

## Notice of Motion to amend the Constitution to revise the provisions for calling General Meetings of members and for proposing amendments to the Constitution and Rules.

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 21<sup>st</sup> March 2019.

### Explanation:

These amendments reduce the minimum period of notice that must be given to members prior to AGM & HYGM to 6 weeks. For Special General Meetings (SGM) the period of notice is reduced to 4 weeks. The current notice period for a SGM is excessive given that a SGM can only be held to consider the issue(s) which are identified in the notice. Issues to be considered at a SGM are most likely to require to be dealt with relative quickly. Additionally, all of the information to be considered at a SGM must be sent to members at least two weeks in advance of the meeting and the purpose of the meeting must be identified in the initial notice. The provision for a 4 week notice period for a SGM to hear an appeal by a members against his/her expulsion will be deleted, such appeal is proposed to be accommodated under clause 16 "Disputes".

These amendments will revise the timeframes and process for motions to change the Rules be the same as is currently required for motions to change the Constitution. Notices of motions to change both the Constitution and the Rules will need to be lodged with the Club and distributed to members 4 weeks prior the meeting of members at which they are considered. Motions to amend those notices of motions will need to be lodged with the Club and sent to members 2 weeks prior to the meeting. This will allow members to consider proposed amendments to motions prior to the meeting. Provisions for other notices of motion and reports remain unchanged, except that these cannot be lodged with the Club and circulated to members later than 14 days prior to the meeting.

A specific provision for 8 week's notice to be given of a SGM to consider sale of the Club property has been incorporated into the proposed amendment of clause 18 "Club Property".

These revised provisions remove ambiguity about the requirement to inform members of notices of motion which propose amendments to the Constitution and Rules. These revisions also ensure that all members are informed of proposed amendments to such notices of motion.

**MOTION 3:** That the Constitution be amended by the changes to Clauses 9 and Clause 14 as below by deleting the words which are in ~~red and struck through~~ and inserting the words which are in blue and underlined.

### "9. Meetings

#### (a) Annual General Meetings:

The Members must be given at least ~~eight~~ six weeks' notice of the dates of Annual and Half Yearly General Meetings. Unless otherwise advised by the General Committee the Annual General Meeting of Members will be held on the third Thursday of September and the Half Yearly General Meeting will be held on the third Thursday of March but in any case these meetings must be held within three month and nine months (respectively) of the close of the Club financial year.

#### (b) Special General Meetings:

All other meetings of Members shall be Special General Meeting(s) and shall be called by the ~~Club Manager~~ Vice Commodore when so directed by the General Committee or on the requisition of The Commodore or on the written requisition of at least 10% of Members who are entitled to vote at a General Meeting. Such requisition will, ~~except as provided below,~~ provide the Members with at least ~~eight~~ four weeks' notice of the date of the Special General Meeting and the notices calling any Special General Meeting must set out the business to be considered at the Meeting, and no other business shall be dealt with at that Meeting. ~~For a Special General Meeting requisitioned to consider a Member's appeal against expulsion the period of notice is reduced from eight weeks to a minimum of four weeks.~~

#### (c) Reports and Notices of Motions:

Commodores, Committees and Treasurer's Reports and Notices of Motions including Motions presenting

budgets, capital expenditure forecasts and the approval of any borrowings or the funding of capital works for consideration at General Meetings are to be submitted in writing and will be displayed at the Club premises and circulated to all Members at least two weeks prior to the date of the Meeting. ~~If any Report or Notice of Motion is not circulated or not circulated on time then the General Meeting will decide by a simple majority vote of attending Members entitled to vote whether or not the Report or Notice of Motion will be considered at that Meeting.~~

(d) Quorums:

The numbers necessary to form a quorum shall be respectively:-

- (i) General Meetings – 25 Members entitled to vote and present in person
- (ii) General Committee Meetings – five General Committee Members
- (iii) Other Committees and sub-committees - three Committee Members

14. Miscellaneous

(a) Amendment of Constitution and Rules:

- (i) Subject to sub clause 14(a)(iv), this Constitution may be amended by a General Meeting of Members upon notice of any such amendment as a ~~proposed special resolution~~ Notice of Motion being given to the Club for the attention of the ~~Club Manager~~ Vice Commodore by no later than 12.00 noon on the day which is four weeks before the date of such meeting.
- (ii) A copy of any notice duly received under sub clause 14(a)(i) is to be displayed in a prominent place at ~~on~~ the Club premises visible to all members and sent to all members by no later than 5:00 pm on the day which is 14 days prior to ~~until~~ the date of the General Meeting at which the ~~proposed amendment~~ Notice of Motion is to be considered.
- (iii) No subsequent amendments shall be made to any proposed amendment to the Constitution or Rules before its submission to the Members at the General meeting for resolution, except for notice(s) of amendment to the Notice of Motion ~~amendment~~ being given to the Club to the attention of the ~~Club Manager~~ Vice Commodore in writing by no later than 12.00 noon on the day which is 14 days prior to the date of the General Meeting. A copy of the notice(s) of an amendment to the Notice of Motion ~~amendment~~ will be displayed in a prominent place at ~~on~~ the Club premises visible to all members and sent to all members by no later than 5:00 pm on the day which is 14 days prior to the date of the General Meeting.
- (iv) This Constitution may be amended ~~No amendment shall be made to this Constitution save~~ by a special resolution being passed by a majority vote of not less than ~~three fourths~~ 75% of the Members present and entitled to vote at the Meeting and those approved absentee voters who have cast a legitimate vote in accordance with the provisions of sub clause 9(g) of this Constitution.
- (v) ~~Subject to sub clause 14(b)(iii), a~~ A General Meeting may, subject to this Constitution make or amend Rules binding upon all Members ~~upon a motion by a resolution being passed~~ carried by a simple majority of ~~voting Members present.~~ the Members present and entitled to vote at the Meeting and those approved absentee voters who have cast a legitimate vote in accordance with the provisions of sub clause 9(g) of this Constitution.
- (vi) Within one month after Members have voted to alter the Constitution to the Club, the Club Manager shall provide to the relevant authorities overseeing club liquor licensing and incorporations, certified particulars of the change proposed. No effect will be given to the change until it has been approved by the director of the liquor licensing authority and pursuant to applicable legislation relating to incorporations of Associations.

~~(b) — Rules:~~

- ~~(i) — Subject to sub clause 14(b)(iii), a General Meeting may, subject to this Constitution make rules binding upon all Members upon motion carried by a simple majority of voting Members present.~~
- ~~(ii) — Rules may be added to, amended or deleted by a Notice of Motion being given to the Club for the attention of the Club Manager fourteen days before the date of the General Meeting next following such notice. Amendments to Notices of Motion to add to, amend or delete rules may be presented at the General Meeting that considers the Notice of Motion.~~
- ~~(iii) — Within one month after Members have voted to alter a Rule of the Club, the Club Manager shall provide to the relevant authority overseeing club liquor licensing and incorporations, certified~~

particulars of the change proposed. No effect will be given to the change until it has been approved by the director of the liquor licensing authority and pursuant to applicable legislation relating to incorporation of Associations where those approvals are required.

~~(c) — By Laws:~~

~~The General Committee may, subject to this Constitution make By-Laws upon motion carried by a simple majority of Members present and voting at any General Committee Meeting."~~

**Moved:**

*Bill MacLeod,*

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Bill MacLeod on behalf of the General Committee