

Notice of Motion to amend the Constitution to revise the provisions for a General Meetings of Members to consider disposal of the Club property

In accordance with clause 14(a) of the constitution of the Claremont yacht Club (Inc.), I hereby give notice that, on behalf of the General Committee, I will move the following motion to be adopted by the members present and entitled to vote at the Half Yearly General Meeting of Members of the Club, to be held in the Clubhouse on Thursday 21st March 2019.

Explanation:

The recent Special General Meeting of Members held in September 2018, to consider a proposal to redevelop the Club's property, raised questions about the application of Clause 18 which governs the process required to consider a motion to sell all, or part, of the Club's freehold land. The principal questions asked were: whether absentee votes form part of the quorum for such a meeting; and whether the meeting would be postponed to the following week if a quorum was not present on the advertised day; such a postponement is allowed for General Meetings of Members under clause 9 (d) of the constitution. These amendments make it clear that neither of these provisions apply and seek to remove any potential ambiguities in the application of Clause 18. These revisions also ensure that a notice period of 8 weeks is preserved for a Special General Meeting of Members to consider motions about the sale of the Club's land.

MOTION 2: That the Constitution of the Club be amended by deleting Clause 18 and replacing it with the following:

"18. Club Property

- (a) In this clause "**Eligible Voting Member**" means a Member who is eligible to exercise at least one vote at General Meetings.
- (b) No part of the freehold property of the club being Swan Locations 718 and P241 and being Lot 14 the subject of Diagram 78375, as described in the Title, 4 Victoria Avenue Claremont shall be sold or otherwise disposed of in part or whole unless so resolved at a Special General Meeting convened and held as follows:
 - (i) The Members must be given at least 8 weeks' notice of the meeting.
 - (ii) The notice must specify that the Meeting is being convened under this clause.
 - (iii) The only business to be considered at the meeting is the proposed sale or disposal.
 - (iv) The quorum for the meeting is fifty percent of all Eligible Voting Members.
 - (v) The resolution can only be carried by an affirmative vote of at least seventy five percent of the Eligible Voting Members present.
- (c) If a quorum of Eligible Voting Members as set out in sub clause (b)(iv) is not present within half an hour of the advertised start time of the Meeting then, whether or not a quorum is subsequently achieved:
 - (i) the Meeting is automatically deemed dissolved at the expiration of the half hour period and all proposed resolutions the subject of the notice convening the Meeting are deemed to have been abandoned;
 - (ii) without limitation to paragraph (c)(i), any motions purported to be put at the Meeting and any resolutions purported to be carried at the Meeting are deemed to be of no effect and do not bind the Club or any Member or other person; and
 - (iii) the proposed resolutions the subject of the notice convening the Meeting can only be put forward at a further Special General Meeting convened and held in accordance with sub clause (b).

(d) This clause 18 applies in its terms notwithstanding anything else in this Constitution.”

Moved:

Bill MacLeod,

Bill MacLeod on behalf of the General Committee