

PROPOSAL ONE

CLUB RULES | 2022 – Amendments only

Further to the planned review of the Club’s rules, out of date clauses have either been modernised or in some cases deleted. The intent is not to change the context of any rule. All other current rules remain unchanged. Of note this has been amended and reduced based on feedback from the original proposal presented for the 2021 AGM.

1.5 COMMITTEE

Current Rule

There shall be a “General Committee” (“the Committee”) consisting of the Flag Officers and ten other Members. Of such other Members, at least five when elected must be yacht owners.

Amend to

There shall be a General Committee (the Committee) consisting of the Flag Officers and ten Full Members – of whom at least five when elected must be yacht owners

1.6 EXECUTIVE OFFICERS

Current Rule

The Committee may from time to time appoint such other Executive Officers as it shall think fit to:

- I.6.1 Carry out such duties as the Committee may determine
- I.6.2 Hold office and be removable from office at the pleasure of the Committee. Such Officers may be paid such remuneration as the Committee may from time to time think fit.

Amend to

The Committee may from time to time appoint and/or remove other executive officers to;

- I.6.1 Carry out duties as the Committee may determine
- I.6.2 Hold office and be removed from office at the discretion of the Committee.
These Officers may be paid such remuneration as the Committee agrees to.

1.7 AUDITOR(S)

Current Rule

The Auditor(s) shall be appointed at the Annual General Meeting and shall be a Chartered Accountant or a firm of Chartered Accountants. Such Auditor(s) may be paid such remuneration as the Committee may from time to time fix.

Amend to

The Auditor shall be appointed at the Annual General Meeting and shall be a Chartered Accountant or a firm of Chartered Accountants. The Auditor may be paid such remuneration as agreed by the Committee.

1.8 ELECTION OF OFFICERS AND COMMITTEE

Current Rule

- I.8.5 Any vacancy in the office of Trustee shall be filled by the Committee.

Amend to

- I.8.5 Any vacancy in the office of Trustee shall be appointed by the Committee.

Current Rule

- I.8.9 To be eligible for the position of Flag Officer candidates shall have served on the General Committee for not less than two years.

Amend to

- I.8.9 To be eligible for the position of Flag Officer candidates shall have served on the General Committee for a minimum of two years.

1.14 POWERS OF COMMITTEE

Current Rule

- I.14.1 The Committee may appoint such Special Committee or individuals to act in special capacities as it shall consider advisable and may, by Regulations not inconsistent with the Rules of the Squadron, define, limit, extend, terminate, or vary the powers, duties and constitution of any Special Committee or individual appointed in accordance with this Rule.

Amend to

- I.14.1 The Committee may appoint a Special Committee or individuals to act in special capacities as it shall consider advisable and may, define, limit, extend, terminate, or vary the powers, duties and constitution of any Special Committee or individual appointed in accordance with this Rule.

Current Rule

Delete – not required

- I.14.5 A copy of all Regulations for the time being in force relating to Special Committees shall be kept in a public room in the principal premises of the Squadron and be available for inspection by the Members.

Current Rule

- I.14.6 Every Member on application to the Secretary shall be supplied free of charge with a copy of such of the Regulations then in force as he may require.

Amend to

- I.14.6 Every Member on application to the Secretary shall be supplied free of charge with a copy of the Rules and Regulations.

2.7 COMMITTEE MEETING

Current Rule

The Committee shall meet whenever it deems it necessary, or when summoned by a Flag Officer.

Amend to

The Committee shall meet whenever it deems it necessary, usually monthly, or when summoned by a Flag Officer.

2.8 NON-ATTENDANCE OF COMMITTEE MEMBER

Current Rule

Any Member of the Committee, except an ex officio Member, failing to attend three consecutive meetings shall cease to be a Member thereof, unless he shall have been granted leave of absence.

Amend to

Any Member of the Committee, except an ex officio Member, failing to attend three consecutive meetings shall cease to be a Member thereof, unless they have been granted leave of absence. Attendance may be in person, by phone or other electronic means.

2.9 CHAIRMAN

Current Rule

The Commodore, if present, shall preside at meetings of the Squadron and in his absence the senior Flag Officer present shall preside. If no Flag Officer is present, the Member who may be elected thereto by a majority of the Members present shall take the chair.

Amend to

The Commodore shall preside at General Committee meetings of the Squadron. Should the Commodore be absent the most senior Flag Officer present shall preside. If no Flag Officer is present, a Member may be elected by a majority of the Members present and shall chair that meeting.

2.10 CASTING VOTE

Current Rule

The Chairman at any meeting of the Squadron or of any Committee meeting, when there is an equality in votes, shall have a casting vote in addition to his own deliberative vote.

Amend to

The Chair at any meeting of the Squadron or of any Committee meeting, when there is equality in votes, shall have a casting vote in addition to their own deliberative vote.

2.11 LONG TERM DEVELOPMENT FUND

Current Rule

2.11.1 The moneys and investments representing the Long-Term Development Fund shall be held by the Trustees for the time being of the Squadron to the intent that in future the Long-Term Development Fund shall be known as the Royal New Zealand Yacht Squadron Foundation (“Foundation”).

Amend to

2.11.1 The moneys and investments representing the Long-Term Development Fund shall be held by the Trustees of the Squadron and be known as the Royal New Zealand Yacht Squadron Foundation (“Foundation”).

Current Rule

2.11.3 The Trustees shall hold the capital and any accretions thereto and interest derived there from upon trust for the Squadron.

Amend to

2.11.3 The Trustees shall manage the capital, any accretions thereto, and interest derived in trust for the Squadron.

Current Rule

2.11.6 No Trustee shall be liable for any loss not attributable to his dishonesty or the wilful commission by him of an act known to him to be a breach of his appointment.

Amend to

2.11.6 No Trustee shall be liable for any loss not attributable to that trustee’s dishonesty or the wilful commission by the trustee of an act known to be a breach of the trustee’s appointment.

Current Rule

2.11.9 The Trustees may convene their own meetings at such times and place as the Trustees shall determine. The decisions of the Trustees shall be unanimous. Minutes will be kept and a copy given to the Commodore of the Squadron to be tabled at the next meeting of the Committee.

Amend to

2.11.9 The Trustees may convene their own meetings at times and places as the Trustees shall determine. The decisions of the Trustees shall be unanimous. Minutes will be kept, and a copy given to the Commodore of the Squadron to be tabled at the next meeting of the Committee.

3.1 PROPOSAL OF CANDIDATE

Current Rule

(this rule relates to before RNZYS became incorporated. Honorary and Life members are catered for in Rule 4.2 to 4.2.4)

A candidate for Membership must be proposed by one Full Member and seconded by another, both of which shall have been Members of the Squadron for at least three years and known to the applicant, and a record of the nomination shall be kept in the book provided for that purpose.

3.1.1 Notwithstanding the requirements for Membership in Rule 3.1 those persons who had been Members of Royal New Zealand Yacht Squadron (Unincorporated) shall become Members of the Squadron upon payment of the subscription applicable for the year commencing 1 May.



- 3.1.2 That the existing Life Members and Honorary Members of Royal New Zealand Yacht Squadron (Unincorporated) shall upon invitation by the Committee become Members of the Squadron.
- 3.1.3 Those Members joining the Squadron under Rule 3.1.1 shall retain the Membership category held immediately prior to becoming Members of the Squadron.
- 3.1.4 The category of Membership where applicable shall be based on the number of years during which the Member has been a Member of both the Squadron and the Royal New Zealand Yacht Squadron (Unincorporated).

Amend to

3.1 PROPOSAL OF CANDIDATE

A candidate for Membership must be proposed by one Full Member and seconded by another, both of whom shall have been Members of the Squadron for at least three years and known to the applicant, and a record of the nomination shall be kept for that purpose.

- 3.1.1 Should a candidate not know members who qualify to support their application as per rule 3.1 an interview shall be conducted by a delegated staff member or representative, and a brief biography provided by the applicant for the purpose of recommendation, and upon receipt of the full entrance fee and subscription be included in the next ballot.

Current Rule

- 3.5.3 Save as hereinafter provided in the case of a Member being convicted of a serious criminal offence, an enquiry into the conduct complained of may be held by the Committee either at an ordinary meeting of the Committee or at a meeting of the Committee specially convened for the purpose.

Amend to

The following provisions of this Rule shall apply, viz:

- 3.5.3 In the case of a Member being convicted of a serious criminal offence, an enquiry into the conduct complained of, may be held by the Committee either at an ordinary Committee meeting or at a meeting of the Committee specially convened for the purpose.
- 3.5.5 If the Committee by a majority of its Members shall find the conduct complained of will or might in its opinion injuriously affect the character or interests of the Squadron it may:
 - (a) Expel such Member.

Current Rule

- (b) Call on such Member to resign his or her Membership within 14 days from the date of notice of such requirement being given to the Member and failing the receipt of such resignation within the time limited may expel the Member or impose any other penalty or punishment authorised by this Rule.

Amend to

- (b) Call on such Member to resign his or her Membership within 14 days from the date of notice of such requirement being given to the Member and failing the receipt of such resignation within the time limit may expel the Member or impose any other penalty or punishment authorised by this Rule.

Current Rule

- (c) Reprimand and/or suspend such Member for a period not exceeding six calendar months and may in addition order that notice of such suspension be placed on the notice board for a period not exceeding 14 days. During such period of suspension, the Member shall not be entitled to enter the Squadron premises or to enjoy any other privileges attaching to Membership of the Squadron.

Amend to

- (c) Reprimand and/or suspend such Member for a period not exceeding six calendar months. During such period of suspension, the Member shall not be entitled to enter the Squadron premises or enjoy any other Membership benefits or privileges.



4.0 CATEGORIES OF MEMBERSHIP

4.1 FULL MEMBERS

Current Rule

A Full Member shall be over 18 years of age.

Amend to

A Full Member shall be over 18 years of age and may be a boat owner or not.

4.5 ASSOCIATE MEMBERS

Current Rule

4.5.1 An Associate Member shall be over the age of 18 years and be the spouse or partner of a Member. An Associate Member shall not be entitled to vote, nor be eligible for election to the Committee nor be entitled to nominate a candidate for Membership.

Amend to

4.5.1 An Associate Member shall be over the age of 18 years and be the spouse or partner of a Full, Country, Senior or International Member. An Associate Member shall not be entitled to vote, nor be eligible for election to the Committee nor be entitled to nominate a candidate for Membership.

Current Rule

4.5.3 Any spouse or partner of a Member who shall have been elected a Full Member of the Squadron may on application to the General Committee become an Associate Member. In that event any subscription or nomination fee previously paid as a Full Member shall not be refunded.

Delete - Relates to transition from unincorporated to incorporated and now not relevant

~~4.5.3 Any spouse or partner of a Member who shall have been elected a Full Member of the Squadron may on application to the General Committee become an Associate Member. In that event any subscription or nomination fee previously paid as a Full Member shall not be refunded.~~

4.6 CREW MEMBERS

Current Rule

Crew Members shall be between 18 and 29 years of age, and/or if applying over the age of 29 years of age shall be entitled to be eligible for Crew Membership for a maximum period of five years in this category. A Crew Member shall not be eligible for election on the General Committee, nor entitled to vote, nor entitled to nominate a candidate for Membership.

Amend to

This category is for members crewing on yachts and not boat owners. The category shall be for

(a) Members between 18 and 29 years of age; or

(b) New members over the age of 29 years can remain in this category for up to 5 years.

Should the member purchase a boat and/or fulfil 5 years Crew membership they will be automatically transferred to Full membership on the anniversary of their fifth year.

Crew members are not eligible for election to the General Committee, not entitled to vote, nor entitled to nominate a candidate for membership

4.7 SENIOR MEMBERS

Current Rule

4.7.1 Senior Retired Members shall be those Members of over 25 years of accrued Membership and over 65 years of age.

Amend to

4.7.1 Senior Members shall be those Members with more than 25 years of accrued Membership and over 65 years of age.

Current Rule

- 4.7.2 Over 40 Year Members shall be those Members of over 40 years of accrued Membership, and not more than 50

Amend to

- 4.7.2 Over 40 Year Members shall be those Members of 40-50 years accrued Membership

Current Rule

- 4.7.3 Over 50 Year Members shall be those Members of over 50 years of accrued Membership.

Amend to

- 4.7.3 Over 50 Year Members shall be those Members of 50-60 years of accrued Membership.

New addition to recognise 60+ years of membership

- 4.7.4 Over 60 Year Members shall be those Members with more than 60 years of accrued Membership.

Current Rule

4.8 OVERSEAS MEMBERS

- 4.8.1 Any Member leaving New Zealand with the intention of remaining absent for a continuous period of more than twelve months may, upon notifying the Secretary, have his name placed on the list of Overseas Members.

Amend to

4.8 OVERSEAS MEMBERS

- 4.8.1 Any existing or potential new Member residing outside of New Zealand for more than six months of the year may apply for Overseas membership with the associated subscription fee and benefits

Delete - Following rules are deemed unnecessary

- 4.8.2 Upon being absent for a period of twelve months the member shall pay a subscription at such reduced rate per annum as shall from time to time be fixed by a General Meeting pursuant to Rule 5.2.

- 4.8.3 If any portion of the period of absence shall comprise part of a financial year the Member shall in respect of that year pay proportionate parts of the ordinary and reduced subscriptions, but if the Member shall have paid the ordinary subscription for a year over which part of the period of absence extends the portion (if any) of that subscription for which the Member is entitled to have refunded shall be credited to the Member's account in the books of the Squadron as paid on account of future subscriptions.

- 4.8.4 A person residing overseas may join as an Overseas Member upon payment of the entrance fee

4.9 CORPORATE MEMBERS

Current Rule

- 4.9.2 A Corporate Member shall not:
- (a) Have any voting rights.
 - (b) Be eligible for election to the Committee.
 - (c) Be entitled to nominate a candidate for Membership.

Amend to

- 4.9.2 A Corporate Member shall not:
- (a) Have any voting rights.
 - (b) Be eligible for election to the Committee.

4.10 FAMILY MEMBERSHIP

Current Rule

Provided there is a full paying Full Member and an Associate Member in a family the subscription payable will include all Junior Members of that family

Amend to

This category is for a Full and Associate member, and up to three Junior Members of that family

5.0 DUES

5.1 ENTRANCE FEE

Current Rule

5.1.3 Racing Members and Associate Members shall not be required to pay an entrance fee on election.

Amend to

5.1.3 RNZYS Sailing School graduates, Youth Training, Performance Programme, and Associate Members shall not be required to pay an entrance fee on election.

Current Rule

5.2.3 No newly elected Member shall be permitted to use the Squadron Rooms or exercise any right or privilege of Membership until the subscription for that Member shall have been paid

Amend to

5.2.3 No newly elected Member is permitted to use the Squadron Rooms or exercise any right or privilege of Membership until the subscription for that Member is paid or a bank authority for monthly payments is received by the Accounts office.

Current Rule

5.2.4 The financial year of the Squadron shall commence on the first day of May and shall end on the 30th day of April in each year. Any Member failing to make payment of the subscription by the 1st August following the commencement of the financial year may at the discretion of the Committee be removed from the list of Members. The Committee may reinstate such Member on payment of such subscription.

Amend to

5.2.4 The financial year of the Squadron shall commence on the first day of May and shall end on the 30th day of April in each year.
Any Member failing to make payment of the subscription within 3 months following the commencement of their membership may at the discretion of the Committee be removed from the list of Members. The Committee may reinstate such Member on payment of such subscription.

Current Rule

Delete - not relevant as we charge 12 months in advance, or monthly from the date joined

~~5.3 HALF YEAR NB:~~

~~5.3.1 The subscription of any Member elected after the first day of November and before the first day of February of the following year shall be one half of the annual amount and for any Member elected after the 31st day of January and before the 30th day of April of any year shall be one quarter of the annual amount.~~

~~5.3.2 In calculating the period of Membership no account shall be taken of any period when that Member was a Junior Member.~~

5.4 MEMBERS IN ARREARS

Current Rule

At the discretion of the Committee no Member whose subscription is still in arrears on the first day of November shall be entitled to use the Squadron privileges or property nor shall that Member be entitled to vote at any meetings of the Squadron nor compete for any prizes offered by it or steer any yacht in any Squadron race until the subscription be paid. No yacht whose owner's subscription is in arrears shall be allowed to compete in any such race

Amend to

At the discretion of the Committee no Member whose subscription is in arrears shall be entitled to use the Squadron privileges or property nor shall that Member be entitled to vote at any meetings of the Squadron nor represent the Squadron in any race until the subscription be paid. No yacht whose owner's subscription is in arrears shall be allowed to compete in any Squadron race

5.5 FINANCE

Current Rule

Should the Committee at any time be of the opinion that the funds at their disposal are or will be insufficient to carry on the affairs of the Squadron, they shall call a General Meeting and place the financial position before such meeting and the majority of those present and voting at such meeting shall have the power by resolution to make a levy or call on the Full Members. Notice of such levy or call shall thereupon be posted to all Full Members. The Committee may in its discretion remove from the list of Members any Full Members who fail to pay such levy or call within two calendar months from the date of such notice, but the Committee shall have power to reinstate such Members upon payment of such levy or call or upon his giving to the Committee a satisfactory explanation of his failure to pay.

Amend to

Should the Committee at any time believe the funds at their disposal are or will be insufficient to carry on the affairs of the Squadron, they shall call a General Meeting and place the financial position before the meeting and the majority of those present and voting shall have the power by resolution to make a levy or call on all the Members of categories with voting rights. Notice of a levy or call shall be posted to all Members. The Committee may in its discretion remove from the list of Members any Members who fail to pay the levy or call within two calendar months from the date of notice, but the Committee shall have power to reinstate Members upon payment of the levy or call or upon their giving to the Committee a satisfactory explanation of their failure to pay.

6.0 PROPERTY

Current Rule

6.0.3 The Committee shall provide for the safe custody of the Seal which shall only be used by the authority of the Committee and any instrument to which the Seal is affixed shall be signed by any two Flag Officers.

Amend to

6.0.3 The Committee shall provide for the safe custody of the Squadron's Seal which shall only be used by the authority of the Committee and any instrument to which the Seal is affixed shall be signed by any two Flag Officers.

Current Rule

6.0.4 The Treasurer shall collect and be responsible for all monies received by the Squadron and under the direction of the Committee shall make all disbursements. He shall keep full and proper accounts of all the Squadron's financial transactions and shall prepare the annual accounts and balance sheet as at the end of the Squadron's financial year.



Amend to

- 6.0.4 The Treasurer shall be responsible for all monies received by the Squadron and under the direction of the Committee shall make all disbursements. The Treasurer shall keep full and proper accounts of all the Squadron's financial transactions and prepare the annual accounts and balance sheet as at the end of the Squadron's financial year.

8.0 YACHTS

8.1 DEFINITION

Current Rule

A yacht shall be deemed to be a vessel, whether propelled by sail, steam or other power, used for pleasure purposes only.

Amend to

A yacht shall be deemed to be a vessel, whether propelled by sail or other power, used for pleasure purposes only.

8.2 YACHT REGISTER

Current Rule

Each Member who owns a yacht which he or she desires shall have the privileges of the Squadron shall state in writing to the Committee such particulars of the yacht as the Committee shall by Regulations from time to time require. Such particulars shall be entered in the Squadron Register of Yachts and the Secretary shall notify the Member when such entry is made and no yacht shall be entitled to any of the privileges of the Squadron until such entry is made.

Amend to

Each Member who owns a yacht shall inform the Squadron the particulars of the yacht as the Committee shall by Regulations from time to time require. Particulars shall be entered in the Squadron Register of Yachts and no yacht shall be entitled to any of the privileges of the Squadron until such entry is made.

8.3 ALTERATION

Current Rule

Any alteration to any yacht affecting either her size or rig, horsepower or engine and propeller shall be notified to the Committee, who shall note these alterations and if necessary re-register the yacht.

Amend to

Any alteration to any yacht affecting her size or rig, horsepower or engine and propeller shall be notified to the Committee, who shall note these alterations.

Current Rule

Delete - rule not required

8.4 YACHTS ON HIRE

~~No boat being a working boat, or let out for hire, shall be entered on the Register, provided that any yacht bona fide hired or chartered by a Member for a term of not less than three calendar months may be entered in the Squadron Register.~~

PROPOSAL TWO:

Following an IRD review in 2021 we are required by IRD to include this rule as part of the changes to the incorporated societies act

I.15 No Private Pecuniary profit

The Officers of the Squadron shall take all reasonable and prudent steps to ensure that no part of the income, dues or other funds of the Squadron may be used or is available to be used for the private pecuniary profit of any member or associate member.

PROPOSAL THREE:

Following the 2021 Members survey the majority of members that responded said they were comfortable with a review of fees. The general committee would like to amend this rule slightly to take into account other market factors at times when setting the annual subscription fee that are not captured just by the CPI Calculation.

5. DUES

Current Rule

- 5.2.1 The General Committee may increase subscription payable across the various classes of Squadron Members by:
- i) a percentage not exceeding the annual percentage change of the previous year's Consumer Price Index
 - ii) including a 'capital improvement' levy not exceeding ten percent of the Membership fee for any one year. In the event the Committee has reason to request an increase of more than ten percent, then would only do so for the following year's subscription with the authorisation of a Special General Meeting or an Annual General Meeting.

Any greater increase shall be fixed at a Special General Meeting each year to be held no later than the last day of March, due notice thereof having been given to Members in accordance with Rule 2.0 provided that if there be no change recommended by the General Committee then the present subscription shall remain for the following year

Amend i) to

- i) a percentage based on market cost factors for that year ahead including use of the previous year's Consumer Price Index

PROPOSAL FOUR:

The General Committee wishes to define the period of honorary membership more clearly to 24 months and that it ends at that time unless otherwise specified to cover memberships issued for a specific event or service at that time.

4.2 HONORARY MEMBERSHIP

4.2.2 Election of Honorary Members

Honorary Membership may be conveyed upon any person as follows: (i) A person may be proposed and seconded for Honorary Membership by Full Members of the Squadron for consideration by the Membership Committee in the first instance. (ii) The Membership Committee will pass nominations to the General Committee with a recommendation, and the General Committee will determine whether or not the nominee is invited and admitted to join as an Honorary Member. Honorary Membership shall be conveyed for a period of **twenty-four** months **and shall end at this time** unless otherwise determined by the General Committee based upon the recommendation of the Membership Committee

PROPOSAL FIVE:

New rule added for special circumstances where a physical AGM or SGM may not be able to be held in person as seen during 2021 with the various COVID restrictions in place. While we were able to use legislation to do this legally having this within the RNZYS rules will allow this to happen without having to rely on government legislation when required.

2.3 PROVISION FOR CONDUCTING AGM'S AND MEETINGS ELECTRONICALLY

- 2.3.3** An Annual or Special General Meeting may be held via electronic means if the General Committee deem it necessary to do so due to extraordinary circumstances.