



# Changes to the OCBC Constitution

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All OCBC Members are advised that at the Club's Annual General Meeting, scheduled to be held in the Orere Community Hall on Sunday 13<sup>th</sup> September, the Committee propose that a **Special Resolution relating to changes the Club's Constitution** be considered, and if thought fit, passed by the members in attendance and entitled to vote at the meeting.

The Special Resolution states:

***That the Constitution of the OCBC be altered and updated as approved and presented by the Committee of the Club.***

The OCBC Committee approve and strongly endorse these changes to our club's guiding rules. We believe they are important for the future progress of the OCBC and so ask all Members to consider these and to vote on their adoption – or otherwise – at the club's upcoming AGM.

## Here's what this is all about:



### INTRODUCTION

- A club's constitution is one of the most important documents a club has. It is effectively the contract between a club, its committee and the Members. A constitution should be an up-to-date working document, and will often be the first port of call in working out how to resolve an issue with Members.
- It is important that the constitution reflects the role and purpose of any organisation and the way the organisation functions. For these reasons it is vital that any constitution is able to be reviewed and updated if necessary.
- Some time back a sub-committee of the OCBC Committee was appointed to look at the OCBC Constitution and to suggest updates to make it a more appropriate guiding document for the Club. The sub-committee consisted of John Borkin, Steve Sachs and Tim Greene.
- The original OCBC constitution was adopted on the amalgamation of the Community and Boating organisations at OP. It has served the club well enough, however events of recent years indicate a need to look at updating, tidying and clarifying some aspects of this important pillar of the OCBC.





## OUR PROCESS

- The sub-committee sought qualified advice and reviewed a wide range of constitutions from incorporated societies, charity, sport and community organisations.
- The revised constitution has been reviewed and subsequently amended by a retired lawyer on behalf of the OCBC. The result is a constitution that will help guide the club in the years ahead.
- The Committee of the OCBC now, in accordance with Rule 7.g of the current OCBC Constitution, seeks the approval of Members at our forthcoming AGM, to adopt the revised OCBC Constitution.
- Copies of the current and proposed amended constitution will be available on the OCBC website - [www.orerepoint.com](http://www.orerepoint.com) - and at the Orere Point Library.



## KEY CHANGES ARE:

- A **revised series of Objects** (what we want to do/can do) to include the wider Orere environs, reflecting the Club's wish to comment on, or be concerned about, actions in the Firth/Hauraki Gulf and specifying the OCBC's role in representing the community to all manner of local authorities.
- **Membership** – we have formalised the Couple Membership (2 votes, not two x Member fee) and included a Junior (under 16) Membership category;
  - The revisions tidy up the area of **Admission of a Member**, and how we may, if necessary, remove someone as a Member (eg by bringing the OCBC into disrepute or non-payment of subscription by the end of the January following an AGM);
  - Included the provision for the Committee to maintain a **Register of Members** (required by law);
- **Governance** is really the area with the most changes. The revised Constitution:
  - Suggests the **Committee be between 6 and 12 Members** (6-15 Members in current constitution). It is generally considered that 9-10 is the most efficient and effective committee size;
  - Leaves **nominations for the Committee** as being taken at the AGM itself as at present (so not requiring written nominations in advance of the AGM);
  - Revises the **Appointment of Officers**. Of all the constitutions we reviewed, we are the only club or organisation that requires the Chair, Deputy Chair, Treasurer and Secretary to be decided by a public vote at the AGM. The revised constitution moves the OCBC to best practice in this regard which is to permit the new Committee to appoint its leaders at its first meeting. The Committee can then see what skills each person has and who may be best placed to act in the various leadership roles for the good of the club.
  - Another best practice we have incorporated into this revised constitution is to have the **Committee Member term be 2 years**, and to have half of the Committee retire by rotation each year. This allows for far greater continuity, and Committee Members who retire by rotation are of course able to stand again straight away and so remain on the Committee if they wish.



The existing constitution provides that all members of the Committee retire at the end of each year, but are eligible to stand again

- Also included is a mechanism to **remove a Committee Member** by resolution of 60% of the members of the Committee.
- **Financial Management** – Particularly as cheques are being phased out, we have specified that the Committee shall approve payment of all financial accounts, and subsequently all financial transactions must be made by two of the Committee's officers. The new constitution has also removed the requirement to appoint a dedicated Auditor at the AGM, resolving a conflict between Rules 7.a and 8.b of the existing constitution.

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These are the most significant of the changes to the OCBC Constitution which the Committee has considered and approved, and now seeks the endorsement of the club membership to adopt these.

The current and proposed constitutions are available for Members to view on, and can be downloaded from, the OCBC website [[www.orerepoint.com](http://www.orerepoint.com)], and copies will be available at the Orere Point Library and on the Community Noticeboard.

**Members must be in attendance at the upcoming Annual General Meeting in order to vote on the changes recommended to the OCBC Constitution.**

**Important note regarding Proxy votes:**

- Proxy votes to change the OCBC Constitution are not permitted under rule 7.g of the current constitution, despite rule 7.f indicating that proxies are valid for normal voting at the AGM.
- In order to ensure that any doubt is removed and the proposed resolution is validly passed (if that is the wish of Members) no proxy votes will be counted for or against the resolution to change the constitution.
- Additionally the existing rule 7.g provides that a 75% majority of financial Members present at the meeting shall carry a resolution changing the constitution. In theory there could be financial Members present at the meeting who choose not to vote upon the resolution. The proposed new constitution requires such a resolution to be passed by "*a two thirds majority of financial Members present and voting*". Note this is reduced from 75% to two-thirds.
- However it will be necessary at the current AGM for abstentions on this resolution to be counted to ascertain whether or not a 75% majority of Members present (as required by the current rules) may have carried the resolution.

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Have your vote on the OCBC constitutional changes  
**OCBC Annual General Meeting, Orere Point Community Hall**  
**10.30am, Sunday 13<sup>th</sup> September 2020**

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CONSTITUTION CHANGE  
ADVICE FOR OCBC MEMBERS