



HOBSONS BAY YACHT CLUB

Established 1888

(Incorporated in Victoria)

A0013638V

ABN 66 882 273 754

CONSTITUTION AND RULES 2017

RULE	SUBJECT
1	Name of Club
2	Purpose of the Club
3	Membership
4	Full Members
5	Family Membership
6	Crew Members
7	Junior Members
8	Absentee Members
9	Honorary Life Members
10	Life Members
11	Pensioner Members
12	Honorary Members
13	Community Members
14	Kindred Club Members
15	Social Members
16	Day Membership
17	Election of Members
18	Withdrawal or Retirement of Members
19	Changes in Membership
20	Absentee Membership
21	Payment of Subscriptions, Nomination Fees and other Monies
22	Annual Subscription
23	Nomination Fee
24	Levy or Call
25	Resolution
26	Funds
27	Payment of all Monies
28	All Monies due to the Club
29	Election of Officers
30	Election of General Committee
31	Nominations for Officers and General Committee
32	Proxy Voting
33	Postal Voting
34	Any Member defeated in a Ballot
35	Insufficient Number of Nominations
36	Casual Vacancy on General Committee
37	Vacating from General Committee
38	General Committee Meetings

RULE	SUBJECT
39	Financial Management
40	General Meetings and Notices of Meetings
41	Duties of Officers - The Commodore
42	The Vice Commodore
43	The Rear Commodore
44	The Honorary Secretary
44A	Removal of Honorary Secretary
45	Custody and Inspection
45A	Access to Minutes of General Meeting and financial documents
45B	Access to Minutes of General Committee Meetings
46	Common Seal
47	The Honorary Treasurer
48	The Club Captain
49	Cheque Signatories
50	General Committee
51	Expulsion or Suspension of Members
52	Alteration of Rules
53-82	Rules of Procedures at Meetings
83	Disputes and Mediation
84	Yacht Register
85	Club Burgee, Flags and Badges
86	Committee Room
87	Auditor
88	Electronic Key
89	Owners in Arrears
90	Damage or Loss to Club Property caused by a Member
91	Financial Interest
92-96	Bar Rules
97-99	Visitors
100-101	Bar Trading
102	Nomination of Club Licensee
103	Register of Members
104	Liquor Control Act
105	Signing of Documents
106	Maximum Number of Persons Allowed in Clubhouse
107	Winding up of Club

HOBSONS BAY YACHT CLUB INC

GENERAL RULES

NAME

1. The club which was formed in 1888, is to be known as the HOBSONS BAY YACHT CLUB INC.

Purposes

2. The purposes of the club shall be:
 - (i) To encourage and promote amateur yachting and in particular yacht racing and sailing.
 - (ii) To provide and maintain all fixtures, buildings and facilities necessary for the proper care and protection of yachts belonging to members.
 - (iii) To provide accommodation including a clubhouse and other conveniences for the members of the club and their guests.
 - (iv) To apply from time to time for registration pursuant to the provisions of the Licensing Acts of the State of Victoria for the time being in force or for such licence or licences as it may be from time to time necessary to obtain whether pursuant to that Act or any other Act or Acts to enable the club to provide for or sell to its members liquor, tobacco and all other goods and to apply from time to time for the renewal or extension of any such registration or licence.
 - (v) To provide such amenities and refreshments as are customarily furnished and supplied by sporting and social clubs and to carry out and do all necessary acts and things incidental thereto. Facilities of the club shall be provided and maintained from the joint funds of the club.
 - (vi) To invest and deal with the monies of the club including profits as well as capital not immediately required in such manner as may be from time to time determined by the club.
 - (vii) To borrow or raise or secure the payment of money in such manner as the club may think fit by the issue of debenture bonds, mortgages, bills of sale or other securities charged upon all or any of the club's property (both present and future) including its uncalled capital or without such securities and to purchase, redeem or pay off any such securities.

MEMBERSHIP

3. There shall be no more than one thousand (1000) members of the club provided that Junior, Reciprocal, Corporate and Honorary members shall not be counted as members for the purposes of this part of this rule. Members shall be classified as follows.
4. **FULL MEMBERS:** Those who have paid the appropriate subscription. Full members shall be entitled to all the privileges of the club. Partners of existing Full members may become Full members themselves without the payment of a nomination fee and by paying 50 per cent of the then current Full subscription. Membership granted to a partner will only be valid while both family members retain membership. The subscription for this category of membership shall be as specified under Rule 22.
5. **FAMILY MEMBERSHIP:** Family membership includes one or two adults and their children up to the age of 21 years. The one or two adults have all the rights, privileges and liabilities associated with Full membership. Children of Family members shall not be eligible to move or second any motion or amendment, to vote at meetings, to discuss/debate at general or special meetings of members, to be appointed to any office or general committee, to propose any member for office, to nominate or second any person as a member of the club or have a vessel on the yacht register other than a class approved by the General Committee. Family member children enrolled in Junior Fleet program automatically become Junior members. If they are part of a Family membership package, they are to revert to Family membership on completion of Junior Fleet program. The subscription for this category of membership shall be as specified under Rule 22.
6. **CREW MEMBERS:** Those over the age of 18 years who have paid the appropriate subscription. Crew members will have access to club facilities as determined by the General Committee and shall take an active role as a Crew member in club organised sailing events. Crew members shall not be eligible to move or second any motion or amendment, to vote at meetings, to discuss/debate at general or special meetings of members, to be appointed to any office or general committee, to propose any member for office, to nominate or second any person as a member of the club, or to have a vessel on the yacht register. Crew members are eligible to sit on sub committees of the General Committee. The subscription for this category of membership shall be as specified under Rule 22.
7. **JUNIOR MEMBERS:** Those over the age of 7 years and under 18 years who have paid the appropriate subscription. Junior members shall not be eligible to move or second any motion or amendment, to vote at meetings, to discuss/debate at general or special meetings of members, to propose any member for office, to nominate or second any person as a member of the club, to be appointed to any office of the club, or have a vessel on the Yacht Register other than a class approved by the General Committee. The subscription for this category of membership shall be as specified under Rule 22.

8. **ABSENTEE MEMBERS:** Full members who are absent from the club for a minimum of twelve calendar months and for a maximum five years may apply to the club for this membership. This may be extended at the discretion of the General Committee. Years of membership as an absentee member are accrued towards Life Membership at the discretion of the General Committee. A member under this category shall be entitled to all privileges of the club except voting at meetings, nominating candidates for membership or office, or being appointed to any office of the club. The subscription for this category of membership shall be as specified under Rule 22.
9. **HONORARY LIFE MEMBERS:** Honorary Life Membership may be conferred on members who have by their personal activity and interest, contributed in some considerable measure to the advancement of yachting in general or of this club in particular. All Honorary Life members shall be entitled to all the privileges of the club without the further payment of subscriptions, levies or calls, but shall be bound by all other rules.
10. **LIFE MEMBERS:** Members who have retained their membership for an aggregate or continuous period of at least 40 years may be granted Life membership. A Life member shall be entitled to all privileges of the club, but shall not be liable for any annual subscription.
11. **PENSIONER MEMBERS:** Any member who is of Age Pension or older and holds a Centrelink Pensioner Concession Card or a Department of Veteran Affairs Pensioner Concession Card and has been a Full Member for at least five continuous years immediately prior to applying for Pensioner membership may, on written application to the General Committee, be granted Full membership. The subscription for this category of membership shall be as specified under Rule 22.
12. **HONORARY MEMBERS:**
 - (i) Any person who is a member of any other recognised yacht club and who is temporarily visiting Williamstown shall be eligible for Honorary membership for a period not exceeding one month and may not be elected to Honorary membership on more than four occasions in any twelve month period. The number of Honorary members elected pursuant to this rule is limited to 20 at any one time.
 - (ii) Any such person who is competing in, or any person who is an official of any recognised yacht club and who is attending the club premises in connection with any yachting race or regatta organised by the club or with which the club is associated shall be eligible for Honorary membership for the day or days on which the race or regatta in which they are competing or for which they are attending is conducted.
 - (iii) The Commodore for the time being of any recognised yacht club or motor yacht club may also be elected by the General Committee as an ex-officio Honorary

- member for the period as such Commodore, but subject to revocation of such Honorary membership at the discretion of the General Committee at any time.
- (iv) Volunteer Membership may be granted by the General Committee as required. The volunteer membership will have access to club facilities as determined by the General Committee and shall take an active role as a volunteer member in club organised events.

Honorary members shall not be eligible to move or second any motion or amendment, to vote at meetings, to discuss/debate at general or special meetings of members, to be appointed to any office, to propose any member for office, to nominate or second any person as a member of the club or to have a vessel on the yacht register.

13. **COMMUNITY MEMBERS:** Community membership may be conferred on an organisation that has an activity or interest in the club. This membership will have access to club facilities as determined by the General Committee, but shall not be eligible to move or second any motion or amendment, to vote at meetings, to be appointed to any office, to propose any member for office, to nominate or second any person as a member of the club. The General Committee shall determine the subscription for this category of membership from time to time.
14. **RECIPROCAL CLUB MEMBERS:** Reciprocal club membership may be conferred on a person who is a member of a Reciprocal club and who has a vessel on the register of that Reciprocal club. This membership will have access to club facilities as determined by the General Committee, but shall not be eligible to move or second any motion or amendment, to vote at meetings, to discuss/debate at general or special meetings of members, to be appointed to any office, to propose any member for office, to nominate or second any person as a member of the club or to have a vessel on the yacht register. The subscription for this category of membership shall be determined by the General Committee.
15. **SOCIAL MEMBERS:** Those over the age of 18 years who have paid the appropriate subscription. Social members will have access to club facilities as determined by the General Committee. Social members shall not take any active role as a crew member in club organised sailing events. Social members shall not be eligible to move or second any motion or amendment, to vote at meetings, to discuss/debate at general or special meetings of members, to be appointed to any office, to propose any member for office, to nominate or second any person as a member of the club or to have a vessel on the yacht register. The subscription for this category of membership shall be determined by the General Committee.
16. **DAY MEMBERSHIP:** Day membership is for casual attendees to the club renewable each day the person attends the club for events. Day members shall not be eligible to move or second any motion or amendment, to vote at meetings, to discuss/debate at general or special meetings of members, to be appointed to any office or General Committee, to propose any member for office, to nominate or second any person as a member of the club, or to have a vessel on the yacht register. The subscription for this category of membership shall be determined by the General Committee.

17. ELECTION OF MEMBERS: Any person wishing to become a member shall be proposed by a Full member of the club and seconded by another Full member, both of whom shall have been members of the club for a period of at least six months prior to submitting such nomination.

Each nomination shall be in writing on the approved form and shall show the full name of the candidate with their residential address and occupation together with such other information as may be required by the General Committee. The nomination form shall be signed by both the proposer and seconder and also by the candidate. A signature on the nomination form by the candidate is and shall be at all times an acknowledgment that they shall be bound by the rules, regulations and by-laws of the club, then in existence or which may be made lawful by any future General Committee.

The signed and completed nomination form for all classes of membership, except Honorary membership, shall be displayed in a conspicuous place in the club premises for at least two weeks before the election of such member and an interval of no more than four weeks shall elapse between the nomination and election of such members.

Nomination fees as prescribed or as altered lawfully by the club, shall accompany each nomination, provided however that the General Committee may if it thinks fit waive wholly or in part any nomination fee or allow the same to be paid by instalments. Election of any candidate may be declared void by the General Committee if it is subsequently found that there were any material omissions or inaccuracies in the information on the nomination form.

Members other than Honorary members and Honorary Life members shall be elected by vote of the General Committee. One adverse vote in four shall exclude the candidate and a record of the number of members voting at the election of a new member shall be kept by the Honorary Secretary and entered in the minute book of the club.

Upon election, a new member shall receive a written notice of their election to the appropriate class of membership together with a copy of the club rules as at that time, and a statement detailing the subscription and any other monies due. Any member in any year shall pay a pro-rata subscription for the remaining portion of the club year.

Should a new member fail to pay, within one month of notification by the Honorary Secretary the amount of all fees incurred by his/her election, such election may be declared void by vote of the General Committee, but such action may be revoked by the General Committee if a reasonable explanation is made together with payment in full of all such fees.

A person who shall have been excluded by vote shall not be eligible for renomination until twelve months after the date of such vote.

All Honorary members must be proposed in writing by a Full member and seconded by another Full member. Such nomination shall be considered by an election committee which may consist of any two or more members of the General Committee which may then elect the person nominated to Honorary membership.

The Honorary Secretary shall keep a record of the number of members of the General Committee voting at each election of each Honorary member. No person shall be elected to Honorary membership of the club excepting those possessing the qualifications defined in this rule. Honorary members will have access to club facilities as determined by the General Committee.

Members may, if recommended by the General Committee, be elected to Honorary Life membership on a unanimous vote of the members present at a General Meeting of members.

18. **WITHDRAWAL OR RETIREMENT OF MEMBERS:** Any person wishing to withdraw or retire from the club shall give notice of such intention in writing to the Honorary Secretary before the first day of July in any year and shall be liable for payment of all monies due to the date of such notice. A member so withdrawing or retiring shall not be eligible to be re-elected to membership unless all monies due to the club at the previous cessation of membership are paid. No further nomination fee shall then be demanded in addition to payment in arrears.

The General Committee shall have power to accept or reject any resignation under this rule and no such resignation shall be recognised until accepted by vote of the General Committee.

19. **CHANGES IN MEMBERSHIP:** A junior or child of a Family member, when reaching the appropriate age, may claim eligibility for Full or Crew membership by application in writing to the Honorary Secretary and shall acknowledge responsibility for payment of the pro-rata subscription from that date.
20. **ABSENTEE MEMBERSHIP:** An Absentee member who ceases to qualify for such membership shall be returned to the appropriate membership list and shall immediately become liable for payment of the subscription for that group on a pro-rata basis for the remainder of the current season. Written applications for transfer to Absentee membership may be granted by the General Committee, but shall not confer the right to any remission of fees already due or paid for the season in which the application is made.

PAYMENT OF SUBSCRIPTIONS, NOMINATION FEES AND OTHER MONIES

21. The club year shall commence on the first day of July, when the annual subscription shall become due and immediately payable in advance. Any member failing to pay the subscription when due shall without prejudice to membership, be suspended from all privileges of the club until such subscription be paid. If payment is not made within two months, the member's name may be struck off

the list of members unless the non-payment be satisfactorily explained to the General Committee.

22. ANNUAL SUBSCRIPTION: Percentage Based Fee Structure

The annual subscriptions for the following categories of membership shall be based on a percentage of the Full Member subscription as set out herein: All other categories of membership shall be determined by the General Committee.

Full	100%
Partner	50%
Family	155%
Crew	50%
Absentee	25%
Pensioner	50%
Junior	12%

The Full Member subscription shall be an amount set by the General Committee and notified to members not less than sixty days prior to the date subscriptions become due and payable. The General Committee may increase the Full Member subscription payable for the ensuing year by not more than **3%** or CPI, whichever is the greater, without having to put it to a vote at a General Meeting of members. Any increase greater than 3% or CPI whichever is the greater, must be put forward as a notice of motion for a vote at a General Meeting of members.

The categories of membership listed under Rule 22 will be set as a percentage of the Full Member subscription for that category of membership.

23. NOMINATION FEE: The nomination fee payable by candidates for membership shall be 100 per cent of annual subscription for the membership category applied for. The nomination fee for all categories may be altered or waived at any time as determined by the General Committee. Any financial current Full member of one of the other clubs of the bay (ie RYCV, RMYS, RBYC, SYC, RGYC, RVMYC) who wish to nominate for membership of Hobsons Bay Yacht Club Inc. may not be charged a nomination fee.
24. LEVY OR CALL: Full, Life and Pensioner members shall be liable, by virtue of membership, for payment of any levy or call, provided such levy or call shall have been made in accordance with a resolution passed at a General Meeting and that notice of intention to seek such levy or call shall have been given to each member with a notice of the meeting.
25. RESOLUTION: A resolution passed at a General or Special General Meeting shall be conclusive and binding on all of the members, whether they shall have been present at the meeting or not, provided that the meeting be held in conformity with these rules.
26. FUNDS: of Hobsons Bay Yacht Club Inc. shall be derived from entrance fees, annual subscriptions, donations and such other sources as the General Committee determines.

27. **PAYMENT OF ALL MONIES:** Other than subscriptions and nomination fees, are due to the club and shall be made within one month of the liability being incurred. Failure to pay within that period shall render the member liable to suspension by vote of the General Committee unless a satisfactory explanation for non-payment is made.
28. **ALL MONIES DUE TO THE CLUB:** Shall be recognised as a debt owing to the club by the member concerned, and the Honorary Treasurer shall be empowered by this rule to recover same on behalf of the club and shall be entitled to institute legal proceedings to recover the debt.

ELECTION OF OFFICERS

29. The officers of the club shall comprise a Commodore, a Vice Commodore, a Rear Commodore, an Honorary Secretary, an Honorary Treasurer and a Club Captain. Each of these shall be elected at the Annual General Meeting by the eligible members present and shall hold such office for a period of twelve months from the date of their election or until the next Annual General Meeting and shall be eligible for re-election. Members shall not be eligible for election to any Flag Officer position, (ie Commodore, Vice Commodore or Rear Commodore) unless they are active sailing members or actively participate in the running of the club.

For the purpose of this rule an active sailing member shall be defined as one who has sailed regularly in club events for at least twelve months and an active participant is a member who has served on a committee for twelve months.

The election of officers of the club shall be by secret ballot when the number nominated exceeds the number to be elected. Each eligible member who has paid their subscription for the then current year shall be given a ballot paper and shall vote for as many candidates as there are vacancies otherwise that vote shall be treated as invalid.

At the Annual General Meeting at least two scrutineers shall be appointed by the Commodore or Chairperson to count all the votes received. In the event of an equality of votes between two or more candidates another secret ballot will then take place for the tied vote candidates.

30. **ELECTION OF GENERAL COMMITTEE:** The General Committee shall consist of the officers of the club and seven other eligible members of the club elected at the Annual General Meeting. The Immediate Past Commodore shall be invited by the incoming General Committee to be a non-voting member of the General Committee for the twelve months immediately following vacation of the office of Commodore.

31. **NOMINATIONS FOR OFFICERS AND GENERAL COMMITTEE:** Nominations must be made in writing and signed by two eligible members and the nominee, all of whom have paid their subscription for the then current year. Nominations shall be delivered to the Honorary Secretary prior to the commencement of the General Committee meeting held at least seven days before the date of the Annual General Meeting. All retiring officers and General Committee members shall be eligible to nominate for re-election.
32. **PROXY VOTING:** Each voting member is entitled to appoint another voting member as a proxy by notice given to the Honorary Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed. The notice appointing the proxy must be for: Annual General Meeting or General Meeting or Special General Meeting.
33. **POSTAL VOTING:** Any member entitled to vote may obtain a postal ballot paper from the Honorary Secretary for any election of officers or General Committee to be held not more than one month after such application.

No such ballot paper shall be issued until the applicant has paid their subscription for the then current club year nor unless the postal ballot paper is received by the Honorary Secretary not less than 48 hours before the time fixed for the commencement of the meeting at which such election is to take place.

The said ballot paper shall be placed by the member voting in a blank envelope and sealed, which envelope shall, in turn, be placed inside an envelope addressed to the Honorary Secretary and endorsed on the outside "Voting Paper" and containing on the inside the signature of the member voting and a certification that it has been completed by the member.

The envelope shall be handed to the scrutineers and, when satisfied as to the bona fide of the member voting, shall extract from the inner envelope the ballot paper therein contained and placed in the ballot box without being unfolded.

Any postal ballot paper not so lodged and received by the Honorary Secretary by noon on the day of the meeting shall be disregarded. No member to whom a postal ballot paper has been issued shall vote personally at any election at which the postal ballot paper is to be used.

34. **ANY MEMBER DEFEATED IN A BALLOT:** For any of the officer of the club positions eligible members shall have the right to contest if they so desire, a secret ballot for General Committee even though no separate nomination for General Committee may have been lodged providing that such nomination be duly made at the meeting in progress. This proviso shall operate only where a ballot is otherwise necessary.
35. **INSUFFICIENT NUMBER OF NOMINATIONS:** Should an insufficient number of nominations be received for the election of Officers of the Club and General Committee as required under Election of Office Bearers, the members who have been so nominated shall be declared duly elected to the respective positions for

which they were nominated. Any vacancies shall then be filled by further nomination and ballot if necessary at the meeting in progress.

36. CASUAL VACANCY ON GENERAL COMMITTEE: In the case of a casual vacancy occurring on the General Committee, eligible voting members may elect any Full, Pensioner, Life or Honorary Life member to fill such vacancy and the member so elected shall hold office until the next Annual General Meeting. It shall be at the discretion of the General Committee to determine whether any casual vacancy or vacancies shall be filled in accordance with this rule, unless there exists at any one time four or more vacancies, in which event the Honorary Secretary shall without any authority other than this rule call a Special General Meeting of members to be held within one month of the most recently occurring casual vacancy for the purpose of filling the vacancies.
37. VACATING FROM GENERAL COMMITTEE: A member of the General Committee shall be deemed to have resigned from the General Committee for the following reasons:
- (i) Absent from three consecutive meetings of the General Committee without leave shall be deemed to have resigned from General Committee.
 - (ii) Becomes insolvent under administration within the meaning of the Corporation Law.
 - (iii) Ceases to be a member of Hobsons Bay Yacht Club Inc, or
 - (iv) Submits a notice of resignation in writing to the Honorary Secretary.
38. GENERAL COMMITTEE MEETINGS: The General Committee shall hold periodical meetings and shall meet at least once every month and minutes of all resolutions and proceedings of the General Committee shall be entered in a minute book provided for that purpose. Five members of the General Committee shall form a quorum and the continuing members of the General Committee may act notwithstanding a vacancy or vacancies in that body, unless and until the number of General Committee members falls below seven in which case the General Committee may act only for the purpose of summoning a General Meeting to fill those vacancies. Seven day's notice shall be given to all officers and General Committee members of all General Committee meetings.

Special Committee Meetings shall be called by the Honorary Secretary if so requested by a Flag Officer or any three members of the General Committee.

39. FINANCIAL MANAGEMENT:
- (i) The spending of less than \$50,000 on any one item or on any one project may be approved by a meeting of the General Committee without authority from the eligible voting members.

- (ii) The spending of more than \$50,000 on any one item or on any one project shall not be approved unless it is passed by a majority of eligible voting members present at a General Meeting or Special General Meeting.

40. GENERAL MEETINGS AND NOTICES OF MEETINGS:

- (i) SPECIAL GENERAL MEETING: A Special General Meeting shall be convened at seven day's notice by the Honorary Secretary on receipt of a request for such meeting signed by twelve Full members or by five members of the General Committee. Such request for a meeting must state the object of the proposed meeting and the business to be conducted thereat and such business shall be conveyed to the members with notice of meeting.
- (ii) ANNUAL GENERAL MEETING: The Annual General Meeting of this club shall be held within the first twenty one days of JULY in each year. Other General Meetings shall be held within the first twenty one days of the months of NOVEMBER and MARCH.
- (iii) At all General Meetings twenty five eligible voting member shall attend to form a quorum.
- (iv) NOTICE OF MEETINGS:
For all General Meetings (other than Special General Meetings) the Honorary Secretary shall at least twenty two days before the date fixed for holding a General Meeting of the club, cause to be sent to each eligible voting member, a notice by email stating the place, date and time of the meeting and the nature of the business to be transacted at that meeting.
- (v) At all meetings the chair shall be taken by the Flag Officer present. In the event of there being no Flag Officer present the meeting shall elect a chairperson.

DUTIES OF OFFICERS

41. THE COMMODORE is the official representative of the club. The Commodore shall, by personal attention and with the assistance of the Vice Commodore and the Rear-Commodore enforce all Rules, Regulations and By-laws of the club as set out in this Constitution, or which may be lawfully made by the club from time to time.

The Commodore shall preside at all meetings of the General Committee and of the club and shall be ex-officio Chairperson of all sub-committees.

The Commodore shall also be the club's principal delegate to Yachting Victoria and to any other councils or bodies to which the club may at any time send delegates.

42. THE VICE COMMODORE shall at all times assist the Commodore in carrying out the duties of that office and shall officiate at any meeting at which the Commodore is not present.

43. THE REAR COMMODORE shall at all times assist the Commodore and the Vice-Commodore in the duties of their positions and shall officiate at any meeting at which neither of those officers is present.
44. THE HONORARY SECRETARY is responsible for all correspondence to and from the club, and shall ensure that all formal club records are maintained as official club records and available for perusal as and when required. The Honorary Secretary shall keep full and correct minutes of all proceedings of General Meetings and of the General Committee of the club.

The Honorary Secretary shall unless and until some other person, with the consent of the Liquor Licensing Commission, be appointed nominee of the club for the purpose of the Liquor Control Act 1987 and subject to the directions of the General Committee do all things required or necessary or desirable to be done by or on behalf of the club under the Liquor Control Act 1987.

The Honorary Secretary shall maintain a register of members setting forth in full the name, address, occupation, date of entry onto the register and the date of last payment of subscription by each member. A copy of this register shall also be kept displayed in a conspicuous and accessible place in the club premises.

The Honorary Secretary shall notify each newly elected member of the club of such election and the amount of monies owing to the club by such new member and shall notify the Honorary Treasurer of such accounts rendered.

The Honorary Secretary shall notify each eligible voting member of the club of every meeting of the club.

The Honorary Secretary shall maintain a register of all vessels admitted to the Yacht Register by the General Committee and shall record therein the name, rig, dimensions and weight of each vessel, sail number or mark and the name and address of the owner or owners.

The Honorary Secretary shall be the Public Officer of the club and the Returning Officer when required.

- 44A. REMOVAL OF HONORARY SECRETARY: The Honorary Secretary may be removed by the club in accordance with the procedure set out in section 78 of the *Associations Incorporation Reform Act 2012* (Vic).
45. CUSTODY AND INSPECTION: All accounts, books, securities and any other relevant documents of Hobsons Bay Yacht Club Inc. must be kept in the custody of the General Committee. The General Committee must also make said accounts, books, securities and any other relevant documents available for inspection free of charge by any financial member upon request. A financial member may make a copy of any accounts, books, securities and any other relevant documents of Hobsons Bay Yacht Club Inc. except where such documents are deemed by the General Committee to be commercial in confidence.

- 45A. ACCESS TO MINUTES OF GENERAL MEETING AND FINANCIAL DOCUMENTS: All members of Hobsons Bay Yacht Club shall be granted access to, and be able to make copies of minutes of general meetings of the club, including financial statements submitted at a general meeting.
- 45B. ACCESS TO MINUTES OF GENERAL COMMITTEE MEETINGS: Members of Hobsons Bay Yacht Club may apply to the General Committee for access to the minutes of General Committee meetings. Upon application, the Committee must grant access unless information in the minutes relates to confidential commercial information.
46. COMMON SEAL: The Common Seal shall be kept in the custody of the Honorary Secretary. The Common Seal shall not be affixed to any instrument except by the authority of the General Committee and the affixing of the Common Seal shall be attested by the signatures either of two members of the General Committee or of one member of the General Committee and the Public Officer of Hobsons Bay Yacht Club Inc.
47. THE HONORARY TREASURER shall receive all monies due to the club and issue receipts for same on the club's official receipt form. The Honorary Treasurer shall keep correct records of all receipts, payments and financial transactions of the club and shall produce all such books of record and receipts to the auditor at the close of each financial year or at any time as directed by the General Committee.

The Honorary Treasurer shall cause to be kept correct books and accounts showing the financial affairs of the club and the particulars usually shown in books of account of a like nature.

The Honorary Treasurer shall at the Annual General Meeting each year produce an audited Balance Sheet and Statement of Receipts and Expenditure, a copy of which shall be forwarded to each member with the Annual Report. The Honorary Treasurer shall also produce a Statement of Receipts and Payments for the Season to date for each General Committee Meeting.

48. THE CLUB CAPTAIN shall have the supervision of all club property and shall make recommendations to members through the General Committee for the clean and orderly condition of club premises. The Club Captain shall assist Flag Officers wherever possible in their duties.
49. CHEQUE SIGNATORIES: All accounts of the club shall be passed by the General Committee and shall then be paid by cheque signed by any two, of the club manager and a Flag Officer or Honorary Treasurer or Honorary Secretary.
50. GENERAL COMMITTEE: The business and affairs of the club shall be under the management of the General Committee elected by eligible voting members of the club in accordance with these rules. The General Committee shall have the right to appoint sub-committees and delegates other than those appointed at the Annual General Meeting and such sub-committees and delegates shall remain subject to the discretion of the General Committee.

The General Committee shall have the power to make, alter and repeal all such by-laws as it may deem necessary, expedient or convenient for the proper conduct and management of the club. The issuing of debentures, the giving of any security over any property of the club, and the granting or accepting of leases of any land or buildings the property of the club.

Any documents relating to such duties are not to be executed except by the authority of a resolution of the General Committee of the club and are to be signed in accordance with SIGNING OF DOCUMENTS.

51. **EXPULSION OR SUSPENSION OF MEMBERS:** Any charge against a member of wilfully infringing the rules and/or regulations, or of unbecoming or dishonourable conduct, or of acting in any way prejudicial to the interests of the club, shall be made in writing to the General Committee and at the same time a written copy of the charge shall be sent to the member named in the charge.

If after investigation at a meeting at which the member shall have the right to be present and address the meeting and submit his or her defence, the General Committee considers that the charge has been sustained, it may order the suspension of the member for a period not exceeding three months. Any vote on the actual suspension must be carried by a two-thirds majority of those present. During any such suspension the offender shall be debarred from all privileges of membership. At least seven members present must vote on any such motion.

Should the General Committee decide by a two-thirds majority of those present that the circumstances justify more serious action, they shall convene a Special Committee Meeting to discuss the further suspension or expulsion of the member accused. A notice of the special meeting shall be sent to all General Committee members and the accused stating the purpose of the meeting.

The accused member shall have the right to submit an explanation or defence to the meeting either verbally or in writing. If the charge be found proven by a simple majority vote of those present, a further vote shall be taken to decide whether the member is to be further suspended or expelled. On this vote a two-thirds majority shall be necessary and if such majority be obtained, the member shall be immediately removed from the list of members, if expelled.

A member suspended or expelled by the General Committee under this rule shall have the right to appeal against such suspension or expulsion to a Special General Meeting of members. At the Special General Meeting the penalty imposed by the General Committee may not be varied, but shall be accepted or rejected by a simple majority vote. The member suspended or expelled by the General Committee shall have the right to submit a written or verbal defence or explanation to the Special General Meeting of members hearing the appeal.

52. **ALTERATION OF RULES:** Any proposed new rule or purpose or alteration or suspension of any existing rule or purpose shall be in writing and a copy signed by two eligible voting members shall be handed to the Honorary Secretary who shall convene a Special General Meeting to deal with the proposal. A copy of the new rule or purpose or alteration or suspension of a rule or purpose shall be

exhibited on the club notice board for a period of twenty one days immediately preceding the date of the Special General Meeting and a copy shall be forwarded with the notice of meeting to each eligible voting member.

Notice of any amendment to the proposal, in writing and signed by two voting members, must be handed to the Honorary Secretary so that it may be exhibited on the notice board for at least fourteen days prior to the date of the Special General Meeting and in time to allow the Honorary Secretary to give seven days' notice of such amendment to all eligible voting' members.

No such alteration or suspension of a rule or purpose or proposed new rule or purpose shall become effective unless it is passed by not less than seventy five per cent of the eligible voting members present at the Special General Meeting and whilst and so long as the club is licensed under the Liquor Control Act 1987 or any modification or re-enactment thereof then in force no alteration or variation of the rules or purposes shall have effect unless and until such alteration or variation has been approved by the Liquor Licensing Commission.

It shall be permissible for the Honorary Secretary to submit such proposals as are mentioned in this rule to a General Meeting if in the Honorary Secretary's opinion the interests of the club and the rights of the proposer and seconder will be in no way prejudiced.

Whilst and so long as the club is licensed under the Liquor Control Act 1987 the Honorary Secretary of the club shall within one month from the making of any amendment or alteration in the rules or purposes of the club forward to the Secretary of the Liquor Licensing Commission a certified copy of every such amendment or alteration.

The General Committee shall have power to interpret any query or doubt arising from these rules and such interpretation shall be accepted by all members unless a direction is given by a General Meeting that it is considered that the General Committee's decision is wrong in fact, in which case the matter shall be re-examined by the General Committee.

RULES OF PROCEDURES AT MEETINGS

53. Meetings shall be opened at the time stated on the notice calling such meeting or as soon thereafter as a quorum is present.
54. Except at Annual or Special Meetings the order of business shall be:
 - (i) Minutes of previous meeting.
 - (ii) Correspondence.
 - (iii) Receipt and adoption of Financial Report.
 - (iv) Accounts for Payment.
 - (v) Reports.
 - (vi) Business of which due notice has been given.
 - (vii) General Business.

55. At Annual General Meetings the order of business shall be:
- (i) Minutes of previous General Meeting.
 - (ii) Correspondence.
 - (iii) Receipt and adoption of Annual Report and Balance Sheet.
 - (iv) Accounts for Payment.
 - (v) Election of Officers and General Committee.
 - (vi) Election of Sub Committees and Delegates.
 - (vii) Election of Auditors.
 - (viii) Motions of which due notice has been given.
 - (ix) General Business.
56. At Special General Meetings the order of business shall be:
- (i) Correspondence.
 - (ii) Motions of which due notice has been given.
57. In dealing with correspondence every letter after having been read shall be taken as formally received unless a motion to the contrary is submitted. Any letter may be dealt with immediately after it has been read.
58. No discussion shall take place except on a motion or an amendment moved and seconded by eligible members. The chairperson shall have the right to request such motion or amendment to be put in writing.
59. Every amendment to a motion must be relevant and be so framed as to form in itself an intelligible and consistent statement and must not be a direct negative to the motion.
60. Only one amendment to a motion shall be allowed or discussed at any time except that notice of further amendments may be given.
61. No member shall propose more than one amendment to a motion.
62. No amendment shall be moved by any member who has previously exercised his or her right to speak on the motion.
63. If an amendment be carried it shall quash and replace the original motion and any further amendment of which due notice has been given may then be moved. In the case of the amendment being lost, the chairperson shall put the motion to the vote. In the event of there being no further amendment, the motion as amended shall be put to the vote.
64. No member shall speak more than once upon either the motion or the amendment except that the mover of the motion shall have the right of reply. A member moving or seconding a motion or amendment without other remark shall not be held to have spoken. When the mover speaks in reply no further discussion shall be put.

65. When a motion is before the chairperson no other motion shall be received except:
- (i) To disagree with the ruling of the chairperson.
 - (ii) To discuss the action of a member who has in the opinion of the chairperson transgressed Standing Orders.
 - (iii) To adjourn.
 - (iv) To propose that the question now be put.
 - (v) To refer back to a specified committee.
 - (vi) To amend.

No discussion shall be allowed on motions under clauses (iii) or (iv) except that in the case of clause (iv) the mover of a motion which is to be now put shall retain the right of reply.

66. A member who has spoken on a question may again be heard to explain themselves if the chairperson agrees that some material part of his or her speech may have been misquoted or misunderstood. New matters shall not be introduced during the explanation nor any debate, arise there from.
67. Voting at all meetings shall be by a show of hands unless a division is demanded by ten members who must rise to support the division.
68. Motions voted on at a meeting shall not be again entertained at the same meeting or at the resumption of an adjourned meeting.
69. When a member speaks the member shall stand, address the chair and confine remarks to the question under consideration, avoiding unbecoming language.
70. If two or more members rise at the same time the chairperson shall call upon the member who in his or her opinion first rose to speak.
71. No more than two members shall speak in succession on one side, either for or against any question before the meeting.
72. When any member is speaking no one shall interrupt except to raise a point of order.
73. It shall be the duty of the chairperson to preserve order so that the business may be conducted in due form and with decorum.
74. A member violating any of these Standing Orders may be suspended by the chairperson for the remainder of the meeting. Any member refusing to retract any expression deemed by the chairperson to be offensive shall be suspended until a retraction of the statement deemed to be offensive has been made.
75. The chairperson shall have a deliberative vote with the other members on the question or motion before the meeting and may exercise a casting vote thereon if the voting be equal. The chairperson's casting vote must be directed to maintaining the status quo.

76. The chairperson may call the attention of the meeting to irrelevance or tedious repetition on the part of a member and may direct the member to discontinue his or her speech.
77. When the chairperson rises to speak or to call a member to order, such member shall take his or her seat until the point is settled.
78. A member rising to a point of order shall state such point and resume his or her seat and the chairperson shall rule thereon. The chairperson shall decide the matter promptly and not allow discussion.
79. Questions of order shall be decided by the chairperson whose rule shall be final unless challenged by a formal motion submitted to the meeting.
80. Where there is a motion to disagree with the chairperson's ruling the chairperson shall forthwith leave the chair and a successor shall be appointed by the meeting. The discussion shall then proceed and the question shall be settled forthwith.
81. Any one or more of these rules for procedure may be suspended in case of emergency provided that a majority of the members present shall deem such suspension necessary.
82. In all cases not herein provided for resort shall be had to the ordinary rules of debate.
83. DISPUTES AND MEDIATION: The grievance procedure set out in this rule applies to disputes under these rules between a member and another member, or a member and Hobsons Bay Yacht Club Inc.
 - i. The parties to the dispute must meet and discuss the matter in dispute and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
 - ii. If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties, must within 10 days, hold a meeting in the presence of a mediator.
 - iii. The mediator must be a person chosen by agreement between the parties, or in the absence of agreement:
 - (a) In the case of a dispute between a member and another member, a person appointed by the General Committee, or
 - (b) In the case of a dispute between a member and Hobsons Bay Yacht Club Inc., a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
 - (iv) A member of Hobsons Bay Yacht Club Inc. can be a mediator.
 - (v) A mediator cannot be a member who is a party to the dispute.

- (vi) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (vii) The mediator, in conducting the mediation must give the parties to the mediation process every opportunity to be heard, allow due consideration by all parties of any written statement submitted by any party and ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (viii) The mediator must not determine the dispute.
- (ix) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Associations Incorporation Act 1981 or otherwise at law.

84. YACHT REGISTER: The owner/owners of a vessel must obtain the written approval of the General Committee before the vessel can be placed on the club's Yacht Register. No vessel belonging to more than one owner shall be admitted to the register unless each and every part owner is a Full member of the club.

The General Committee shall have at all times the right to restrict or define the types of vessels to be admitted to the register and shall have the power to limit the number of vessels of any type. It may also at its discretion restrict the number of motor boats that may be placed on the register and for the purpose of this rule a motor boat shall be defined as one that is not capable of beating a passage to windward by sail alone.

A vessel changing ownership shall be removed from the yacht register, but may be re-admitted by the General Committee if application be made by the new owner. In such cases the onus is on the new owner to make application and previous admittance to the register shall not confer any automatic right to re-admittance. The General Committee may also at any time it thinks fit remove from the register any vessel which has in its opinion ceased to comply with the requirements of the club.

85. CLUB BURGEE, FLAGS AND BADGES:

- (i) The club burgee shall be a white pennant with a royal blue cross and the letters "H B" in white in the centre.
- (ii) The Commodore's flag shall be the club burgee swallow tailed.
- (iii) The Vice Commodore's flag shall be the club burgee swallow tailed with a blue ball in the upper head quarter.
- (iv) The Rear Commodore's flag shall be the club burgee swallow tailed with a blue ball in the lower head quarter.
- (v) The Club Captain's flag shall be the club burgee swallow tailed with a blue anchor in the lower head quarter.
- (vi) The Past Commodore's flag shall be the club burgee swallow tailed with blue crossed telescopes in the lower head quarter. Past Commodores may fly this flag in the usual manner for as long as they remain members of the club.

- (vii) The club badge shall be the burgee in colour in a gold wreath.
86. COMMITTEE ROOM: The Officers and General Committee of the club shall have the right to reserve the Committee Room at their discretion for the transaction of club business.
87. AUDITOR: The accounts shall be audited prior to the Annual General Meeting by a qualified accountant who shall have been appointed at the previous Annual General Meeting. In the event of the death, resignation or incapacity to act of the auditor the General Committee may appoint another qualified auditor to act until the next Annual General Meeting.
88. ELECTRONIC KEY: Members may obtain a electronic key to the club premises from the Honorary Secretary on payment of the fee set by the General Committee.

All financial members of the club are entitled to an electronic key card to club premises except Junior members. All members, except Crew, Social, Junior, Community and Reciprocal Clubs, are entitled to an electronic key to the main car park gate. However, electronic key may also be issued at the discretion of the General Committee.

Electronic key cards remain the property of the club at all times and must be returned by a person ceasing to be a member. No member shall misuse their electronic key, or allow these to be used by or to pass into the possession of any non-member. Any member found to be doing this may be suspended from the club and the electronic key made inoperable and key returned.

89. OWNERS IN ARREARS: No yacht whose owner or owners, or any one of them shall not have paid all arrears, subscriptions and other monies due to the club shall be eligible to compete for a prize in any race conducted by the club.
90. DAMAGE OR LOSS TO CLUB PROPERTY CAUSED BY A MEMBER: The General Committee shall have the right to charge any member for damage to or loss of club property caused by that member and shall also have the right to charge any member for the actual cost of labour necessary to clean any portion of the club premises or yard after use by a member, where the cleaning is not performed by the member to the satisfaction of the General Committee.
91. FINANCIAL INTEREST: No person shall receive a greater profit or benefit or advantage from the club than that received by every member thereof other than remuneration by honorarium approved by the Liquor Licensing Commission for work done by the Honorary Secretary, Honorary Treasurer or other officer of the club or salary or wages paid to employees.
92. BAR RULES: No amount shall be paid to an officer or servant of the club by way of commission or allowance from receipts of the club for the sale and disposal of liquor.

93. There shall be no temporary members of the club except as defined in this constitution and no member shall be relieved of the payment of the regular subscription for their class of membership except for Life, Honorary Life and Honorary members.
94. No liquor shall be sold or supplied to any person under eighteen years of age except where any such person is accompanied by a spouse or parent or guardian and the liquor is sold or supplied for consumption as part of a meal supplied on the club premises.
95. No liquor shall be sold or supplied for consumption elsewhere than on the club premises unless such liquor is removed from the premises of the club by the member purchasing same.
96. No person under eighteen years of age, except persons who are being trained as waiters and who are not allowed to serve behind the bar, shall be employed by the club.
97. VISITORS: A member may introduce visitors to the club's premises for the day of such visit only. The names and addresses of such visitors shall be entered in a visitor's book provided for that purpose which book shall be signed by the member introducing such visitors. No member may introduce the same visitor to the club more than six times in any one calendar year and the member introducing the visitor shall be responsible for the conduct of that visitor.
98. Any person who has been rejected as a candidate for election to the club or has been expelled from the club shall not be eligible to be admitted as a visitor.
99. A visitor to the club must not be supplied with liquor in the club premises unless the visitor is a guest in the company of a member of the club. However, a visitor may be supplied with liquor in the club premises when not in the company of a member at a particular function or a particular occasion in respect of which a limited licence pursuant to Section 52 of the Liquor Control Act 1987 has been issued authorising the sale and disposal of liquor to that visitor.
100. BAR TRADING: The sale of liquor shall be as is from time to time prescribed in the by-laws of the club, provided always that such by-laws shall conform with the requirements of Section 48 of the Liquor Control Act 1987 as amended from time to time and of these rules.
101. No liquor shall be sold or disposed of on the club premises between the hours of one am and nine am on any day other than on a special occasion which shall have previously been declared as such by bona fide resolution of the General Committee, provided always that the General Committee may not declare more than nine occasions in any one calendar year.
102. NOMINATION OF CLUB LICENSEE: The General Committee may on behalf of the club, subject to the regulations under the Liquor Control Act 1987 from time to time with the consent of the Liquor Licensing Commission, by resolution nominate

a person approved by the Liquor Licensing Commission to be Licensee on behalf of the club under the Liquor Control Act 1987.

103. REGISTER OF MEMBERS: The Honorary Secretary of the club shall keep on the club premises a register of members setting forth in full the names and addresses and email of all members of the club and the date of the latest payment by each member of his or her subscription. Such register shall be open at any time to the inspection of a licensing inspector in whose division the licensed premises are situated, any authorised member of the police force and any supervisor of licensed premises.
104. LIQUOR CONTROL ACT: Any application to be made or notice given or matter to be done under the Liquor Control Act 1987 may be subject to the said Act and the regulations thereunder and subject to the directions of the General Committee be made, given or done by the Commodore or any other Flag Officer or the Honorary Secretary on behalf of the club.
105. SIGNING OF DOCUMENTS: Without prejudice to any other method, any deed or document required or desired to be signed, executed or authenticated by or on behalf of the club, may be signed, executed or authenticated by the Commodore for the time being (or in the Commodore's absence by the Vice Commodore for the time being or other Flag Officer) or by the Honorary Secretary and any deed or document purporting to be signed, executed or authenticated shall be deemed duly signed, executed or authenticated by or on behalf of the club unless and until the contrary is proved.
106. MAXIMUM NUMBER OF PERSONS ALLOWED IN CLUBHOUSE: No more than two hundred and twenty persons, being such number as the licensed clubhouse can adequately accommodate, will be permitted in the licensed clubhouse at any time.
107. WINDING UP OF CLUB: If upon the winding up or dissolution of the Association there remains, after satisfaction of all its debts and liabilities, any property, whatsoever, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other Association having similar objects of the Association and which shall prohibit the distribution of its income and property amongst its members to an extent at least as great as it imposed on the Association.