



# Middle Harbour Yacht Club

(A Company Limited by Guarantee)

ABN 95 000 248 877

Lower Parriwi Road, The Spit, Mosman, NSW 2088

## Notice of Annual General Meeting

Notice is hereby given that the 74th Annual General Meeting of Members of Middle Harbour Yacht Club will be held in the Clubhouse, Lower Parriwi Road, The Spit, Mosman, NSW 2088 on Thursday 24<sup>th</sup> July 2014 at 7:00 pm in the Harbourview Room.

### Agenda:

1. Apologies
2. To adopt the minutes of the previous Annual General Meeting held on 19<sup>th</sup> July 2013.
3. To receive and consider the Annual Financial Report, Statements of Financial Performance and Financial Position for the year ended 30<sup>th</sup> April 2014 and the Auditor's report thereon. Copies of these reports are available on the Club's website ([www.mhyc.com.au](http://www.mhyc.com.au)) and are also available from the Club on request.
4. To consider, and if thought fit, pass the following Ordinary Resolutions set out below.
5. To confirm the persons elected for the positions of Flag Officers for the year 2014/ 2015.
6. To elect and confirm the appointment of the persons elected as Directors of the Company.
7. To appoint scrutineers for the 2014/ 2015 year.

### General Business

8. To deal with any General Business that may be properly brought before the meeting,

Dated this 12<sup>th</sup> day of June 2014

By Direction of the Board:

Karen Baldwin  
General Manager  
Middle Harbour Yacht Club

## Notes to Members:

1. Copies of the Minutes from the Annual General Meeting held on 19<sup>th</sup> July 2013 are available at the Club's office for inspection by Members during office hours and copies will also be available at the meeting.
2. Because of the length of the Minutes and the opportunity given to Members to read them before the meeting, it is not proposed to have them read out at the meeting.
3. To facilitate the proceedings of the meeting it would be appreciated if Members who wish to raise any queries or seek information at the meeting about the Annual Accounts and associated Statements of the Affairs of the Club or its Controlled Entities, would give the Chairman or Treasurer notice in writing of their queries or requests at least seven (7) days before the meeting to enable properly researched replies to be prepared for the benefit of all Members. Notwithstanding, questions from the floor will be welcome.

### PROCEDURAL MATTERS FOR ORDINARY RESOLUTIONS

1. To be passed, an Ordinary Resolution must receive votes from at least a majority (ie 50% plus 1) of those members who being eligible to do so, vote in person on the Ordinary Resolution at the meeting.
2. Full Members & Life Members (two votes), Sailing Members (one vote), and Sailing Under 30 Members (one vote) are entitled to vote on the Ordinary Resolutions.
3. Honorary members, Temporary members, Provisional members and Youth Members are not entitled to vote on the Ordinary Resolutions.
4. Under the Registered Clubs Act:
  - (a) Members who are employees of the Club are not entitled to vote; and
  - (b) Proxy voting is prohibited
5. The Board of the Club recommends each of the Ordinary Resolutions to Members.

## ORDINARY RESOLUTIONS

### **First Ordinary Resolution (Director & Committee Refreshments)**

That Members hereby approve the provision of refreshments to Directors and Members attending meetings of the Club's Board and Committees.

### **Second Ordinary Resolution (Parking)**

That Members hereby approve Directors, Flag Officers, Commodore & Duty Officer having designated car parking areas in the Club's car park.

### **Third Ordinary Resolution (Non-core Property)**

*That the members hereby declare that the part of the Club's premises marked in the Schedule below is "non-core property" of the Club for the purposes of section 41J of the Registered Clubs Act 1976 (NSW):*

### **Schedule**

**Plan of the Club's premises with the "proposed non-core property" marked as cross hatched areas – Shop 1 & Shop 3**

# Schedule 1 – Premises



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## **Notes to Members on Third Ordinary Resolution**

1. The Ordinary Resolution proposes for members to declare part of the Club's premises as "non-core property".
  2. In this regard:
    - (a) the Club currently leases the area marked "3" and cross hatched in the Schedule (being Shop 3); and
    - (b) the Club wishes to lease the part of the area marked "1" and cross hatched in the Schedule (being Shop 1);
    - (c) members will see from the above Schedule that the area that is affected by the resolution is limited to the areas marked in the Schedule (being Shop 1 and Shop 3);
    - (d) the areas marked in the Schedule (Shop 1 and Shop 3) currently form part of the Club's "core property";
    - (e) the Registered Clubs Act contains provisions which restrict any dealing with "core property" and contain a strict procedure to be followed in respect of any dealing with "core property";
    - (f) the Registered Clubs Act provides greater flexibility with regard to dealing with "non-core property" because "non-core property" is not subject to the procedure and restrictions referred to in the previous paragraph;
    - (g) if the resolution is passed, the area marked in the Schedule (Shop 1 and Shop 3) will be converted from "core property" to "non-core property".
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## **ELECTION TO THE BOARD**

### **Qualifications for Flag Officers & Directors**

1. At every Annual General Meeting of the Club, the Flag Officers shall retire from office.
2. A Flag Officer of the Club who has held the one office for 5 consecutive years shall not be eligible for nomination
3. Commodore, Vice Commodores and Rear Commodore should preferably each be the bona fide owner or part owner of a sailing yacht on the Club's Yacht Register. Any nominee who is not an owner or part owner shall clearly declare so on their nomination.
4. Nominations for election to the Board shall be made in writing and signed by a Proposer and a Secunder who shall be eligible financial adult members (ie Full, Sailing, Sailing Under 30 and Senior categories), and Life members, and by the Nominee who must have the qualifications for the position on the Board or the position for which he or she is nominated.
5. Nominations shall be on the prescribed form which is available from the Club office.
6. Nominations must be received by the Secretary before the close of nominations. Nominations will close at 5.00 pm on Thursday 2nd July 2014.

## **Notes to Members on Board & Flag Officer Election**

1. If the number of candidates nominated exceeds the positions to be filled, a ballot will be conducted in accordance with Article 35(c)((iv)(A) of the Club's Constitution.
2. If the number of candidates nominated for any office does not exceed the number required to be elected, the candidates nominated shall at the Annual General Meeting be declared elected.
3. Under the Constitution of the Club, all members (other than Honorary, Youth, Associate & Reciprocal members) are eligible to vote on the Board election.
4. The ballot will be conducted on the premises of the Club on Friday 18<sup>th</sup> July 2014, from 9.30 am until 8.00 pm which shall be closing time for the ballot.
5. The Secretary shall fourteen (14) days prior to the date fixed for the election post to all such Members being so entitled to vote, a ballot paper together with two (2) envelopes one to be an outer envelope marked "Ballot Paper" and addressed to the Secretary and the other to be an inner envelope together with a card bearing a distinctive number. After marking the ballot paper in accordance with the provisions of this Rule 35 (c)(iv)(D) the Member shall place it in the inner envelope and seal the same. The Member shall also sign that Member's name legibly on the numbered card and place the inner envelope and card without any other matter in the outer envelope and seal the same and post or deliver it or cause it to be delivered to the Secretary. The non-receipt of any Members voting paper shall not invalidate the ballot. In the event that a Member does not receive a ballot paper or spoils his ballot paper such Member shall be entitled to apply to the Secretary for a further ballot paper upon making a Statutory Declaration stating the circumstances of the non receipt or spoiling of the ballot paper whereupon a ballot paper shall be issued to that Member. Any ballot paper received by the Secretary after the close of the ballot shall not be counted. Notwithstanding the provisions of Rule 2(e) and Rule 27, a Member who has not paid his/her annual subscription shall not be eligible to cast a vote in the ballot.