner to become a member of the Club, and each of such members may exercise a vote at a general meeting. The nominating member shall advise the Secretary in writing the names of the additional member, who shall sign the prescribed membership application form.
- (c) No member shall be reason of his or her membership have any transmissible or assignable interest by operation of law or otherwise in any property of the Club. On any member ceasing by any cause or reason whatsoever to be a member all his or her interest shall ipso facto survive accrue and belong to the other members for the time being.
- (d) Only persons aged eighteen (18) years and over may be nominated as members of the Club.
- (e) The Committee, in its discretion, may confer Honorary Membership upon any person in respect of whom it sees fit so to do either on a temporary or permanent basis.
- (f) An Honorary Member shall not hold any office in the Club or have or hold any interest in the funds or property of the Club.

6. NOMINATION FOR MEMBERSHIP:

- (a) Except as provided in clause 5 (b), a candidate for membership shall be proposed and seconded in writing by two (2) members who shall upon request supply any further information the Committee may require in respect of their candidate, and if required shall attend a Committee meeting for the purpose.
- (b) Election of candidates for membership shall be by the Committee.
- (c) All persons who have been accepted and have become members of the Club shall be held to consent to and to be

bound by the Constitution and Rules of the Club and shall not be entitled to appear in any Court of Law or Equity because of anything performed or omitted under such Constitution.

7. FEES AND SUBSCRIPTIONS

(a) The nomination fee for all members and the annual subscription shall be set yearly at the Annual General Meeting.

(b) The nomination fee and first year's annual subscription shall be payable with application for membership.

(c) Annual subscriptions shall become due on the first day of October of each year for the ensuing year irrespective of the date of election to membership. Any member whose subscription is not paid as at the thirty-first day of December shall cease to be a member in accordance with Clause 3 ©.

8. DISCIPLINING OF MEMBERS

Any member may be expelled or suspended by the Committee at any meeting thereof if he or she is, in the opinion of the Committee, undesirable or his or her presence is likely to endanger the welfare and good order of the Club and/or the interest of the Club required such action be taken. The accused member shall have the opportunity to make such statements and give such evidence in his/her favour as the Committee determines.

Any member who wishes to appeal against a decision refusing membership, expelling them from membership or otherwise disciplining them may do so at the next general meeting of the Club.

9. MANAGEMENT COMMITTEE

(a) The affairs of the Club shall be under the management of a Committee (referred to in this Constitution as "the Committee"), comprising the Commodore, the Vice-Commodore, each of which shall be members who are recorded in the Register of Boats, the Honorary Secretary, the Honorary Treasurer and five (5) other members. The Committee may appoint sub-committees to assist in the management of the affairs of the Club but such sub-committees shall at all times be responsible to and shall function only at the pleasure of the Committee.

(b) The powers, duties and numbers of any sub-committees appointed shall be as defined by the Committee.

(c) A quorum at all meetings of the Committee shall be a majority of the members thereof. The Chairman of the Committee shall have a second or casting vote.

(d) Except as otherwise provided in this Constitution, voting at all meetings of the Committee shall be by open voting provided that the Committee may on any matter decide that voting shall be by some other method.

(e) The Committee shall be the sole authority upon any matters affecting the Club and not provided for in this Constitution. The decision of the Committee thereon shall be binding on the members subject to the right of review by the members at an Annual or Special General Meeting.

(f) The decision of the Committee on the construction or interpretation of any Clause of this Constitution or Rule of the Club shall be conclusive and binding upon all members, subject to the right of review by the ordinary members at an Annual or Special General Meeting.

(g) The Committee shall meet from time to time as decided by the Committee. The Secretary shall upon written request by not less than three (3) members convene a meeting of the Committee to be held not less than fourteen (14) or more than twenty-eight (28) days after the receipt of such written request. The request shall contain details of the matter(s) which the convening members wish the committee to discuss.

(h) All officers and Committee members shall be elected at the Annual General Meeting of the Club to be held each year, and shall subject to this Constitution hold office until the election of officers at the next Annual General Meeting.

(i) Nomination for officers and Committee members shall be in the Secretary's hands seven (7) days prior to the date of the Annual General Meeting on the prescribed form, and signed by the nominator and nominee.

(j) Where the number of nominations received in accordance with Clause 9 (i) is equal to or less than the number of positions available, those persons nominated shall be declared elected. Should no nomination be received for any office or the number of nominations received be less than the number of positions available, nominations for the vacant positions shall then be called for at the Annual General Meeting. The members may nominate as many candidates as they may wish, but nominations must be accompanied by a signed form from the nominee consenting to the nomination if the nominee is not present at the meeting.

(k) Voting for all officers and Committee members shall be by secret ballot, the nominee receiving the highest number of votes being declared elected to the position.

(l) A member of the Committee shall cease to hold office upon resignation in writing or removal as a member of the Club.

(m) Any casual vacancy occurring on the Committee shall be filled by a member appointed by the Committee.

10. MEETINGS:

(a) Annual General Meetings

(1) An Annual General Meeting of the Club shall be held each year within six (6) months from the end of the financial year of the Club, which shall end on 30th June of each year.

(2) The business of the Annual General Meeting shall be as follows:

1. To confirm the minutes of the previous Annual General Meeting.
2. To receive a report from the Committee on the year's operations.
3. To receive the Treasurer's report which includes a balance sheet and statement of income and expenditure for the preceding financial year.
4. To select members of the Committee for the ensuing year.
5. To transact such other business of which due notice has been received.

(b) Special General Meetings

The Committee may upon its own motion convene a Special General Meeting, and on receipt of a written request from the Commodore, or not less than five (5) members the Secretary shall convene a Special General Meeting of the members. The business of such meeting shall be specified in the requisition and discussion thereat shall be confined thereto.

(c) General

(i) At least fourteen (14) days' notice of all general meetings and notices of motion shall be given to members. In the case of general meetings where a special resolution is to be proposed, notice of the resolution shall be given to members at least twenty one (21) days before the meeting. Each financial member shall be forwarded by post to the address contained in the Register of Members a notice in which shall be set out the place, date and time of the meeting, and the business to be conducted thereat.

(ii) A quorum at the Annual General and Special General Meetings shall be one third of the number of members financial at the date of the meeting present in person or by proxy. Only members financial at the date of the meeting are entitled to vote thereat. If after thirty (30) minutes of the time appointed for a General Meeting a quorum is not present, the meeting shall be reconvened at the same place for a date and time seven days from the date of the meeting. If a quorum is not present at the second meeting, the meeting shall be dissolved.

(iii) Voting at General Meetings shall be by a show of hands unless a secret ballot is demanded or provided by this Constitution. Decisions shall be made by a simple majority vote except for those matters which must be decided by special resolution where a three-quarter majority is required.

(iv) Votes may be given personally or by proxy. A member may appoint another member as proxy to vote for his/her at a general meeting. The notice of appointment of proxy must be signed by the appointing member and lodged with the Secretary no later than three (3) days prior to the date of the meeting to which the proxy refers. A separate proxy form shall be submitted for each meeting.

(v) In the case of an equality of votes, the Chairman of the meeting shall have a second or casting vote.

11. SPECIAL RESOLUTIONS

(a) A special resolution must be passed by a general meeting of the Club to effect the following changes:

- (i) a change of the Club's name.
- (ii) a change of the Club's Constitution.
- (iii) a change of the Club's objectives.
- (iv) an amalgamation with another Incorporated Association.
- (v) a voluntary winding up of the Club and distribution of its property.
- (vi) any other matter which by law requires a special resolution.

(b) A special resolution shall be passed in the following manner:

- (i) a notice must be sent to all members advising that a general meeting is to be held to consider a special resolution.
- (ii) the notice must give details of the proposed special resolution and give at least twenty-one (21) days notice of the meeting.
- (iii) a quorum must be present at the meeting.
- (iv) at least three-quarters of those present in person or by proxy, entitled to vote and who vote must vote in favour of the resolution.
- (v) in situations where it is not possible or practicable for a resolution to be passed as described above, a request may be made to the Corporate Affairs Commission for permission to pass the resolution in some other way.

12. DUTIES OF OFFICERS

(a) Commodore:

(i) The Commodore or in the Commodore's absence, the Vice-Commodore, shall act as chairman at each general meeting and Committee meeting of the Club.

(ii) If the Commodore and Vice-Commodore are absent from a meeting or unwilling to act, the members present at the meeting shall elect one of their number to act as Chairman.

(b) Secretary:

(i) The Secretary shall ensure that records of the business of the Club including the rules, register of members, minutes of all general and Committee meetings and a file of correspondence are kept. These records shall be available for inspection by any member on giving reasonable notice to the Secretary.

(ii) The Secretary shall keep a Register of Committee members which shall show the full name, residential address and date of election for each Committee member. Provision shall also be made to show the date of cessation of membership of the Committee of each member.

(iii) The Secretary shall keep a Register of all boats registered with the Club and any boat not so registered shall not fly the Club ensign or burgee. Upon the Register shall be entered a general description and principal details and dimensions of each boat, together with details of the members associated with each boat.

(iv) The Registers and Minute Books mentioned above shall be kept in the custody of the Secretary.

(c) Treasurer:

(i) The Treasurer shall keep proper books of account which shall show the financial operations of the Club. The books shall be available for inspection by any member on giving of reasonable notice to the Treasurer. The books shall be kept in the custody of the Treasurer.

(ii) The Treasurer shall ensure that all money received by the Club is paid into an account in the Club's name with a financial institution approved by the Committee. The Committee shall set out the method of operation of the account, and designate the signatories to the account.

(iii) The Treasurer shall submit a financial report to each Committee meeting containing such details as the Committee may from time to time determine.

(d) Public Officer:

(i) The Committee shall ensure that a person is appointed as Public Officer.

(ii) The Committee may at any time remove the Public Officer and appoint a new Public Officer provided the person appointed is 18 years of age or older, and a resident of New South Wales.

(iii) The Public Officer shall be deemed to have vacated the position in the following circumstances:

1. death
2. resignation
3. removed by the Committee or at a general meeting.
4. bankruptcy or financial insolvency
5. Mental illness
6. residency outside New South Wales

(iv) When a vacancy occurs in the position of Public Officer, the Committee shall within fourteen (14) days notify the Corporate Affairs Commission by prescribed form and appoint a new Public Officer.

(v) The Public Officer is required to notify the Corporate Affairs Commission by the prescribed form in the following circumstances:

1. appointment (within 14 days)
2. a change of residential address (within 14 days)
3. a change in the Club's objects or Constitution (within one month)
4. the Club's financial position at the end of the Club's financial year (within one month after the Annual General Meeting)
5. a change in the Club's name (within one month).

(vi) The registered address of the Club shall be the residential address of the Public Officer.

(vii) The Public Officer shall be responsible for the adherence to all laws and requirements under the Act.

13. Common Seal:

The Common Seal of the Club shall be kept in the custody of the Secretary, and shall only be affixed to a document with the authority of the Committee. The affixation of the Common Seal shall be witnessed by the signatures of two members of the Committee, and details of the relevant sealing shall be kept in the Register. The Register shall be tabled at each Committee Meeting.

14. General:

(a) Definitions

(i) The word "boat" in this Constitution shall mean any vessel designed for travel over water and propelled by machinery or

sails.

(ii) The words " the Act" shall mean the Associations Incorporation Act 1984 as amended.

(iii) The word "Clause" shall mean Clause of this Constitution.

(iv) The word "Rule" shall mean any rule made under Clause 14 (g).

(b) Insurance

The Club shall effect and maintain insurance as is required under the Act together with any other insurance which may be required by law or regarded as necessary by the Club.

(c) The Club may at any time pass a special resolution determining how any surplus property is to be distributed in the event that the Club should be wound up. The distribution of surplus property shall be in accordance with the provisions of the Act.

(d) Service of documents on the Club is effected by serving them on the Public Officer or by serving them personally on the Commodore and Secretary.

(e) The funds of the Club shall be derived from the subscriptions of members, donations, fund raising activities, incidental sales of goods and such other sources approved by the Club.

(f) The income and property of the Club shall be used only for promotion of the objects of the Club and shall not be paid or transferred to members by way of dividend, bonus or profit.

(g) The Club in general meeting may make rules for the orderly conduct of its activities. These rules shall be notified to all members and are binding on all members as if they were part of this Constitution.

AKUNA BAY CRUISING CLUB INC., CLUB RULES

IN ACCORDANCE WITH CLAUSE 14 (g) OF THE CONSTITUTION

RULE 1 USE OF THE CLUB ROOM

Effective 19.1.91

1.1 The Club Room(s) is available for use by all Members. Members must sign the Members Book when they use the Club Room.

1.2 Club Members can invite a limited number of friends or visitors to the Club Room, provided that such Member is present during their visit.

People so invited must be signed in by the Member, in the Visitors Book.

1.3 Members using the Club Rooms are responsible for the conduct of themselves and their guests.

The responsibility extends to cover.

" Undue noise which may or may not interfere with other people on the Marina.

" Unseemly conduct.

" Foul or abusive language

" Breakages or damage to any property of d'Albora Marinas or Akuna Bay Cruising Club.

" Leaving the premises clean and tidy

" Ensuring that the premises are left locked and all equipment correctly stored.

1.4 Use of the Club Room for Private Functions can be arranged. Applications in writing must be made to the Committee.

1.5 The Club provides tea, and coffee and barbeque facilities, free or charge.

A limited Liquor supply is also provided. Liquor consumed must be paid for an honour system will apply. Please fill out the form for usage so you can be billed

Liquor must not be offered to, or consumed by, persons under the age of 18 years.

1.6 During business hours, a key for the Club Room is available to Members from the Mariners Centre.

Outside business hours, access can be arranged through the Marina Security. Members will be required to identify themselves to the satisfaction of the Security Officer on duty.

1.7 These rules may be changed without notice by the Committee of the Akuna Bay Cruising Club.

RULE 2 USE OF CLUB MOORING

EFFECTIVE 1.7.1992

AMENDMENTS 29.08.2004

2.1 Club moorings are for the communal use of financial club members.

2.1A Club members must be the owner of a current registered vessel by NSW Waterways and the vessel must be comprehensively insured to the satisfaction of the club's committee.

2.1B Club Members shall do all such lawful acts as are incidental or conducive to the safe use and quiet enjoyment of the club's commercial moorings.

2.2 The combined loading on a club mooring is that there are to be no more than 150 Ft of combined boat length on a club mooring at any one time in calm conditions. There is a need to exercise judgment in windy conditions and reduce the

loading (length) on the mooring as the wind freshens. Members using the mooring must be prepared to allow rafting up by other club boats in line with the maximum loading specification. Members must assist in rafting other members. Members must not use the moorings as a long term mooring and should not leave their boats unattended for long periods. A person must stay on the mooring during a raft-up to help prevent collisions with other vessels. The largest vessel should be in the centre of the raft-up and the mooring rope attached to that vessel. Club members must fly the club burgee as well as having a current club registration sticker permanently applied to the vessel. Member's vessels names are also available as per the Club's current Members Register.

2.3 No Club Member shall refuse other Members the right to raft up on the Club Moorings, providing:

- (i) Approaching boat is flying the club burgee.
- (ii) Approaching boat is under proper control.
- (iii) Approaching boat has sufficient fenders for protection.
- (iv) The number of boats will not exceed that indicated under Rule 2.2.
- (v) The vessel master of the vessel on the mooring to be secured to, has permitted a raft up with due consideration for all aspects of safety of his and each vessel and all persons of all vessels on the mooring
- (vi) The largest vessel (in length.) should be the vessel secured to the mooring.
- (vii) The Waterways Authority by allowing Clubs to participate in the rafting up scheme advises that it does not accept responsibility for any injury or damage caused to persons, vessels or property as a result of rafting up on commercial, i.e. club moorings.
- (viii) An adult person must be available and capable of moving any vessel at all times if required.

2.4 Members are not permitted to leave their boats unattended on any club mooring for long periods without having fenders out in order to facilitate for other members to be able rafting up, particularly during holiday periods, and with due consideration to all issues of safety.

2.5 The club moorings should be serviced annually, but not withstanding the club accepts no liability for any damage sustained by vessels using these moorings, be it Club Members or others.

2.6 All club members using the club's moorings, either alone or as part of a raft-up are "mooring licensees" who must comply with all safety, noise and sanitation conditions and ensure responsible personal behaviour of all persons on their vessels at all times. Members should be aware that failure to comply, constitutes a breach of clause 48-1 of the Management of Waters and Waterside Lands Regulation NSW, and renders the mooring licensee to a court-imposed penalty of up to \$1,500-00 and the Authority may also exclude the mooring licensee from participating in rafting scheme.

RULE 3 MEMBERS REQUIRED TO BE INSURED EFFECTIVE 29.08.2004

3.1 All club members shall maintain at all times an adequate comprehensive "all risks" policy of insurance with a reputable insurance company with offices in New South Wales in accordance with Rule 2.1A and provide to the Club's Management Committee evidence of such insurance in the form of a Certificate of Currency at each Annual Renewal or as soon as possible upon the reasonable request of a Director of the Club.

3.2 The Committee shall pursuant to clause 6.(b) request all persons nominated for membership of the club to provide the same evidence of insurance as per Rule 3.1.

3.3 Members by their membership of this Club and their participation in the activity of recreational boating, acknowledge that boating and associated activities, including but not limited to mooring and the rafting-up of vessels, has inherent dangers that require the practice of due care and skill.

3.4 Members acknowledge that the Club is now not required to be insured for public liability insurance under the New South Wales Associations Incorporation Act 1984 and that the Akuna Bay Cruising Club Inc no longer insures its activities.

3.5 Members acknowledge and confirm their release and discharge of the Club, its directors, committee and other members from the decision to not insure the club's activities and from all claims and demands whatsoever which may arise in respect of any matter or thing whatsoever done or omitted to be done in relation to the use of the Club's moorings or which may arise in respect of any matter or thing whatsoever done or omitted to be done in relation to the Club's management and activities.

3.6 Members agree to indemnify the Club, its Directors and committee and NSW Waterways from and against all actions, claims and demands whatsoever which any person whomsoever which may arise in respect of any matter or thing whatsoever done or omitted to be done in relation to the use of the Club's moorings

RULE 4 MEMBERS ACKNOWLEDGMENT OF RULES EFFECTIVE 29.08.2004

4.1 The Committee may pursuant to clause 14.(g) (concerning the making of rules for the orderly conduct of the Club's activities) require all or any person nominated for membership of the club or all or any existing members of the club upon their renewal of membership, to acknowledge in writing their awareness and agreement of any Rules of the Club.

RULE 5. SERVICE OF NOTICES

5.1 For the purpose of this constitution, a notice may be served on or given to a person:

- (a) by delivering it to the person personally, or
- (b) by sending it by pre-paid post to the address of the person, or
- (c) by sending it by email, facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.

5.2 For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:

- (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
- (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
- (c) in the case of a notice sent by email, facsimile transmission or some other form of electronic transmission, on the date it

was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

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