

The purpose of this document is to propose five (5) separate special resolutions to alter the Elwood Sailing Club Rules of Association in accordance with the Associations Incorporation Act (1981).

Each special resolution is proposed as a separate resolution meaning that each will be subject to a vote to be passed as a resolution or not.

The five special resolutions are :

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Rules Special Resolution 1 - Liquor Control Reform Act requirements		
Rule	Proposed Amendment to Rules	Rationale
New 4.3 h. Membership Rule	h. Visitors who are members of another club affiliated with Yachting Australia or with reciprocal rights to Elwood Sailing Club will be considered to be Honorary members for the duration of their visit	Changes required to Club Rules due to the 'Liquor Licence Control Reform Act 1998' require that the Club Rules comply with requirements in Schedule 1 of the Act. The amendments to the Rules shown to the left are to address where the requirement is applicable to ESC and ESC Rules do not currently comply. The below is an analysis of the Schedule 1 Rules shown in [bracketed bold] text.
New 23.7 re Election of officers and committee members added to 23.	<p>23 Election of officers and ordinary committee members</p> <p>23.1 Nominations of candidates for election as officers of the Association or as ordinary members of the committee must be--</p> <p>a. made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and</p> <p>b. delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the annual general meeting.</p> <p>23.2 A candidate may only be nominated for one office, or as an ordinary member of the committee, prior to the annual general meeting.</p> <p>23.3 If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected (subject to sub-rule 23.7) and further nominations may be received at the annual general meeting.</p> <p>23.4 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected (subject to sub-rule 23.7).</p> <p>23.5 If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.</p> <p>23.6 The ballot for the election of officers and ordinary members of the committee must be conducted at the annual general meeting in such manner as the committee may direct.</p> <p>23.7 The election of officers of the Association or ordinary members of committee under this rule 23 requires that the quorum of members entitled to vote, as set out in Rule 13, at the annual general meeting is of a grade(s) of members that represent not less than 60 per cent of the total membership.</p>	<p><u>Schedule 1 Rules</u></p> <p>(a) The rules of a club must preclude the payment of any amount to an officer or servant of the club by way of commission or allowance from the receipts of the club for the sale and disposal of liquor; [New Rule 38.1]</p> <p>(b) The rules of a club must provide that a visitor to the club must not be supplied with liquor in the club premises unless the visitor is: (i) a guest in the company of a member of the club; or [New Rule 38.2] (ii) an authorised gaming visitor admitted in accordance with the rules of the club.[N/A]</p> <p>(c) The rules of a club must provide that a person shall not: (i) be admitted as an honorary or temporary member of the club; or (ii) be exempted from the obligation to pay the ordinary subscription for membership of the club unless the person is of a class specified in the rules and admission or exemption is in accordance with the rules. [Already Comply – Rule 4, plus new 4.3 h. to include as honorary members the members of affiliated YA clubs.]</p> <p>(d) The rules of a club, except in the case of a club primarily for sporting purposes, must provide that a person under the age of 18 years shall not be admitted to membership of the club.</p>

New 38 Liquor Licensing Rule	<p>38 Liquor Licensing</p> <p><u>38.1 No payment of any amount may be made to an officer or servant of the club by way of commission or allowance from the receipts of the club for the sale and disposal of liquor.</u></p> <p><u>38.2 Visitors to the club must not be supplied with liquor in the club premises unless the visitor is a guest in the company of a member of the club.</u></p>	<p>[N/A as ESC is a Sporting Club]</p> <p>(e) The rules of a club must provide for a Management Committee of the club with responsibility for the affairs of the club. [Already Comply – Rule 20]</p> <p>(f) The rules of a club must provide that the members of the Management Committee of the club be elected for a term or not less than 12 months [Comply – Rule 20.3.b. & 21.3 where officers hold office until the next annual general meeting] by members of a class of members that constitutes not less than 60 per centum of the total membership of the club, excluding temporary or honorary members and persons who are members by reason only of reciprocal arrangements with another club and persons whose rights as members are limited to rights as social, gaming or neighbourhood members. [New Rule 23.7 – where voting members represent Senior and Family members who as a grade of membership make up 60% of Members]</p> <p>(g) Unless the club is a corporation or is registered under the Associations Incorporation Act 1981, [rest of (g) N/A as ESC is registered under the Associations Incorporation Act 1981]</p> <p>(h) Must provide for the keeping of records of guests. [Sign-in book is in place]</p> <p>(i) In the case of a club in respect of which a venue operator’s licence is in force, must provide that an authorised gaming visitor must:[rest of (i) N/A as not relevant to ESC]</p>
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Rules Special Resolution 2 – Clarification of Social Membership Rights		
	Proposed Amendment to Rules	Rationale
4.3 e.	<p>e. Social members, for persons over the age of 18 years who are interested in the club and use of club facilities but take no part in sailing activities.</p> <p>1. <u>A Social Member may not transfer to a grade of membership set out in sub-rules 4.3.a., 4.3.b., 4.3.c. or 4.3.d. except by applying for membership as set out in sub-rule 4.5, where upon such application they shall cease to be a member and shall have no rights as a member until such time that application is approved and processed in accordance with this Rule 4.</u></p> <p>2. <u>Sub-rules 7.4.e., 7.6 and 7.7 do not apply to a Social Member who will have no right of appeal to any resolutions under Rule 7.</u></p>	<p>Drafting to address Resolution of 2009 Committee of Management in relation to clarifying that :</p> <ul style="list-style-type: none">• a Social Member will not have the same rights to appeal disciplinary suspension or expulsion as a Member• if Social Members wish to upgrade to a higher grade of membership, they must reapply /apply as a new member

Rules Special Resolution 3 – Cheques no longer require two signatories		
Proposed Amendment to Rules		Rationale
32.2	All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members <u>the Treasurer or an authorised Officer of the Association after documentation has been authorised by delegated committee members. All such disbursements are to be subsequently reported to General Committee at the earliest opportunity.</u>	<p>The requirement for two signatories on a club cheque is now an obsolete control given the significant changes to traditional Banking practices, where most transactions are now done online via internet for bill payment and banking.</p> <p>The Treasurer alone can now perform most transactions electronically using the Internet where issuing of a cheque is the exception.</p> <p>The Committee is to ensure that adequate internal controls are maintained at all stages and that timely and appropriate authorisation processes are implemented.</p>

Rules Special Resolution 4 – Errata – amend errors found in Rules		
Rule	Proposed Amendment to Rules	Rationale
4.2	<p>4.2 A person who is not a member of the Association at the time of the incorporation of the Association (or who was a member at that time but has ceased to be a member) must not be admitted to membership unless-</p> <p>a. he or she applies for membership in accordance with sub-rule (4.54); and</p> <p>b. the admission as a member is approved by the committee.</p>	Correct reference to in 4.2 a. so that refers to 4.5
President should read Commodore	Amend reference to “President” to “Commodore” in sub-rules 25.2, 30.2, 30.3,	Template Association Rules had used President as the senior officer of the Association. Three occurrences of President had not been changed to Commodore when ESC adopted the current form of Rules.

Rules Special Resolution 5 – Cease Membership through non-payment		
Rule	Proposed Amendment to Rules	Rationale
New 6.3 – Cease Membership through non-payment	<p><u>6.3 A member of the Association, who has not paid all moneys due and payable by a member to the Association and within 91 days of when all moneys are due, will have their names presented to General Committee. General Committee may then by resolution resign the member from the club. The Secretary must record in the register of members the date on which the member ceased to be a member.</u></p>	<p>This Rule had been added to the Rules with note “<i>Addition of rule 6.3 occurred March 2009</i>”.</p> <p>This rule is to assist the Committee in identifying and dealing with Non-Financial members in a clear and transparent manner.</p>