

## **2024 NPYC constitution changes explanation.**

The update of our Constitution is required as the 1908 Act that controls Incorporated Societies has been replaced with a 2022 Act. The new Act requires various clauses to be in all Incorporated Societies Constitutions.

Minor grammatical adjustments and changes to numbering and location of sections are not detailed in the explanation document.

- A. 1.0 Name has Contact person added as required by the new Act
- B. 2.0 Definitions added for clarity. An index has also been added
- C. 4.0 and 5.0 Objects changed to Purposes and Attainment of Purposes inserted with additional items added from the old constitution.
- D. 6.2 All members must now formally give consent to become a member and the club must approve the membership application which is why the Executive has this power.
- E. 6.3.1 Changed wording slightly from bound by the rules of the club to bound by this constitution and the club policies.
- F. 6.3.2, 6.3.3, 6.3.5, 6.3.7 All added
- G. 6.4 The club already maintains a register of members but this must now be in the constitution
- H. 7.2 Name change from Honorary to Social Member as per the term used now to describe those that pay that subscription.
- I. 7.4 Intermediate members were previously described as being “under the age of 20 but over the age of 15”, this has now changed to aged 16 to 19 years\_in order to make the age bracket clearer. They are also as before intitled to the same rights as Ordinary members.
- J. 7.6 Life Member. This has been changed from Any member may nominate a “person” to nominate “another member” to clarify that only current members can be made a life member.
- K. 7.8 Patron This section was under Officers of the club but has been moved to under membership to correctly reflect that the Patron is not a legal officer of the club under the new Act. Also added to this is the statement “with the skills and influence to advance the purposes of the Club”

- L. Casual Race day fee. This has been deleted as it is part of the fees set at the AGM under 15.1.5d, and covered is 13.1. It is also covered in the Sailing Instructions of the club
- M. 8.0 Termination of Membership. This section has been moved to after Membership. It was originally after Subscriptions. This keeps all membership rules together.
- N. 8.1.4, 8.2.3 and 8.2.4 These have been added
- O. 8.3 Memberships terminated now have the right to dispute resolution rather than a Special General Meeting process.
- P. 9 Disputes Resolution. This is a new area that must be in all Constitutions and not just in a club's policies.
- Q. 10 Officers of the club. The constitution rules now require that all officers be expressly voted onto the Executive committee. This is what currently happens so no change to what we already do.
- R. 10.1 Commodore. The new rules must state who is to be the contact for the club. We already expect the Commodore to do this role but this is just detailing the new requirement.
- S. 10.4 Secretary. The Secretary is now required to maintain all minutes and records for the consents to be an officer of the club and an officer's conflict of interest register.
- T. 10.5.7 Treasurer. There is now a requirement to have in the constitution that the Annual Financial Report shall be filed with Incorporated Societies after the AGM. It has always been the case that the filing has to be within 6 months of the AGM but the constitution wording is now required
- U. 10.6 Sailing Committee Secretary is now required to make minutes of all meetings of the Sailing Committee
- V. 10.7 A new section re the officers acting in good faith etc is now required by the new Act
- W. 11 Indemnity. This is needed to allow the club to indemnify for any acts or omissions.
- X. 12.1.2 All members of the Executive committee must be a member of the club, consent to be an officer, be at least 16 years of age and not disqualified from being an officer. Again the constitution wording is now required.

- Y. 12.1.3 The Executive meeting schedule is required to be in the Constitution
- Z. 12.2.1h) and i) Add Insure to the boats and property info
- AA. 12.2.1 l) Add a sponsorship section
- BB. 12.2.1 m) Add that all records to be kept safe, including financial, minutes, race results etc
- CC. 12.2.1 q) Add the setting of membership privileges
- DD. 12.2.1 r) Add the code of conduct of members
- EE. 12.3.1 Sailing committee. Tidied up wording and included support boats
- FF. 12.3.4 Added that all SC members must be a member of the club.
- GG. 12.3.3 Condensed the Race Officers and class reps into 1 group each, deleted protest convenor as this could be a conflict of interest. Note anyone can join the sailing committee
- HH. 12.3.4 A new section detailing the desire that the sailing committee meeting minutes be sent to the executive committee each month in writing.
- II. 12.4.2 Special committees. These include TYS, STT and Regatta committees. Add that each special committee has to have at least 1 executive member
- JJ. 12.4.4 Added that all special committees members must be a member of the club.
- KK. 12.4.7 The special committees, shall report to the Executive as directed.
- LL. 13.1 Subscriptions. Training fees and casual race day fees are added to the fees.
- MM. 14.0 Audit. The wording of Audit to be changed to Audit or Review to reflect the current Accounting Profession rules
- NN. 15.1.3 AGM quorum to be changed from 7 ordinary members to 15 voting members

- OO. 15.1.5 AGM business. The items to be discussed at an AGM are now to be detailed in the Constitution
- PP. 15.2.3 Special general meetings quorum to be changed to 15 voting members
- QQ. 16.1.2 Voting. The commodore can accept proxy votes
- RR. 17.2 Finance. Added in that the annual accounts are submitted to the AGM and filed with Incorporated Societies as required by the Act
- SS. 17.5 Added in that Executive may determine the level of cash reserves needed each year
- TT. 18.0 Pennant now called burgee due to Yachting terminology and badge design added
- UU. 21.1 Dissolution Added process to allow dissolution to be at a AGM or SGM with 2/3rds majority of votes.
- VV. 21.2 We already have a requirement that on dissolution any remaining funds/assets are to stay in Taranaki. This is due to Toi Foundation requirements for large Capital grants. The new Act requires that the organisation that will receive our funds/assets on dissolution is named. Hence Waitara Boating Club seems to fit all these requirements. It is important to note that the funds/assets on dissolution are only those at the end of the winding up process, and any other organisation that meets this rule can be included in any dissolution funds.