



**ROYAL VICTORIAN MOTOR YACHT CLUB INC.**

## **STATEMENT OF PURPOSE AND CONSTITUTION**

**2016**



## **ROYAL VICTORIAN MOTOR YACHT CLUB INCORPORATED CONSTITUTION (INCLUDING STATEMENT OF PURPOSE)**

**The purposes of the Royal Victorian Motor Yacht Club Incorporated (hereinafter called "the Club") shall be:**

1. To promote the use of all classes of powerboats.
2. To promote the sciences of seamanship and navigation.
3. To formulate rules to govern trials of speed and endurance.
4. To achieve equality on the water for all boats whether motorised or otherwise.
5. To generally take such steps as may be necessary from time to time to promote and further amateur aquatics.
6. To encourage social relationships between Members of the Club and to establish branches of the Club in Victoria.

### **POWERS OF THE CLUB**

7. Subject to relevant Acts and Regulations, the Club has the power to do all things incidental or conducive to achieving its purpose.
8. Without limiting paragraph 7, solely for the purpose of furthering the purposes set out above the Club shall have power:
  - (1) To take over the funds and other assets and liabilities of the present unincorporated association known as the Royal Victorian Motor Yacht Club.
  - (2) To indemnify any person for any loss or damage incurred as a result of having on behalf of the unincorporated association become liable to pay any amount by way of damages or otherwise.
  - (3) To subscribe to, become a member of and cooperate with any organisation, whether incorporated or not, whose purposes are altogether or in part similar to those of the Club provided the Club shall not subscribe to or support with its funds any club, association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Club under or by virtue of the rules.
  - (4) To buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the Members of the Club or persons frequenting the Club's premises and to provide services to Members consistent with the purposes of the Club.
  - (5) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements, or property, real or personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the purposes of the Club. Provided that in case the Club shall take or hold any property which may be subject to any trusts the Club shall only deal with the same in such manner as is allowed by law having regard to such trusts.
  - (6) Without limiting the generality of paragraph 8(5) to acquire, purchase, lease, rent, hire, establish and maintain and carry club rooms and club grounds for the accommodation, convenience and enjoyment of the Members of the Club and all the ancillary equipment and paraphernalia related



thereto and to construct, alter, add to and maintain the club rooms and club grounds or any premises or any buildings or part of building occupied by the Club and all land required for the purposes of the Club and from time to time to sell, transfer, lease, sublease, mortgage, charge, pledge, dispose of or otherwise deal with the whole or any part of the land premises building (or part of the building) or equipment or personal property owned or leased by the Club.

- (7) To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the purposes and the exercise of the powers of the Club; to obtain from any such Government or Authority any rights, privileges and concessions which the Club may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- (8) To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Club.
- (9) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Club's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof.
- (10) To invest and deal with the money of the Club not immediately required in such manner as may from time to time be thought fit.
- (11) To take, or otherwise acquire, and hold shares, debentures, or other securities of any company or body corporate.
- (12) To lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities with or without security for the payment of money or the performance of contracts or obligations by any person or body corporate and otherwise to assist any person or body corporate.
- (13) Subject to such conditions as may be necessary, to raise by any lawful means such moneys as shall be necessary upon such terms and conditions as may be appropriate for the use and benefit of the Club.
- (14) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
- (15) To sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Club.
- (16) To take or hold mortgages, liens or charges, to secure payment of the purchase price, of any part of the Club's property of whatsoever kind sold by the Club, or any money due to the Club from purchasers and others.
- (17) To take any gift of property whatever subject to any special trust or not, for any one or more of the purposes of the Club but subject always to the proviso in paragraph 8(5).
- (18) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Club, in the shape of donations, annual subscriptions or otherwise.
- (19) To print and publish any newspapers, periodicals, books or leaflets that the Club may think desirable for the promotion of its purposes.
- (20) To supply refreshments for Members and to apply for, hold, transfer or renew a liquor licence or permit under liquor licensing laws as amended from time to time for the sale and disposal of liquor



and without limiting the generality of the foregoing to obtain a transfer to the Club of any such licence or permit held by the unincorporated association known as the Royal Victorian Motor Yacht Club.

- (21) To make rules regulations and/or by-laws for the proper governance of the Club and carry out the purposes and do all such lawful things as are incidental or conducive to the attainment of the purposes or any of them.
- (22) To provide and maintain its facilities in good order and condition within the limits, if any, of the funds for the Club.
- (23) To make donations for patriotic, charitable or community purposes.



## ROYAL VICTORIAN MOTOR YACHT CLUB INCORPORATED

### RULES

#### 1. NAME

The name of the incorporated association is the Royal Victorian Motor Yacht Club Incorporated (in these Rules called ("the Club").

#### 2. DEFINITIONS AND INTERPRETATIONS

(1) In these Rules, unless the contrary intention appears:

"Boat" means a power boat or vessel predominantly propelled by motor power or any vessel accepted by the Committee for registration on the Boat Register, except for commercial boats or vessels or boats used for commercial purposes, which are specifically excluded.

"Boat Register" means the register of Boats owned by Members as provided in Rule 37.

"By-laws means the By-laws of the Club made in accordance with Rule 26(2).

"Club House" means the building located at 260 Nelson Place, Williamstown, Victoria designated as the Club House.

"Club Premises" means any land, buildings, water, jetties, marinas or slipways from time to time used or occupied by the Club.

"Committee" means the committee of management of the Club referred to in Rule 23

"Crew Member" means a member who is not the owner of a boat or any interest in a boat.

"Disciplinary appeal meeting" means a meeting of the Members of the Club convened under sub rule 19(6).

"Disciplinary meeting" means a meeting of the disciplinary subcommittee convened for the purposes of Rule 19(4).

"Disciplinary subcommittee" means the subcommittee of the Committee appointed under Rule 19(2).

"Fees and Subscriptions" mean fees, charges, invoices and other subscription payments levied by the Club from time to time on Members, non-Members, contractors, guests and other third parties.

"Financial Year" means the year ending 31 March.

"Flag Officers" means the Officers specified in Rule 27(2).

"Full Term" means the period between two consecutive Annual General Meetings.

"General Meeting" means an Annual, Quarterly or Special General Meeting of the Club.

"Marina berth" means a marina berth specified in these Rules.

"Member of the Committee" includes Officers of the Club and Committee Members.

"Officer of the Club" means an officer specified in Rule 27(1).



"Owner" means either:

- an individual / natural person who is the sole proprietor of a boat in his or her own name; or
- an individual / natural person who is a co-owner (in the sense of being a 'joint tenant' or 'tenant in common') of a boat in his or her own name; or
- an individual / natural person who is a shareholder in his or her own name in a private/proprietary company registered in Australia where that company is the sole proprietor of a boat; or
- An individual / natural person who is a lessee of a boat in his or her own name.

"Rules" means these Rules as amended from time to time.

"Secretary" means the Secretary of the Club.

"Spouse" means the legal or de-facto spouse of a Full Member.

"The Act" means the *Associations Incorporation Reform Act 2012* as amended from time to time.

"The Register" or "Register of Members" means the Register of Members kept by the Club in compliance with the provisions of the Act.

"The Regulations" means the regulations made under the Act.

"Warranted Royal Yacht Club" means a Yacht Club which operates under a Royal Warrant.

- (2) Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the *Interpretation of Legislation Act 1984* and the Act.
- (3) In these Rules a reference to legislation includes a modification or re-enactment of it, a legislative provision substituted for it or an amendment of it and a regulation, rule or statutory instrument issued under it.

### 3. MEMBERSHIP

- (1) Membership of the Club shall be divided into the following categories of members:
  - a) Full member
  - b) Family member
  - c) Clubhouse member
  - d) Junior member
  - e) Temporary member
  - f) Honorary Life member
  - g) Honorary member
  - h) Country member
  - i) Absent member; and



j) Reciprocal member.

- (2) No person shall be permitted to become an Honorary Member, Honorary Life Member, Reciprocal Member, Absent Member or Temporary Member of the Club or be relieved of the requirement to pay regular subscriptions unless he or she possesses the qualifications defined in and subject to the conditions prescribed in these Rules.
- (3) No person under eighteen years of age shall be admitted as a Member of the Club except if eligible to be and accepted as a Family Member or Junior Member.

#### **4. FULL MEMBER**

- (1) Any person ("the candidate") being of good character shall be eligible to be a Full Member.
- (2) The candidate must be proposed by a Full Member, Clubhouse Member or Country Member and the application must be seconded by a Full Member. Each such Member must have been a Full Member for not less than two years preceding the application. The proposer and the seconder shall establish that the candidate is eligible for election. The candidate, proposer and seconder shall each sign the application.
- (3) An application for membership in the form prescribed by the Committee shall be completed by the proposer and sent to the Secretary. Upon being satisfied that the candidate is eligible for membership, the Secretary shall display the application in a conspicuous place in the Club House for at least two weeks before the next meeting of the Committee at which the candidate's application will be considered.
- (4) The candidate shall be elected a Full Member of the Club only by the unanimous vote of all the members of the Committee present at the meeting at which the candidate's application is considered, subject to all fees and subscriptions being paid.
- (5) A Full Member shall be entitled to all the rights and privileges of the Club.

#### **5. FAMILY MEMBER**

- (1) A person who is the spouse of a Full Member shall be eligible to be a Family Member.
- (2) A Full Member may propose their spouse to be a Family Member.
- (3) A candidate for Family Member shall be elected in the same manner as a candidate for Full Member, subject to both the Full Member and the Full Member's spouse having paid the fees and subscriptions payable in respect of their respective memberships.
- (4) If a Full Member's membership expires at any time, the spouse's Family Membership shall simultaneously expire.
- (5) If a Full Member advises the Club in writing that the Family Member has ceased to be their spouse, the Family Membership of the former spouse shall terminate immediately without any requirement to refund any part of membership fees paid. Family membership of children will be retained unless otherwise advised by the Full Member.
- (6) A Family Member who is the spouse of a Full Member shall be entitled to all the rights and privileges of the Club except the rights to vote or to nominate persons to the Committee or to become a member of the Committee or to apply for a Marina berth.
- (7) A Full Member can nominate their child up to 25 years of age to be a Family Member. Such Family Member will be entitled to enjoy the Club Premises but be given no other rights or privileges.



**6. CLUBHOUSE MEMBER**

- (1) Any person ("the candidate") being of good character shall be eligible to be a Clubhouse Member.
- (2) The number of Clubhouse Members shall not exceed 35% of the number of Members who are eligible to vote at a General Meeting at any given time, with such cap being administered by the Committee and regulated by the By-Laws.
- (3) A candidate for Clubhouse Membership shall be elected in the same manner as a candidate for Full Membership, subject to sub rule (2) being satisfied and all Membership fees and subscriptions being paid.
- (4) A Clubhouse Member shall be entitled to all the rights and privileges of the Club except the rights to vote or to nominate persons to the Committee or to become a member of the Committee or to apply for a Marina berth or to park their car in the Club House carpark.

**7. JUNIOR MEMBER**

- (1) A child of a non-Member aged 10 to 18 is eligible for consideration as a Junior Member.
- (2) A Member or non-Member may propose a child to be a Junior Member.
- (3) A Junior Member shall be elected in the same manner as a candidate for either Full or Clubhouse Membership, subject to the Membership fees and subscriptions being paid.
- (4) A Junior Member is eligible to participate in Club events, specifically those held for Junior Members or Family Members under 25 years. A Junior Member is not entitled to any other rights and privileges of the Club.

**8. TEMPORARY MEMBER**

- (1) A person may become a Temporary Member for a period not exceeding thirty days upon being introduced and nominated by two Committee Members and paying the fees and subscriptions payable with respect to such membership.
- (2) A member of another Yacht Club may be elected a Temporary Member of the Club for a period not exceeding 30 days at the discretion of the Committee, without payment of any fees.
- (3) A Temporary Member shall be entitled to all the rights and privileges of the Club except the rights to vote or to nominate persons for Membership or nominate persons to the Committee or to become a member of the Committee or to apply for a Marina berth or to park their car in the Club House carpark.





**9. HONORARY LIFE MEMBER**

- (1) Persons who have rendered outstanding and valuable service to the Club may, upon the unanimous recommendation of the Committee, confirmed by the unanimous vote of the Full Members present at a General Meeting be elected to Honorary Life Membership of the Club.
- (2) Honorary Life Membership may be terminated on the recommendation of the Committee confirmed by a majority vote of the Full Members present at a General Meeting.
- (3) An Honorary Life Member shall be entitled to all the rights and privileges of the Club including the same rights to vote and to nominate persons to the Committee and to become a member of the Committee as are enjoyed by Full Members and is not subject to payment of an annual subscription.

**10. HONORARY MEMBER**

- (1) The following persons are, ex officio, Honorary Members:
  - a) The Patron and Vice Patron (if any);
  - b) His or Her Excellency the Governor General of Australia and suite;
  - c) His or Her Excellency the Governor of Victoria and suite;
  - d) The Mayor for the time being of the City of Hobsons Bay;
  - e) The Commodore for the time being of any lawfully constituted Australian Yacht Club; and
  - f) Commissioned Officers of the Royal Australian Navy and of the Royal Navy.
- (2) A Patron and Vice Patron may be appointed annually by unanimous resolution of the Committee.
- (3) An Honorary Member shall be entitled to all the rights and privileges of the Club except the rights to vote or to nominate persons to the Committee or to become a member of the Committee or to be allocated a Marina berth and is not subject to payment of any annual fee or subscription.

**11. COUNTRY MEMBER**

- (1) A person permanently residing not less than one hundred and fifty kilometres from the Club Premises may be elected to Country Membership.
- (2) A candidate for Country Membership shall be elected in the same manner as a candidate for Full Membership.
- (3) A person shall cease to be a Country Member if he or she ceases to permanently reside not less than one hundred and fifty kilometres from the Club House.
- (4) A Country Member shall be entitled to all the rights and privileges of the Club including the same rights to vote and to nominate persons to the Committee and to become a member of the Committee as are enjoyed by Full Members but not apply for a Marina Berth.

**12. ABSENT MEMBER**

- (1) A member, other than a Temporary Member or Country Member, intending or likely to be absent from the Melbourne Metropolitan Area for one year or more may apply to the Committee to be placed on an Absent Members' list and if so placed he or she shall be deemed an Absent Member



and shall not be liable to pay annual subscription fees which become due for payment at any time during such absence.

- (2) An Absent Member may resume his or her previous Membership at any time by paying such proportion of the then current annual subscription payable in respect of his or her previous Membership as the Committee shall determine and must resume his or her previous Membership within 30 days of his or her return to the Melbourne Metropolitan Area.
- (3) An Absent Member shall not be entitled to any of the rights or privileges of the Club but may be the guest of a Member.

### **13. RECIPROCAL MEMBER**

- (1) The Committee may grant reciprocal rights to the members of another yacht club or other yacht clubs upon such terms and conditions as the Committee thinks fit.
- (2) A member of a club with reciprocal rights shall be entitled to all the rights and privileges of the Club except the rights to vote or to nominate persons for Membership or to the Committee or to become a member of the Committee or to apply for a Marina berth.

### **14. REGISTER OF MEMBERS**

- (1) The Secretary must keep and maintain a Register of Members in which shall be entered the full name of each current member, the address for notice last given by that member, his or her category of membership, date of election to membership and any other information required by the Committee and in which shall be entered the date upon which each former member ceased to be a member. The Register of Members shall be available for inspection by all Members subject to Sections 58 and 59 of the Act.
- (2) It is the obligation of every Member to notify the Secretary promptly in writing of any change that has occurred in respect of that member's particulars.
- (3) The Secretary must promptly enter every such change of particulars in the Register of Members.
- (4) The Committee may publish a Members' Directory containing Members' contact details and Boat name where relevant subject to the right of Members to opt out of publication.

### **15. ENTRANCE FEES**

- (1) Entrance fees for all categories of membership shall be determined by the Committee from time to time subject to sub-rules (2) and (3).
- (2) No entrance fees shall be payable by Honorary Members or Honorary Life Members.
- (3) No entrance fees shall be required of an applicant for membership who is at the time of application a financial member of another warranted Royal Yacht Club.
- (4) A former Member seeking to re-join the Club and otherwise liable to pay an entrance fee may be relieved from the payment thereof if he or she has formerly been a Member of the Club for not less than two successive years during which time his or her annual subscription and other moneys due by him or her to the Club has been promptly paid.

### **16. SUBSCRIPTIONS**

- (1) The Annual Subscription shall be due and payable on the first day of April in each year.
- (2) The Annual Subscription shall be:



- |                      |  |
|----------------------|--|
| a) Full Member:      | \$505.00   |
| b) Family Member:    | 40% of Full Member Subscription (Spouse only)                              |
| c) Clubhouse Member: | Up to 100% of Full Member Subscription<br>(As determined by the Committee) |
| d) Country Member:   | \$311.00   |
| e) Junior Member:    | \$100  |
| f) Temporary Member  | \$75   |

Subscriptions shall be increased annually at a rate equivalent to the official CPI All Groups Melbourne established by the Commonwealth Government, or, such other sum as may be determined by the Members provided the Annual Subscription shall never be less than \$10.00 and shall always be payable in advance.

- (3) Honorary Life Members, Honorary Members and subject to Rule 12(2) Absent Members shall not be liable to pay any Annual Subscription.
- (4) An account for the Annual Subscription shall be sent to each Member liable to pay the same prior to the first day of April. If such Member has not paid his or her subscription by the following first day of July their name shall be published as a defaulter in a conspicuous place in the Club House and if after 14 days following such publication such subscription remains unpaid such person shall thereupon automatically cease to be a Member but subject to that person remaining liable for the payment of all monies owed by him or her to the Club. At the time such Member's name is published as a defaulter the Secretary shall send him or her a final notice regarding his or her subscription and a copy of this rule.
- (5) A person elected to membership after the thirtieth day of November in any year shall pay an Annual Subscription pro-rated for the remainder of the Financial Year.

## **17. OUTSTANDING MONIES**

- (1) Any Member indebted to the Club after that debt or any part of it falls due for payment shall not be entitled to attend any meeting of the Club or to exercise any of the rights and privileges of the Club until such debt is paid in full.
- (2) Payments on account of indebtedness shall be accepted as payment of debts in order of their having been incurred.
- (3) Subject to the provision of Rule 16(4) if any Member is indebted to the Club in respect of any debt for more than 60 days that Member's membership shall terminate automatically unless for good reason the Committee otherwise decides.
- (4) All money due by a Member to the Club on resignation, cessation of membership or expulsion is a debt due by such member to the Club and payable on demand.

## **18. RESIGNATION OF MEMBERSHIP**

A Member may resign their membership by notice in writing to the Secretary accompanied by payment of all fees, subscriptions and other money due by him or her to the Club.

## **19. DISCIPLINE OF MEMBERS**



- (1) The Club may take disciplinary action against a Member other than an Honorary Life Member or Honorary Member in accordance with these Rules if it is determined that the Member:
  - a) has refused or neglected to comply with these Rules; or
  - b) has engaged in conduct unbecoming a Member of the Club; or
  - c) has engaged in conduct prejudicial to the Club.
- (2) If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a Member:
  - a) The Committee must appoint a disciplinary subcommittee, on its behalf, to hear the matter and determine what action, if any, to take against the Member.
  - b) The members of the disciplinary subcommittee –
    - i) may be Committee members, Members of the Club or anyone else; but
    - ii) must not be biased against, or in favour of, the Member.
- (3) Before disciplinary action is taken against the Member:
  - a) The Secretary must give written notice to the Member;
    - (i) stating that the Club proposes to take disciplinary action against the Member; and
    - (ii) stating the grounds for the proposed disciplinary action; and
    - (iii) specifying the date, time and place of the disciplinary meeting at which the disciplinary subcommittee intends to consider the disciplinary action against the Member; and
    - (iv) advising the Member that he or she may attend the disciplinary meeting and address the disciplinary subcommittee at that disciplinary meeting and / or give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting.
  - b) The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held and may be delivered to the Member personally or by leaving it at the Member's address for notice contained in the Register of Members with an adult person or posted to such address for notice by pre-paid registered post or in any other way which is provided by law served upon the Member.
- (4) At the disciplinary meeting:
  - a) The disciplinary subcommittee must:
    - i) give the Member an opportunity to be heard; and
    - ii) consider any written statement submitted by the Member; and
    - iii) after complying with sub rule a) (i) and (ii) the disciplinary subcommittee may
      - (i) take no further action against the Member; or



- (ii) subject to sub rule (4) a) (iii) D:
  - A reprimand the Member; or
  - B suspend the membership rights of the Member for a specified period; or
  - C expel the Member from the Club; but
  - D may not fine the Member.
- b) The suspension of membership rights or the expulsion of a Member by the disciplinary subcommittee under this Rule takes effect immediately after the vote is passed.
- (5) A person whose membership rights have been suspended or who has been expelled from the Club under Rule 19(4) may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
  - a) The notice may be given:
    - (i) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
    - (ii) to the Secretary no later than 48 hours after the vote.
- (6) Notice of the disciplinary appeal meeting must be given to the person whose membership rights have been suspended or who has been expelled from the Club and must be given in accordance with the same provisions for the giving of notice as are provided in sub rule 19(3)b) and also must be given to each Member who is entitled to vote at a General Meeting of the Club and must:
  - a) Specify the date, time and place of the disciplinary appeal meeting; and
  - b) State the name of the person against whom the disciplinary action has been taken, the grounds for taking that action and that at the disciplinary appeal meeting the Members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.
- (7) At a disciplinary appeal meeting:
  - a) No business other than the question of the appeal may be conducted; and
  - b) The Committee must state the grounds for suspending or expelling the Member; and
  - c) The person whose membership has been suspended or who has been expelled must be given an opportunity to be heard; and
  - d) After complying with the foregoing provisions of this sub rule (7), the Members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked;
  - e) A Member may not vote by proxy at the meeting; and
  - f) The decision is upheld if not less than two-thirds of the Members voting at the disciplinary appeal meeting vote in favour of the decision.

## **20. DISPUTES AND MEDIATION**



- (1) The grievance procedure set out in this Rule applies to disputes under these Rules between:
  - a) a Member and another Member;
  - b) a Member and the Club; or
  - c) a Member and the Committee.
- (2) A Member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.
- (3) The parties to a 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 the parties.
- (4) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by sub rule 20(3), the parties must within 10 days thereafter:
  - a) notify the Committee of the dispute; and
  - b) agree to or request the appointment of a mediator; and
  - c) attempt in good faith to settle the dispute by mediation.
- (5) The mediator must be:
  - a) a person chosen by agreement between the parties; or
  - b) in the absence of such agreement:
    - (i) in the case of a dispute between a Member and another Member, a person appointed by the Committee; or
    - (ii) in the case of a dispute between a Member and the Club or the Committee, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (6) The mediator, in conducting the mediation, must:
  - a) give each party every opportunity to be heard; and
  - b) allow due consideration by all parties of any written statement submitted by any party; and
  - c) ensure that natural justice is accorded to the parties throughout the mediation process.
- (7) If the mediation process fails to resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

## **21. PROHIBITION ON USE OF CLUB NAME AND ADDRESS**

A Member shall not give or use the Club's name or address nor the fact of his or her membership in any advertisement or enterprise without the written consent of the Committee first had and obtained.

## **22. GUESTS**



- (1) A Member may introduce a visitor to the Club Premises for the day of their visit only. Members are responsible for the visitor including ensuring their compliance with the rules and by laws of the Club for the duration of their visit.
- (2) Visitors to the Clubhouse must be signed in and the name and address of such visitor shall be entered in a Visitors' Book kept for that purpose and the Member shall sign that Book against the name of his or her guest during his or her visit.
- (3) A visitor to the Clubhouse is permitted to be recorded in the Visitors' Book as a guest and enter the Clubhouse up to a maximum number of times per annum as defined by the By-Laws. If this is exceeded, the visitor may be required to apply for Membership or, if the visitor does not wish to apply for Membership or they are refused Membership, the visitor will be refused entry to the Club Premises.
- (4) A person who has been rejected as a candidate for membership or who has been expelled from the Club or whose admission as a Temporary Member has been refused shall not be introduced as a guest.
- (5) A visitor shall not be supplied with liquor in the Club premises unless in the company of a Member.

### **23. THE COMMITTEE**

- (1) The Committee shall consist of the Officers of the Club (as defined in Rule 27) and four Full or Country Members of at least two years standing, three of whom shall have had a financial interest of not less than one third in a boat on the Boat Register for not less than two years and one of whom shall have been a Crew Member on a boat on the Boat Register for not less than two years.
- (2) Upon election the members of the Committee shall hold office until the next Annual Meeting.
- (3) A casual vacancy on the Committee may be filled by the Committee and the Member so appointed shall hold office until the next Annual Meeting.

### **24. ELECTION OF COMMITTEE**

The Officers and Committee Members of the Committee shall be elected annually in the following manner:

- (1) Nomination of candidates for election as Officers and Committee Members shall be made in writing to the Secretary at least 14 days before the Annual Meeting in June, and such nominations shall be forthwith published in a conspicuous place in the Club House.
- (2) Each nomination shall be made by a nominator and a seconder each of whom are Members.
- (3) From the candidates so nominated the Officers and Committee Members shall be elected by ballot as hereinafter provided.
- (4) In the event of there being the same number of nominations as there are vacancies to be filled for any office or for Committee Membership the Member or Members nominated shall be declared duly elected to that office or as Committee Members as the case may be.
- (5) Only Members who have paid their annual subscription and all other money due to the Club shall be entitled to vote.
- (6) The ballot paper or papers shall contain the names of members nominated for the respective offices, and as Committee Members.





- (7) In voting, each Member shall personally delete from the respective ballot paper or papers so many names as will leave exactly the number of vacancies to be filled. Any ballot not so treated shall be informal and shall not count.
- (8) After voting such ballot paper or papers shall be placed in the ballot box, which shall be handed to the scrutineers chosen by the Annual Meeting, who shall as soon as possible certify to the Chairperson the result of such ballot, and the Chairperson shall thereupon declare the same, and the Members so declared shall be the Officers and Committee Members for the ensuing year.
- (9) Any such election of the Officers and Committee Members shall be invalid unless they have been elected by Members of a class of Members that constitutes not less than sixty per centum (60%) of the total Membership of the Club entitled to vote.

## **25. COMMITTEE MEETINGS**

- (1) The Committee shall meet monthly and at such other times as it deems necessary.
- (2) Minutes of all resolutions and proceedings of the Committee shall be entered in a book kept for that purpose which must record the names of the members in attendance at the meeting, the business considered at the meeting, any resolution on which a vote is taken and the result of the vote and any material personal interest disclosed under sub rules 25(5) to 25(7).
- (3) A Committee Member who shall be absent from three consecutive meetings without leave shall cease to be a Member of the Committee.
- (4) Five Members constitute a quorum of the Committee.
- (5) A Committee Member who has a material personal interest in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the Committee.
- (6) The Member –
  - (a) must not be present while the matter is being considered at the meeting; and
  - (b) must not vote on the matter.
- (7) This Rule does not apply to a material personal interest –
  - (a) that exists only because the member belongs to a class of persons for whose benefit the Club is established; or
  - (b) that the Member has in common with all, or a substantial proportion of, the Members of the Club.

## **26. POWERS AND DUTIES OF THE COMMITTEE**

- (1) The business and affairs of the Club shall be under the management of the Committee. Neither the Committee nor any member thereof is empowered to incur any overdraft or pledge the credit of the Club or incur any debt or liability on behalf of the Club except for day to day maintenance and management of the Club without the approval of the Members at a General Meeting.
- (2) The Committee may make, vary or revoke Bylaws and regulation not inconsistent with the Act or the Rules for the management of the Club and the use of all or any of its facilities.
- (3) The Committee may appoint Members to sub-committees for specific purposes and upon such terms and conditions as the Committee determines from time to time. Such sub-committees shall have no power to act without the consent of the Committee and shall disband at the discretion of





the Committee. The Officers of the Club and the immediate past commodore shall be ex-officio members of all sub-committees. Minutes of all proceedings of each sub-committee shall be entered in a book kept for that purpose.

## **27. THE OFFICERS**

- (1) The Officers of the Club shall be the Commodore, Vice Commodore, Rear Commodore, Secretary and Treasurer.
- (2) The Commodore, Vice Commodore and Rear Commodore shall be the Flag Officers and each shall have a financial interest of not less than one third in a boat on the Boat Register and such boat shall have a minimum length on the waterline of not less than 7.62 metres and living accommodation for not less than 2 persons.
- (3) The Commodore, Vice Commodore and Rear Commodore shall each have served as Committee Members for at least one full term prior to election as Officers.
- (4) The Secretary shall attend at all General Meetings and all committee meetings unless reasonably unable to do so and shall record the resolutions and proceedings thereof in a book kept for that purpose and otherwise in accordance with the provisions of Rule 25(2). In addition thereto he or she shall:
  - a) maintain a record of the names of Members present at all such meetings and whether a quorum is present at all times;
  - b) record all correspondence sent or received by the Club;
  - c) maintain the Register of Members in accordance with Rule 14;
  - d) maintain the Boat Register in accordance with Rule 37;
  - e) perform the duties or functions of this office in accordance with the Act, the Regulations and these Rules; and
  - f) maintain and keep under his or her control all books documents and securities of the Club and the Common Seal.
  - g) perform any other duty or function imposed on the Secretary by these Rules
- (5) The Treasurer shall:
  - (a) attend at all General Meetings and all committee meetings unless reasonably unable to do so
  - (b) collect and receive all moneys due to the Club and make all payments payable by the Club;
  - (c) keep correct accounts and books showing the financial affairs of the Club with full details of all receipts and expenditure of the Club;
  - (d) prepare the financial statements in accordance with Part 7 of the Act for submission to the Annual General Meeting; and
  - (e) perform the duties or functions of this office in accordance with the Act, the Regulations and these Rules.

## **28. ANNUAL GENERAL MEETING**



- (1) The Annual General Meeting of the Club shall be held on the first Wednesday in June or such other day in that month as the Committee may decide and of which at least 21 days' written notice shall have been given to the members entitled to attend at that meeting.
- (2) The ordinary business of the Annual General Meeting shall be to:
  - a) confirm the minutes of the previous Annual General Meeting and in addition all General Meetings held since the previous Annual General Meeting other than the minutes of any such General Meeting which have previously been confirmed;
  - b) elect the Flag Officers, the Officers of the Club and the Committee Members for the ensuing year;
  - c) appoint an auditor;
  - d) receive and consider the financial statements submitted in accordance with the Act; and
  - e) transact any special business of which notice has been given in accordance with Rule 30.

## **29. QUARTERLY GENERAL MEETINGS**

- (1) At least once in every three months a quarterly general meeting shall be held at such time and place as the Committee may appoint and of which at least 7 days written notice shall be given:
- (2) The ordinary business of a quarterly meeting shall be to:
  - a) confirm the minutes of the previous quarterly meeting;
  - b) receive reports; and
  - c) consider any business of which notice has been given to the Secretary prior to the giving of written notice of the quarterly meeting other than business requiring the passing of a special resolution as defined by the Act.
- (3) A Member desiring to bring any business before a quarterly general meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next quarterly general meeting after the receipt of the notice except for a meeting convened pursuant to Rule 30(2).

## **30. SPECIAL GENERAL MEETINGS**

- (1) The Committee may direct the Secretary to give at least 21 days' written notice in accordance with the requirements of section 64 of the Act convening a special general meeting. At such meeting:
  - a) the business for which the special general meeting was convened shall be disposed of; and
  - b) any other business may be considered.
- (2) Not less than 25 Full Members may requisition the Secretary in writing to convene a special general meeting of which at least 21 days' written notice shall be given. Such meeting shall be convened within 14 days of giving such requisition. The only business which may be considered at such special meeting is the business specified in the requisition made to the Secretary.



### **31. PROCEDURE AT MEETINGS**

- (1) At all general meetings at which the Commodore is in attendance he or she shall take the chair. In the absence of the Commodore, the Senior Flag Officer present shall take the Chair. In the absence of a Flag Officer the meeting shall elect a Committee member to take the Chair.
- (2) The Chairperson at any General Meeting shall have a deliberative and a casting vote.
- (3) At every General Meeting, the minutes of the previous general meeting shall, unless they have been circulated to Members be read and submitted before any other business is transacted.
- (4) No business which is opposed shall be considered after 10.30 p.m. except by consent of not less than three quarters of the Members present and entitled to vote thereat.
- (5) Twelve Full Members shall constitute a quorum at a general meeting.
- (6) If within half an hour after the time appointed for the commencement of a general meeting a quorum is not present the meeting:
  - a) if convened upon the requisition of Members in accordance with Rule 30(2), shall be dissolved; and
  - b) in any other case the General Meeting shall stand adjourned to the same day in the next week and the same time and (unless another place is specified by the person occupying the Chair at the time of the adjournment or by written notice before the adjourned date) at the same place and if at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the general meeting five Full Members shall constitute a quorum.
- (7) At any General Meeting the Chairman shall if necessary interpret the Rules but a Member may demand that the question of interpretation be submitted to the meeting and two thirds of the Members present and entitled to vote thereafter may decide the question.
- (8) At all meetings of the Club votes shall be given personally and not by proxy.
- (9) The Rules of Debate contained in Appendix 1 of these Rules shall apply in respect of every General Meeting.

### **32. CLUB PROPERTY**

- (1) The property of the Club, subject to the Club's liabilities shall belong to the Members for the time being but no member by reason of Membership shall have any transmissible or assignable interest therein by operation of law or otherwise.
- (2) A Member retiring from the Club or ceasing for any reason to be a Member shall not be entitled to or have any claim on any property or asset of the Club.
- (3) A Member shall not remove from the Club premises any property of the Club without the consent of at least two Members of the Committee and such property shall be returned to the Club premises not later than the Members of the Committee shall have specified at the time of consent and in good condition as at the time of its removal.
- (4) The Members of the Committee consenting to the removal of such property shall enter the particulars of the property, the name of the member removing the same and the date by which the same is to be returned in a book kept by the Committee for that purpose. Such book shall be available for inspection by any Member.



- (5) A Member who, in the opinion of the Committee is responsible for damage to or loss of Club property may be required by the Committee to repair or replace such property.

### **33. CLUB FUNDS**

- (1) The funds of the Club shall be applied firstly in payment of its expenses and secondly in the interests of the Club as the Committee sees fit.
- (2) All profits and income of the Club shall be used to promote its interests.
- (3) No dividend, gift or bonus in money or other equivalent shall be paid or made to any member.
- (4) No payment shall be made to any Member or servant or employee of the Club by way of commission or allowance based on liquor sold by the Club.
- (5) No Member shall receive a greater profit benefit or advantage from the Club than any other member save that a remuneration or honorarium approved by the Liquor Licensing Commission may be paid for work done by the Secretary, Treasurer or other office bearer of the Club or by any employee of the Club.
- (6) The funds of the Club shall be derived from entrance fees, annual subscriptions, donations and other sources as the Committee determines.

### **34. FINANCE**

- (1) All money received shall be paid promptly to the credit of the Club in the bank account nominated by the Committee from time to time.
- (2) All cheques and payments drawn on the Club's bank account shall be approved and signed by any two of the Secretary, Treasurer or Commodore.
- (3) The Committee may from time to time establish a limit beyond which no expenditure may be made without its prior consent.
- (4) All accounts shall be passed by the Committee before payment.
- (5) The Committee may from time to time establish a standing petty cash advance for the use of the Secretary or the Treasurer.



### 35. ACCOUNTS AND AUDIT

- (1) Annually and as soon as practicable after the end of the financial year the accounts of the Club shall be examined and their correctness confirmed by an auditor who shall be a Certified Practising Accountant experienced in Company Auditing.
- (2) The Auditor shall be appointed at each Annual Meeting in accordance with Rule 26 and shall continue as such until the next ensuing Annual Meeting unless he or she has died, resigned or been removed by the General Meeting. A vacancy in the office of Auditor shall be filled by a person suitably qualified and appointed by the Committee and such person shall be the Auditor until the next Annual Meeting.

### 36. MEMBERS ADDRESSES AND NOTICES

- (1) For the purpose of notices to Members, a Member's address is that given by him or her in his or her application for Membership unless he or she has notified the Secretary of a change therein in accordance with Rule 14(2).
- (2) All notices of any kind to be sent or given to a Member may be posted or delivered to the member's address and when so posted or delivered shall be deemed to have been received by that Member at the time of such delivery or after the expiration of 3 business days from the date of posting to any address in Victoria or 4 business days from date of posting to any address elsewhere in Australia.

### 37. BOAT REGISTER

- (1) A boat registered in the Boat Register must comply at all times with the following conditions of registration to the satisfaction of the Committee:
  - a) Only vessels registered in accordance with the *Marine Safety Act 2010 (Vic)* and any subsequent corresponding Acts or amendments will be accepted on the Boat Register, unless registration thereunder is not required.
  - b) Vessels which are not required to be registered under the *Marine Safety Act 2010 (Vic.)*, but which are nevertheless required to be registered under similar or equivalent legislation of another Australian State or Territory must be registered in accordance with that legislation.
  - c) Commercial vessels or vessels used for commercial purposes are specifically excluded from the definition of "Boat" and shall not be registered on the Boat Register.
  - d) All owners of the boat must be Full Members. A boat owned by more than one owner shall not be registered on the boat register unless all the owners are Full Members.
  - e) If a boat is leased the lease must be in writing for not less than six calendar months and its terms and conditions must be satisfactory to the Committee.
  - f) A boat which in the absolute discretion of the Committee is considered to be inappropriate for registration shall not be registered.
  - g) A boat on the Boat Register, in the sole and absolute opinion of the Committee, must be seaworthy, properly maintained and otherwise appropriate for registration. If boats do not meet these conditions, by direction of the Committee, they may be removed from the Boat Register if after notice to the owner or owners the boat has not been made seaworthy or properly maintained within the time specified in that notice.
  - h) The owner or owners must effect insurance cover for their boat, which provides cover for at all times that the boat is on or in Club Premises. This insurance must be up to the minimum



monetary limit/s of cover prescribed by the Committee from time to time, and include cover for:

- damage to, or loss of, the boat itself and all gear and personal property on board;
  - damage to, or loss of, any other person's property which is caused by the boat or those in control of the boat;
  - consequential loss caused to any other person by the boat or those in control of the boat; and
  - injury or death caused by the boat or those in control of the boat.
- (i) The owner or owners must furnish the Committee, and keep the Committee furnished with a certificate or certificates of insurance to prove that this insurance cover is in place.
- (j) Any boat which does not meet these insurance requirements shall either not be registered on the Boat Register, or in the case of a boat that is already been registered on the Boat Register, that boat shall be removed from the Boat Register at the absolute discretion of the Committee.
- (2) The following particulars shall be recorded in respect of every boat registered in the Boat Register:
- a) The name of the boat.
  - b) The registration particulars of the boat.
  - c) The name, address, and contact details of all owners.
  - d) Where the owner or owners are shareholders in a private/proprietary company registered in Australia which owns the boat, then the name, Australian Company Number (ACN), and registered address of that company, as well as the names and addresses of all its shareholders.
  - e) The owner of a boat on the Boat Register shall notify the Secretary promptly of any change in the particulars entered in the Boat Register.

### **38. MARINA BERTH ALLOCATION**

- (1) Each marina berth shall be allocated to only one individual / natural person, and in respect of a particular boat, the correct particulars of which have been registered on the Boat Register in accordance with Rule 37(2).
- (2) Where there is more than one owner, a marina berth shall only be allocated to:
- a) an owner who has the largest or equal-largest share / proprietary interest in the boat; or
  - b) in cases where a company (limited by shares and registered in Australia) is the sole proprietor of the boat, then to an owner who has the largest or equal-largest shareholding in that company.
- (3) Where there are two or more owners who have:
- a) the equal-largest shares / proprietary interests in the boat; or



- b) the equal-largest shareholdings in a company (limited by shares and registered in Australia) which is the sole proprietor of the boat;

then each such owner must sign a document and submit it to the Committee, clearly identifying which individual among them is to be allocated the marina berth.

- (4) In cases where the owners are unable to agree unanimously among themselves upon which individual among them is to be allocated the marina berth, the Committee shall not allocate a marina berth to any of them.
- (5) An owner shall not be allocated more than one annual marina berth in any given Financial Year.
- (6) Allocation of marina berths shall, at the discretion of the Committee, be made on an annual or temporary basis. The Committee shall review and allocate marina berths in a manner which provides the best outcome and usage of the Club Marinas. In allocating marina berths the Committee shall be guided by these Rules, the relevant By Laws and any relevant regulatory conditions.
- (7) Allocations of marina berths on an annual or temporary basis shall be restricted to boats which have been registered in the Boat Register and comply with all requirements of Rule 37 at all times.
- (8) Allocation of an annual or temporary marina berth to the owner is made on the basis that the owner or owners shall not:
  - a) sell, transfer, or otherwise dispose of the boat.
  - b) substitute any other boat as an occupant of the berth.
  - c) permit any other boat to occupy the berth.
- (9) Failure to comply with the conditions of marina berth allocation described in the Rules, the By Laws and any applicable Club berth licence to occupy the berth, will result in revocation of the berth and a requirement to remove the boat from the berth immediately. Assessment of failure to comply is determined by the Committee.

### **39. EVENTS AND REGATTAS**

- (1) The Committee shall arrange at least one regatta in each financial year.
- (2) The Committee shall appoint a sub-committee to be known as the Boating Sub-Committee (or such other name as agreed by the Committee from time to time). The Boating Sub-Committee shall:
  - a) abide by all racing rules approved by the Committee;
  - b) control all regattas and races; and
  - c) resolve all doubts, questions and disputes arising from any regatta or race and its decision thereon shall be final and binding.
- (3) A boat leased by a Member must have been registered in the Boat Register for at least three months before it may be entered in a Club race.
- (4) A boat registered on the Boat Register whose owner or owners have not paid all subscriptions or other money due to the Club may not be entered in a Club race.





**40. ENSIGNS AND BURGEES**

- (1) A boat registered in the Boat Register may at the specified times fly the Australian National Flag, the Red Ensign or, with approval, the Victorian State Flag.
- (2) A boat registered in the Boat Register shall when at sea fly the Club Burgee but no boat whose owner has not paid all subscriptions or other monies due to the Club shall fly the Club Burgee whilst any such subscription or money is outstanding.

**41. LIQUOR**

- (1) Liquor shall not be sold or provided to any person under the age of eighteen years.
- (2) No person under the age of eighteen years except persons in training as waiters and who may not serve liquor shall be employed at the Club but this Rule shall not preclude the provision of apprenticeships or work experience for suitable persons.
- (3) If the Club is licensed under relevant liquor licensing laws and regulations or any amendment thereof the Secretary shall send any alteration to these Rules within 14 days of their making to the body administering the liquor licensing laws.
- (4) The number of persons permitted on any part of the Club premises licensed under the relevant liquor laws and regulations or any amendment thereof shall not exceed the number authorised by such licence.

**42. YARDS, SLIPWAYS AND MARINAS**

- (1) Any slipway owned, controlled or used by the Club or its Members shall be used only in accordance with these Rules and with any By-laws with respect thereto made in accordance with Rule 26(2).
- (2) Any yard owned, controlled or used by the Club or its Members shall be used only in accordance with these Rules and with any By-laws with respect thereto made in accordance with Rule 26(2).
- (3) Any marina owned, controlled or used by the Club or its Members shall be used only in accordance with these Rules and with any Bylaws with respect thereto made in accordance with Rule 26(2).
- (4) The owner of a boat, as defined in Rule 37 shall remove his boat from a slipway, yard or marina upon the written request of the Secretary at such time as shall be fixed by the Committee.
- (5) A member who fails to remove his boat after request as aforesaid and who fails to provide the Committee with sufficient explanation therefore shall be liable to have such boat sold together with all gear associated therewith, but
  - a) notice of intention to exercise a right of sale shall be given in writing to such member at least seven days before such sale and;
  - b) notice of intention to exercise a right of sale shall be advertised in a newspaper circulating in the Melbourne metropolitan area at least seven days before such sale; and
  - c) any debt due by the owner to the Club and any costs of sale or advertising such sale shall be deducted from the proceeds thereof and the balance, if any, shall be paid to the owner. Failure to claim such balance within sixty days of such sale may result, at the discretion of the Committee such balance as being treated as Club funds subject always to the right of the lawful owner to make claim thereto.

**43. THE COMMON SEAL**

- (1) The Common Seal of the Club shall be kept in the custody of the Secretary.





- (2) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and its affixing shall be attested by at least one Flag Officer and at least one other Committee Member.

## **GENERAL**

### **44. ALTERATION OF RULES**

These Rules and the Statement of Purposes of the Club shall not be altered except by a special resolution passed at a General Meeting by three quarters of Full Members present and entitled to vote thereat and in respect of which a minimum of 21 days written notice specifying the intention to propose the resolution as a special resolution was given to such Members in accordance with these Rules.

### **45. WINDING UP AND DISSOLUTION**

- (1) The Committee may convene a Special Meeting at any time by giving at least 21 days' written notice thereof in order that the opinion of the Members with respect to winding up or any matter affecting it can be ascertained and for no other purpose.
- (2) The Club may be wound up by a resolution passed at a Special Meeting, convened for the purpose and of which 21 days written notice has been given by three quarters of the Members present and entitled to vote thereat.
- (3) Upon resolving to wind up the Club the Committee shall forthwith discharge the Club's liabilities.
- (4) Upon resolving to wind up the Club its property shall be sold and the net proceeds thereof together with the Club funds shall be given or transferred to another Club or body having objects or purposes similar to the Statement of Purposes of the Club and which prohibits the distribution of funds or property amongst its members. Such other Club or body shall be selected by a General Meeting before the winding up and in default of such selection the Club or body, shall be as selected by the Chief Justice of the Supreme Court of Victoria.

### **46. CUSTODY AND INSPECTION OF BOOKS AND RECORDS**

- (1) Except as otherwise provided in these Rules, the Secretary must keep in his or her custody or under his or her control all books, documents and securities of the Club.
- (2) Any Member is entitled to inspect these Rules, the Register of Members and the Minutes of General Meetings (including accounting records and financial statement) of the Club upon giving not less than 21 days' prior written application to that effect to the Secretary. The Committee, whose approval the Member must obtain and which the Committee may in its absolute and unfettered discretion give or refuse, assigning reason for so doing, or give subject to such conditions as the Committee shall require. A Member is also entitled to inspect any other records of the Club (including but without restriction to the minutes of Committee Meetings) upon giving not less than 21 days' prior written application to that effect to the Secretary. The Committee, whose approval the member must obtain and which the Committee may in its absolute and unfettered discretion give or refuse, assigning reason for so doing, or give subject to such conditions as the Committee shall require. Upon receipt of any such application and the approval of the Committee if so required, the Secretary must produce such records for inspection to that Member within that period.
- (3) Notwithstanding the provisions of Rule 46(1) and (2) the Committee and any member of the Committee have the same right to inspect any records of the Club as that afforded to boards and directors of corporations pursuant to the *Corporations Act 2001*.



APPENDIX 1

**RULES OF DEBATE**

Quorum	1.	The quorum for general meetings of the Association shall be as specified in the Rules.
Order of Business	2.	The order of business shall follow the agenda prepared by the Chairperson and Secretary. Members shall introduce new business only after completion of the business set out on the agenda. The first item on the agenda shall be the confirmation of the minutes as a correct record.
Suspension of Standing Orders	3.	Should any matter of urgency arise, a member may move suspension of Standing Orders for a stated period of time to allow the urgent question to be discussed
Conduct of Speakers	4.	The Chairperson is to be treated with respect. When he or she rises to address the meeting, all others must remain or become seated. Any person wishing to speak must rise and address the Chairperson
	5.	All remarks shall be addressed to the Chairperson, and any questions to another member shall be put through the Chairperson.
	6.	No interruption of a speaker is allowed except for two formal motions (32&34) and on a point of order. A point of order must be taken immediately the alleged breach has occurred, and be phrased as a question. "Chairperson, is it in order that....?"
	7.	If two or more speakers rise, the Chairperson shall call on the first one observed by him or her, subject to the power of the meeting to pass a resolution that a particular person be heard and subject also to the Chairperson's decision to choose speakers alternately supporting and opposing the motion.
Chairperson's Ruling	8.	The Chairperson's ruling on points of order and procedure shall be final, unless a motion is carried "that the Chairperson's ruling be disagreed with". The mover may speak briefly in support of his or her motion, and the Chairperson explain why his or her ruling was given. The Chairperson takes the vote.
Motions & Amendments	9.	All proposals made to the meeting shall be in the form of motions.
	10.	All motions and amendments proposed should be handed in writing to the Chairperson. They should be clearly expressed and capable of only one interpretation.
	11.	All motions and amendment, except inevitable (e.g. routine) motions and the closure (34) must be moved and seconded. If no seconder is found, the motion lapses.
	12.	A motion or amendment may be seconded <i>pro forma</i> , to allow discussion to take place, and the seconder need not support the proposal.
	13.	The seconder of a motion or amendment may reserve his or her speech to a later stage of the debate.
Withdrawal	14.	No motion or amendment which has been seconded shall be withdrawn without the unanimous consent of the meeting.



	15.	A speaker must keep to the question before the meeting.
	16.	No person may speak twice to the same question except in explanation, unless he or she is the mover of the original motion exercising his right of reply (23).
Personal Explanations	17.	By permission of the Chairperson, a member may speak briefly in personal explanation of his previous statement, but must keep strictly to the point which has been misunderstood. His or her explanation must not interrupt another speaker.
One Amendment at a Time	18.	When an amendment is moved to an original motion, no further amendment shall be discussed until the first amendment is disposed of, but further amendments may be foreshadowed without discussion. Amendments are voted on before the motion.
Not Direct Negation	19.	An amendment must be relevant to the question, and so framed that it forms, with the part of the original motion unaffected by it, a sensible and consistent proposal. It must not be a direct negation of the original motion.
Order of Amendments	20.	If a motion is capable of amendment in different ways, the Chairperson should ask for all amendments to be handed up in writing. He or she will then decide the order in which they shall be moved, which will depend on where they would stand in the substantive motion. No amendment can be accepted to the first part of a motion after the second or subsequent parts have been amended.
Speaking to Amendments	21.	No person may move or second more than one amendment to an original motion, but the mover and seconder of a motion or amendment may speak to subsequent amendments.
	22.	An amendment may not be moved or seconded by any person who has already spoken to the original motion or to a previous amendment.
Right of Reply	23.	The mover of a motion which is opposed may reply to the arguments raised before the motion is put, but he or she may not introduce new matter. His or her reply ends the debate, if there are no amendments. If an amendment is moved, the mover of the original motion exercises his or her right of reply before the first amendment is put. His or her reply need not end the debate on the substantive motion. The mover of the amendment has no right of reply.
Amendment Lost	24.	If the first amendment is lost, the original motion then becomes open to amendment.
Substantive Motion	25.	If the first amendment is carried, the motion as amended becomes the substantive motion, and is again open to amendment. When the substantive motion is put to the meeting and carried it becomes the resolution.
	26.	No member may speak on any motion after it has been put to the vote. No amendment may be moved after the substantive motion has been put to the vote.
Amendments to Motions on Notice	27.	Amendments may be moved to motions on notice provided they are within the scope of the notice, and can involve the Association in no further obligations than the notice specifies.
	28.	No motion can be accepted by the Chairperson which is the same in effect as one already lost, except on notice of motion.
Rescinding Resolutions	29.	Resolutions may not be rescinded until six months have elapsed except on notice of motion, forwarded to every member.

**Royal Victorian Motor Yacht Club Incorporated**  
**Rules (Including Statement of Purpose)**



Resolution Null & Void	30.	If a resolution is passed inadvertently in contravention of the Rules, it may be declared null and void by a unanimous vote of the meeting.
Formal Motions	31.	The three motions following (32,33, and 34) are known as formal motions because they cannot be debated or amended. They can only be moved by someone who has not previously spoken during the debate.
Speaker No Longer Heard	32.	A motion "that the speaker be no longer heard" must be seconded. The Chairperson should try to obtain a fair hearing for the speaker if he or she is in order.
Next Business	33.	A motion "that the meeting proceed to the next business" may be moved either on a motion or an amendment. It requires a seconder. Its effect is to dispose of the question under discussion.
Closure	34.	A motion "that the question be now put", known as the closure, may be moved during the discussion of a motion or an amendment. It can interrupt a speaker and needs no seconder. If moved on an amendment it affects the amendment only. It does not prevent the mover of the original motion exercising his or her right of reply (23).
Adjournment Motions	35.	Any member who has not already spoken, including the person currently speaking, may move the adjournment of the debate. Any member may move the adjournment of the meeting, or "that the Chairperson leaves the chair". The two adjournment motions may be amended, but only as to time and place, and may not be moved again until a reasonable time has elapsed.
Voting	36.	Voting shall be by the voices or by show of hands except where a ballot is specified in the Rules.
Casting Vote	37.	The Chairperson shall have both a deliberative and a casting vote but is not bound to exercise them. Where voting is equal he or she may declare the motion "not carried". This will not debar the motion from being debated again at the next meeting.
Resolve into Committee	38.	A motion "that the meeting resolve itself into committee", if carried releases the restriction on the number of times a member may speak to a question.