

## Orere Community & Boating Club (Inc) Constitution

1. The Club shall be called the **Orere Community and Boating Club (Incorporated) (OCBC)**.

### **2. REGISTERED OFFICE**

The Registered Office of the OCBC shall be at such place as the Committee from time to time determines.

### **3. OBJECTS:**

The objects of the OCBC shall be:

- 3.1 To serve and advance the interests and welfare of the people, community and rural settlement of Orere Point and its district and its environs (together hereafter called "Orere Point").
- 3.2 To lobby the appropriate Franklin Local Board and Auckland Council in the best interests of Orere Point.
- 3.3 To encourage the residents and visitors to take pride and appreciation in the conservation of Orere Point.
- 3.4 To promote and encourage safe boating and best maritime practices among all members of the OCBC.
- 3.5 To maintain and further the interests of recreational boating and fishing from Orere Point and in the Firth of Thames and wider Hauraki Gulf.
- 3.6 To organise and run fishing tournaments for the welfare of the OCBC and its members and in support of other community groups and organisations in Orere Point.
- 3.7 To cooperate with Auckland Council and other Councils in keeping Orere Point and the Firth of Thames in the best possible condition.
- 3.8 To coordinate and work with other community groups and organisations in Orere Point to achieve its objectives.

### **4. POWERS**

In pursuing the above objects the OCBC shall have the following powers:

- (a) To acquire, manage, sell or lease property or equipment
- (b) To borrow money, and to allow security or charge if that is required, to obtain money.
- (c) To organise voluntary or paid help in projects for the benefit of all.
- (d) To do anything incidental or conducive to achieving the objects, provided that in so doing no member shall gain any financial benefit from the OCBC except remuneration for goods and services or employment paid at a rate not exceeding the current market rate as agreed by the Committee.

### **5. MEMBERSHIP:**

5.1 The following categories apply to membership of the OCBC:

- (a) Member - Any person, on payment of the annual subscription, may be approved by the Committee as a Member of the OCBC.
- (b) Couple Membership – a couple (two people in a spousal relationship) residing at the same property are entitled to a Couple Membership, for an annual subscription lower than a subscription payable by two individual members and provides each person with full membership privileges and voting rights
- (c) Junior Member – Members aged sixteen (16) and under at the time of membership enrolment/renewal shall receive full membership privileges, excluding voting rights.
- (d) Honorary Life Member- Any person who is deemed by the committee to have rendered outstanding service to the OCBC and who is over the age of 65 years, may be elected as an Honorary Life Member at a general meeting upon a majority of two thirds of the members voting on such a resolution. Honorary Life Members shall have the full privileges of membership but shall not be liable for payment of annual subscriptions.

5.2 Admission of Members

- (a) To become a Member, an applicant must complete a membership application form, and supply any information the Committee requires to be able to approve the application.
- (b) The Committee may interview the applicant when it considers Membership applications.

- (c) The Committee shall have complete discretion when it decides whether or not to allow an applicant to become a Member. The Committee shall advise the applicant of its decision, and that decision shall be final.

### 5.3 Cessation of Membership

- (a) Any Member wishing to resign shall notify the Secretary in writing but the subscription shall not be refunded.
- (b) Any Member whose subscription remains unpaid by the end of the month of January following the start of the new club year (being from one AGM to the next) shall cease to be a Member.
- (c) The Committee may terminate membership where there is conduct injurious to the wellbeing or reputation of the OCBC.
- (d) Membership may be terminated in the following way:  
If, for any reason whatsoever, the Committee is of the view that a Member is breaching the Rules or acting in a manner which defames or brings the OCBC into disrepute or is inconsistent with the purposes of the OCBC, the Committee may give written notice of this to the Member ("the Committee's Notice"). The Committee's Notice must:
- Explain how the Member is breaching the Rules or acting in a manner which defames or brings the OCBC into disrepute or is inconsistent with the OCBC's purposes;
  - State what the Member must do in order to appeal and to remedy the situation; and state that the Member must write to the Committee within 7 days of the date of the Committee's Notice giving reasons why the Committee should not terminate the Member's membership;
  - State that if, within 14 days of the Member being legally deemed to have received the Committee's Notice, the Committee is not satisfied with the remedial action taken by the Member or the Member's written reasons for appeal, the Committee may in its absolute discretion immediately terminate the Member's membership.
  - Fourteen days after the Member is legally deemed to have received the Committee's Notice, the Committee may in its absolute discretion by majority vote terminate the Member's membership by giving the Member written notice ("Termination Notice"), which takes immediate effect.

### 5.4 Register of Members

The Secretary shall keep a Register of Members ("the Register"), which shall contain the names, the postal and email addresses and telephone numbers of all members, and the dates at which they became members.

### 5.5 Annual Subscription

The amount of the annual subscription for each category of membership and other membership charges levied by the OCBC shall be set by the Committee and any change will become effective at the date of the next AGM.

## 6. GOVERNANCE:

The following applies to governance of the OCBC.

- (a) **Committee** - a Committee consisting of at least six (6) but not more than twelve (12) Members elected at the Annual General Meeting (AGM) shall administer the affairs of the OCBC.
- (b) **Nominations for Committee:** All financial Members of the OCBC are eligible to be nominated to join the Committee when nominations are called for at the AGM. Nominations may only be accepted from financial Members, must be seconded by another financial member and must have the consent of the nominee. If more nominations are received than Committee positions available, then an election by those entitled to vote will be held at the AGM to fill such remaining vacancies.
- (c) **Appointment of Officers:** The new committee will at their first meeting elect a Chairperson

(Chair), Secretary and Treasurer (who may be one person) and a Deputy Chair. All members of the Committee shall be and remain financial Members of the OCBC.

- (d) **Committee's Term of Office** - Committee members shall be elected for a two-year term, with 50% of the Committee retiring by rotation each year. Retiring Committee members can offer themselves for re-election.
- (e) **Quorum**- 50% of the Committee members shall constitute a quorum at a meeting of the Committee.
- (f) **Meetings**: The Committee shall normally meet monthly or when summonsed by the Chair to attend a meeting.
- (g) **Minutes and Records**: The Committee shall keep accurate minutes and records of meetings.
- (h) **Sub-Committees**- The Committee may appoint sub-committees and delegate them such powers as it sees fit. One of the Chair, Deputy-Chair, Secretary and Treasurer shall be ex- officio members of all sub-committees. Individuals outside the Committee may be appointed to sub-committees. Sub-committee meetings should be minuted and subsequently ratified by the OCBC Committee. No sub-committee shall have control over the expenditure of money other than money given to it from time to time by the Committee.
- (i) **Vacation of Membership of the Committee**- Any person automatically vacates his or her position on the Committee if he or she: is absent from three consecutive meetings without leave; resigns by giving notice in writing to the Secretary; is removed by resolution of 60% of the members of the Committee. In the event of the Chair being removed, the Deputy Chair will take the position until the next AGM.
- (j) **Filling a Vacancy**- If there is a vacancy the Committee may co-opt a Member to (a) fill the vacancy until the next AGM, or for (b) a specified purpose.
- (k) **Financial Interest** - Where a committee member has a financial interest in any matter before the Committee, he/she shall declare an interest and withdraw from the discussion and voting.
- (l) **Indemnity** - All Committee members, officers and servants of the OCBC shall be indemnified by the OCBC against all personal losses and expenses incurred as a result of any action in the lawful discharge of their duties, except for willful acts or omissions.
- (m) **Legal Document and Authorities**. All legal documents shall be signed by two of the Chair, Deputy Chair, Secretary and Treasurer.

## **7. GENERAL MEETINGS:**

- (a) **Annual General Meetings** - The AGM of the OCBC shall be held within three months of the end of the financial year. The business transacted at the AGM shall include:  
Receipt of the Annual Report; Receipt of the Financial Statements; Election of the Committee;  
Approval of the annual subscription fees; Any other business.
- (b) **Special General Meeting**- A Special General Meeting may be called by the Committee or may be requested in writing signed by twenty (20) financial Members specifying the issues to be considered. Business at a Special General Meeting shall be confined to the matters defined on the notice of the meeting and the notice may incorporate a postal vote.
- (c) **Notices** - At least ten business days notice shall be given to all members of General Meetings.
- (d) **Quorum** - Twenty Members (20) shall constitute a quorum at General Meetings
- (e) **Voting** - Voting at General Meetings can be by voice, or by a show of hands, unless any 3 Members request a secret ballot. The Chair shall have a casting vote as well as a deliberative vote. No resolution agreed at a General Meeting shall be rescinded except at a General Meeting.
- (f) **Proxies** - A financial Member may appoint a proxy to vote at a General Meeting other than a resolution to change the constitution). An appointment of a proxy must be tabled before the commencement of the meeting.
- (g) **Changes to the Constitution** -The Constitution may be changed only by General Meeting. A two-thirds majority of financial members present at the meeting and voting shall carry a resolution changing the Constitution.

**8. FINANCIAL MANAGEMENT:**

The following applies to financial management of the OCBC:

- (a) **Control of Funds-** The funds of the OCBC shall be controlled by the Committee and shall be applied solely in the promotion of the objectives of the OCBC. The Committee shall approve payment of all financial accounts, and subsequently all financial transactions must be made by any two of the Chair, Deputy Chair, Secretary or Treasurer.
- (b) **Reports** The Treasurer and the Committee shall keep proper records of the OCBC financial transactions to allow the financial position to be readily ascertained. They shall prepare, or have prepared by an appropriately qualified person (independent of the Committee), the Annual Financial Statements for presentation at each AGM, which will be available to all financial members at least seven days before the AGM.
- (c) **Investments** - Surplus funds may be invested as determined by the Committee in any way authorised by New Zealand law for investment of Trust Funds.
- (d) **No Private Pecuniary Profit-** Nothing expressed or implied in the Constitution shall permit the activities of the members to be carried out for the private pecuniary profit of any individual.

**9. WINDING UP:**

If the Committee decides that the OCBC should be wound up, a Special General Meeting shall be called to confirm (by two thirds majority of financial members present at the meeting) that decision and to determine how surplus assets shall be disposed of. All surplus assets shall be transferred to an incorporated society or organisation reasonably deemed to have similar objects to those of the OCBC.

**10. FINANCIAL YEAR:**

The club's financial year for the club shall be from 1st July to the 30th June.