

ASSOCIATIONS INCORPORATION ACT 1984

Section 10 (1)

New South Wales



CORPORATE AFFAIRS COMMISSION

CERTIFICATE OF INCORPORATION

Registered No: Y 01084-10

This is to certify that **Kurnell Catamaran Club Incorporated**

is on and from the seventeenth day of December 1986

incorporated under the **ASSOCIATIONS INCORPORATION ACT, 1984**

Given under the seal of the Corporate Affairs Commission at Sydney,

This seventeenth day of December 1986

[Stamped and signed on Original]

A person authorised by the Corporate Affairs
Commission of New South Wales

OBJECTS AND RULES
OF
KURNELL CATAMARAN CLUB

Note: The page numbers in this document do not necessarily match up with the page numbers of the printed original copy of the constitution due to updates to the Rules and Objects since the original print and the limitations of the word processing package used.

INDEX

1	TITLE.....	4
2	CLUB COLOURS	4
3	OBJECTS.....	4
4	MEMBERSHIP	4
5	MEMBERSHIP CLASSIFICATIONS	5
6	GENERAL MEETINGS	7
7	CLUB COMMITTEES	8
8	SELECTION OF COMMITTEE MEMBERS	10
9	FINANCE.....	10
10	TRUSTEES	11
11	ALTERATIONS TO THE OBJECTS AND RULES	11
12	APPLICATION OF PROPERTY ASSETS AND INCOME.....	11
13	DISSOLUTION	11
14	INDEMNITY	12
15	DATE OF OPERATION OF OBJECTS AND RULES	12

INTERPRETATIONS

"The Act" means the Associations Incorporation Act, 1984.

"The Regulation" means the Associations Incorporation Regulation, 1985.

OBJECTS AND RULES OF KURNELL CATAMARAN CLUB INCORPORATED

1 TITLE

The name of this body shall be KURNELL CATAMARAN CLUB INCORPORATED and shall herein be referred to as the "CLUB".

2 CLUB COLOURS

The Club flag shall be a triangular pennant dived into four (4) equal portions of alternating light blue and white superimposed on which shall be the letters K.C.C. in black.

3 OBJECTS

- (a) To promote and encourage interest in the sport of sailing and racing of catamarans.
- (b) To promote and encourage physical fitness and good fellowship among those interested in catamaran sailing.
- (c) To assist, encourage and educate Members of the Club towards the enjoyment of sailing.
- (d) To affiliate and co-operate with the Yachting Association of Australia and the Associations or Authorities of all boat classes represented in the Club, together with other organisations having objects and interests similar to the Club.
- (e) The Club shall not promote politics or sectarianism.

4 MEMBERSHIP

4.1 Eligibility

Any person interested in catamaran sailing shall be eligible to apply for membership.

4.2 Application for Membership

- (a) All applications for membership will be in writing, containing as a minimum, the information set out on the form in Appendix D to these Rules and shall be nominated by a Member of the Club; and
- (b) Shall be lodged with the Secretary.
- (c) As soon as practicable after receiving the nomination, the Secretary shall refer the nomination to the Committee which shall determine whether to approve or reject the nomination.
- (d) Where the Committee determines to approve the nomination, the Secretary shall notify the nominee of that approval and request the nominee to pay (should they have not tended the relevant fees with their application) within 28 days of such notification, the sum payable as a joining fee and annual subscription, the amount of which shall be determined by the Committee from year to year. If the Committee has rejected membership, the nominee shall be informed in writing and if they have pre-paid any joining fee or annual subscription, that shall be refunded in full within 28 days of such notification.
- (e) The Secretary shall on receipt of the amounts specified in 4.2 (d), enter the nominee's name in the register of Members and upon the name being entered, the nominee becomes a Member of the Club.

4.3 Membership Renewal

- (a) Annual Subscriptions shall become due on the 1st of June each year and shall be paid no later than the 30th of July that year.
- (b) Late renewals shall be subject to a levy of a maximum of 50% of the joining fee. Such levy may be waived at the discretion of the Management Committee after consideration of each case on its merits.
- (c) Application for renewal shall be made on a form, containing as a minimum the information set out in appendix D. The form shall be available from a location and by method(s) determined by the Committee.

4.4 Members Liabilities

The liability of a Member to contribute towards the payment of the debts and liabilities of the Club or the costs, charges and expenses of the winding up of the Club is limited to the amount, if any, unpaid by the Member in respect of membership of the Club as required by Rule 4.2 (d) or 4.3(a).

4.5 Membership Rights not Transferable

A right, privilege or obligation which a person has by reason of being a member of the Club -

- (a) is not capable of being transferred or transmitted to another person; and
- (b) terminates upon cessation of membership.

5 MEMBERSHIP CLASSIFICATIONS

Members of the Club shall be divided, for purposes of voting entitlement and Annual Subscription rate fixing, into the following classifications:-

5.1 Adult Membership

Any person 18 years or over and not being a full time student at a recognised College or University. Such Members are entitled to full voting rights at the Club meetings except Committee Meetings.

5.2 Associate Membership

Any person or family having the objects of the Club foremost yet not wishing to actively engage in the organised racing program of the Club.

Associate Members shall not be entitled to hold office or vote at meetings of the Club and may only take part in the proceedings at such meetings by agreement of a majority of financial Members present and voting.

5.3 Student Membership

Any person 18 years or over being a full time student at a recognised College or University. Such Members are entitled to full voting rights at all Club meetings except Committee Meetings.

5.4 Family Membership

One or two adults and their children under the age of 18 years living as a family. Family entitles both adults to full voting rights at all Club general meetings.

5.5 Junior Membership

Any person under the age of 18 years who is not covered under the terms of Family Membership.

Junior Members shall not be entitled to hold office or vote at meetings of the Club and may only take part in proceedings at such meetings by agreement of a majority of financial Members present and voting.

5.6 Honorary Membership

Such membership shall be extended to all elected Patrons of the Club during the current term of office and may at the discretion of the Committee, be conferred on any eligible visitor for a period of one calendar month.

5.7 Life Membership

Members may be proposed for election to Life Membership on the recommendation of the Executive Committee. Only a properly constituted Annual General Meeting on a 75% majority vote of the membership present entitled to vote and voting in secret ballot, may appoint a person to honorary Life Membership.

Such Memberships shall only be conferred in recognition of active service rendered over a period in excess of 10 years in promoting the interests and objects of the Club.

Members so appointed shall be entitled to full adult membership rights and free membership.

5.8 Termination of Membership

Voluntary Resignation: Any Member may voluntarily resign from the Club by submitting notice of such resignation in writing to the Club Secretary.

5.9 Disciplining of Members

5.9.1 Where the Committee is of the opinion that a Member of the Club -

- (a) has persistently refused or neglected to comply with a provision or provisions of these Rules; or
- (b) has persistently and wilfully acted in a manner prejudicial to the interests of the Club,

the Committee may, by resolution -

- (c) expel the Member from the club; or
- (d) suspend the Member from membership of the Club for a specified period.

5.9.2 A resolution of the Committee under Clause 5.8.1 must, at a meeting held not earlier than 14 days and not later than 28 days after service on the Member of a notice under Clause 5.8.3 be confirmed in accordance with this Rule.

5.9.3 Where the Committee passes a resolution under Clause 5.8.1, the Secretary shall, as soon as practicable, cause a notice in writing to be served on the Member -

- (a) setting out the resolution of the Committee and the grounds on which it is based;
- (b) stating that the Member may address the Committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
- (c) stating the date, place and time of that meeting; and
- (d) informing the Member that the Member may do so either or both of the following:
 - (i) attend and speak at that meeting;
 - (ii) submit to the Committee at or prior to the date of that meeting written representations relating to the resolution.

5.9.4 At a meeting of the Committee held as referred to in Clause 5.8.3, the Committee shall

- (a) give to the Member an opportunity to make oral representations;
- (b) give due consideration to any written representations submitted to the Committee by the Member at or prior to the meeting; and
- (c) by resolution determine whether to confirm or to revoke the resolution.

5.9.5 Where the Committee confirms a resolution under Clause 5.8.4, the Secretary shall, within 7 days after that confirmation, by notice in writing inform the Member of the fact and of the Member's right of appeal under Rule 5.9.

5.9.6 A resolution confirmed by the Committee under Clause 5.8.4 does not take effect -

- (a) until the expiration of the period within which the Member is entitled to appeal against the resolution where the Member does not exercise the right of appeal within that period; or
- (b) where within that period the Member exercises the right of appeal, unless and until the Club confirms the resolution pursuant to rule 5.9.4.

5.10 Right of Appeal of Disciplined Member

5.10.1 A Member may appeal to the Club in General Meeting against a resolution of the Committee which is confirmed under Rule 5.8.4 within seven (7) days after a notice of the resolution is served on the Member, by lodging with the Secretary a notice to that effect.

5.10.2 Upon receipt of a notice from a Member under Clause 5.9.1., the Secretary shall notify the Committee which shall convene a General Meeting of the Club to be held within 21 days after the date on which the Secretary received the notice.

5.10.3 At a General Meeting of the Club convened under Clause 5.8.2 -

- (a) no business other than the question of the appeal shall be transacted;
- (b) the Committee and the Member shall be given the opportunity to state their respective case orally or in writing, or both and
- (c) the Members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

5.10.4 If at the General Meeting the Club passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

5.11 Retention of Subscriptions

Any person upon ceasing to be a Member of the Club for any reason whatsoever shall not be entitled to the return of the whole or any portion of his or her Annual subscription unless in the opinion of the Committee the withholding of such subscription would create genuine hardship.

5.12 Register of Members

- (a) The Secretary shall establish and maintain a register of Members specifying the name and address of each person who is a Member, together with the date on which the person became a Member.
- (b) The register shall be kept by the Secretary at the Club premises and shall be available for inspection, free of charge, by any Member at any reasonable hour.

5.13 Common Seal

- (a) The Common Seal of the Club shall be kept in the custody of the Secretary.
- (b) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of 2 Members of the Executive Committee (Appendix C) or of 1 Member of the Executive Committee and of the Secretary.

6 GENERAL MEETINGS

6.1 Quorums

The quorum for an Annual, Special or Ordinary General Meeting shall consist of nine (9) financial Members or 10 percent (10%) of the financial Membership, whichever number is the least.

If a quorum has not been established within thirty (30) minutes of the published opening time, the meeting shall lapse.

6.2 Annual General Meeting (AGM)

The AGM shall coincide with the last day of sailing unless otherwise decided upon by the Committee. In any event, Members shall be given at least fourteen (14) days prior notice in writing of the time and date, along with a copy of the agenda.

The AGM shall be conducted not more than one month after the final race of the season as published in the race calendar or by 30th June, whichever is the earlier.

6.3 Special General Meetings

Such meetings may be called at the request of the President or Secretary or upon written request to the Secretary specifying the business for discussion, by not less than five (5) Committee or ten (10) ordinary financial Members of the Club.

These meetings shall be held within thirty (30) days of such requests and all Members shall be notified in writing specifying the business to be discussed, not less than ten (10) days before the meeting.

6.4 Ordinary General Meetings

Ordinary General Meetings of the Club shall be convened in March, September and December of each year.

All Members shall be given fourteen (14) days notice in writing of such meetings.

Such meetings shall be:

- (a) held at Club premises;
- (b) timed to coincide with a normal Heat race day in those months;
- (c) opened at 10am sharp and closed at 11am sharp except in cases where, by a majority agreement of the Members present, a time extension shall be allowed to complete unfinished business.

6.5 Chairman

The Club President shall be Chairman at all General Meetings. Should the President be absent, then the Vice President shall assume the Chair.

Should both the President and the Vice President be absent, then a Chairman shall be appointed from the financial Members present by a show of hands majority count.

The Chairman's decision shall be final on all "points of order".

The Chairman shall have a deliberative vote only and in the event of a tied vote, the motion will lapse.

The Chairman shall conduct all meetings under the Common Law Rules of Debate.

6.6 Eligibility to Vote

Only financial Members present in person shall be entitled to vote.

No proxy votes will be recognised at a General Meeting.

6.7 Order of Business

The order of business at General Meetings shall be set down in Appendices A or B, as applicable to these Rules.

6.8 Non Receipt of Notice of Meeting

Failure by any Member to receive any written notice required by these Rules shall not invalidate or affect any proceedings at such meetings.

7 CLUB COMMITTEES

7.1 Executive Committee

The business and affairs of the Club shall be under the control of an Executive Committee (The Executive) elected at the AGM and which shall consist of the following Officers of the Club, any three of whom shall constitute a quorum:

President
Vice President
Secretary
Treasurer
Race Secretary

If a quorum is not present the meeting shall be deferred to a date to be fixed.

The Executive shall, subject to the decisions made at the General Meeting, exercise all of the powers of the Club and shall do all such acts and things as should and may be done and which it considers necessary or expedient to carry out the objects of the Club.

The Executive shall, in the normal course of operations, act in conjunction with all the Members of the General Committee of which it forms a part, however, in matters requiring urgent attention the Executive shall take all necessary action and shall report such actions to the General Committee at the earliest opportunity.

7.2 General Committee

The General Committee shall assist the Executive in the day to day operation and control of routine Club business and shall consist of The Executive and twelve (12) other Members of the Club, elected at the AGM or as otherwise provided herein. At least one member of The Executive plus any four (4) members of the General Committee shall represent a quorum.

If a quorum is not present the meeting shall be deferred to a date to be fixed.

The General Committee shall meet at least once a month or more often as may be required, to conduct the business of the Club.

7.3 Sub Committees

The General Committee shall have the power to delegate any of its powers to Sub-Committees set up to deal with particular matters. Such Sub-Committees shall be empowered to operate only within the limits of specific Terms of Reference to be laid down by the General Committee when the Sub-Committee is set up.

The President and Secretary shall be members ex-officio of all Sub Committees.

7.3.1 As per Rule 7.3 of the Objects and Rules, a Sub Committee be formed organise and administer a Cruising Division within the Kurnell Catamaran Club for the benefit of Multihulls with sleeping accommodation.

7.3.2 That it be put on record that Trimarans be accepted by the Kurnell Catamaran Club Inc. ie They be accorded the status of Honorary Catamaran. Method to be decided by Committee.

7.4 Committee Vacancies

Any vacancies occurring either as a result of failure of the AGM to fill a position or resignation of an elected Member, may be filled by the Committee by appointment of a financial Member of the Club. A Member so appointed shall hold office for the unexpired portion of the current term.

7.5 Chairman of Committees

The President shall be the Chairman at all Committee Meetings.

In the absence of the President, the Vice President shall take care the chair and in the absence of both, a Chairman will be appointed from those Members present.

The Chairman shall have a deliberative vote only. In the event of a tied vote the motion shall lapse.

7.6 Vacation of Office

Any Committee Member wishing to resign shall do so by giving written notice to the Secretary.

A Committee Member who, without reasonable excuse, absents himself from three (3) consecutive committee meetings of the General Committee, shall also be deemed to have vacated his position.

7.7 (a) Where the "Objects and Rules of Kurnell Catamaran Club Incorporated" state that a specific object or rule must be carried out by a specific member of the Executive Committee. If that member is not available due to vacation of position, illness, accident, death or other incapacitation which prevents them from performing their duties, the rule or object is

considered to have temporary amendment such that any member of the Executive may perform the duty until the end of the current Committee's term.

(b) Where the "Objects and Rules of Kurnell Catamaran Club Incorporated" state that a specific object or rule must be carried out by a specific member of the Executive Committee. If that member is temporarily unavailable they may delegate their responsibilities to another member of the Executive and provided that member accepts the delegation and provided the original Executive Member informs at least two (2) members of the Executive of the delegation, then the rule or object is considered to have temporary amendment such that the delegate may perform the duty until the end of the delegation period or the end of the current Committee's term, whichever is the earlier.

8 SELECTION OF COMMITTEE MEMBERS

8.1 Nominations

Nominations for election to Committee shall be in writing and signed by the Nominee, the Proposer and a Secunder and shall be submitted to the Club Secretary not later than seven (7) days prior to the AGM.

Nominees, Proposers and Seconders shall be financial Members of the Club.

Nominations will be called for at the AGM only for those positions for which no written nomination has been received or where only one (1) written nomination has been received.

8.2 Election

Contested Committee positions will be subject to a secret ballot of the financial Members present and voting thereon at the AGM.

No ballot shall be required where there is only one (1) nomination for a position.

9 FINANCE

9.1 Financial Year

The financial year shall be from 1st March to the last day of February.

9.2 Financial Accounts

All monies of the Club shall be paid into accounts of the Club at such Financial Institutions as the Committee may from time to time direct.

9.3 Funds - Source

The funds of the Club shall be derived from entrance fees and annual subscriptions of Members, donations and subject to any resolution passed by the Club in a General Meeting, such other sources as the Members determine.

9.4 Management of Funds

Subject to any resolution passed by the Club at a General Meeting, the funds of the Club shall be used in pursuance of the objects of the Club in such manner as the Committee may determine.

9.5 Withdrawal of Monies

Monies may be only be drawn from the club's accounts by the following methods:

- a) Cheque signed by any two signatories authorised by the committee,
- b) By any other legal electronic banking or similar method (e.g. Direct Debit, Electronic Transfer, BPAY etc), but only if the person or institution performing the method has been authorised by both the Treasurer AND a passed resolution at a Committee Meeting. Such methods shall have the dollar amount capped to a set limit included in the resolution passed

at the Committee Meeting. This set limit may only be exceeded by a new resolution at a Committee Meeting already scheduled or specifically convened for that purpose.

9.6 Custody of Books

Except as otherwise provided by these Rules, the Secretary shall keep in his or her custody all records, books and other documents relating to the Club. Such records, books and other documents shall be available for inspection, free of charge, by a Member at any reasonable hour.

9.7 Audit of Books and Accounts

The books and accounts of the Club shall be audited annually by an Auditor appointed by the Annual General Meeting.

9.8 Annual Financial Report

The Annual Report and Audited Financial Statement shall be submitted to Members at the AGM.

9.9 Insurance

The Club shall effect and maintain insurance pursuant to Section 44 of the Act and in addition may effect and maintain other insurance.

10 TRUSTEES

The Members of the Executive Committee of the Club for the time being shall be deemed to be the Trustees of the Club, to hold any property real and personal belonging to the Club.

11 ALTERATIONS TO THE OBJECTS AND RULES

These Objects and Rules shall not be altered, added to, varied or repealed unless:

11.1 (a) Special resolutions of any such intentions have been submitted in writing to the Club Secretary at least twenty one (21) days prior to an AGM or a meeting specifically convened for that purpose;

AND

11.1 (b) All Members are notified of the contents of such special resolutions at least twenty one (21) days prior to the AGM or meeting specifically convened for that purpose;

AND

11.1 (c) Such special resolutions have been subjected to Secret Ballot of the financial Members present at the AGM or meeting specifically convened for the purpose of voting thereon and shall be carried only if three quarters (75%) of the votes cast are in favour of such alteration, variation, addition or repeal.

12 APPLICATION of PROPERTY ASSETS AND INCOME

The property assets and income of the Club, wherever derived, shall be applied towards the promotion of the objects of the Club, and no portion thereof shall be paid or transferred either directly or indirectly by way of dividend, bonus or otherwise by way of profit to Members generally of the Club. Provided that nothing herein contained shall prevent the payment on good faith of remuneration to any Officers or servants of the Club or any Member in return for services actually rendered, nor prevent the payment of interest on money borrowed from any Member of the Club.

13 DISSOLUTION

The Club may be dissolved should the Members of the Club in Annual General Meeting or Special General Meeting decide by majority of three fourths (75%) of those present and entitled to vote, so to do. ALL FINANCIAL MEMBERS SHALL BE NOTIFIED AT LEAST TWENTY ONE (21) DAYS PRIOR TO THE MEETING AT WHICH A MOTION OF DISSOLUTION WILL BE PUT. In the event of dissolution the Club's assets will be realised and liabilities paid, and any balance remaining shall either be paid to or applied for the benefits of any association having objects similar to those of this Club.

14 INDEMNITY

The Trustees and all financial Members of the Club shall when authorised to act for and on behalf of the Club, be indemnified by the Club to the extent that the Club shall pay all costs, losses or expenses which may be incurred by reason of any actions taken on behalf of the Club, unless it be proven that such actions were taken in fraud or bad faith. The amount of such indemnity shall attach as a lien on the property of The Club.

15 DATE OF OPERATION OF OBJECTS AND RULES

These shall be the only Objects and Rules of the KURNELL CATAMARAN CLUB INCORPORATED and shall come into force forthwith (ie 17/12/86) and came into force on the 17th December, 1986, revised and reprinted August 1998, revised 5th May 2002, revised 20th October 2002.

Revision History.

DATE	TOPIC	TYPE
17 December 1986	Original	
August 1998	revised and reprinted	
5 May 2002	4.2 a), d) Application for membership	Altered
	6.2 Annual General meeting	Altered
	7.2 General committee	Altered
	7.7 a), b) Objects & rules	Added
	8.1 Nominations	Altered
	Appendix C Officers And Auxiliaries for Election	Altered
20 October 2002	4.3 c) Membership renewal.	Altered
	5.3 Family membership.	redefined
	9.5 b) Withdrawal of moneys	added
	Appendix D	Altered

APPENDIX A

ORDER OF BUSINESS AT THE AGM

1. Apologies
2. Minutes of the previous AGM (It is suggested that these be reproduced and circulated to Members with the Notice of AGM and that they be taken as read in order to save valuable time at the AGM)
3. Business arising from the Minutes
4. Correspondence in and out pertaining to the AGM and Business Arising therefrom
5. Annual Reports (It is again suggested that these be circulated to Members with the Notice of AGM and that they be taken as read)
6. Business arising from the Reports.
7. Election of Returning Officer. (This should also include the appointment of one or more assistants or scrutineers)
8. Retirement of Outgoing Committee
9. Election of Incoming Committee Members.
10. Motions on Notice
11. General Business pertaining to the AGM.

APPENDIX B

**ORDER OF BUSINESS AT
ORDINARY GENERAL MEETINGS
AND
GENERAL COMMITTEE MEETINGS**

1. Apologies
2. Minutes of previous Meeting
3. Business arising from minutes
4. Correspondence in and out and business arising therefrom
5. Treasurer's Report
6. Accounts for Payment
7. Reports from Officers and Committees
8. Motions on Notice
9. General Business

APPENDIX C

**OFFICERS AND AUXILIARIES FOR ELECTION AT
ANNUAL GENERAL MEETING**

OFFICERS TO BE ELECTED AT THE AGM

President))
Vice President) Executive)
Secretary) Committee)
Treasurer))
Race Secretary))
))
Assistant Secretary))
Assistant Treasurer))
Assistant Race Secretary) General)
Publicity Officer) Committee)
Social Secretary))
Canteen Manager))
Boat Captain))
Editor))
Cruising Division Delegate))
Equipment Officer))
Delegate 1))
Delegate 2))

AUXILIARY POSITIONS (appointed as required by General Committee)

Web Master
Green Keeper
Division 1 Captain
Division 2 Captain
Division 3 Captain
YA Equipment Auditor

Patrons (minimum of 1)

Auditor

APPENDIX D