COWES YACHT CLUB INC.

RULES

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RULES

of

COWES YACHT CLUB INCORPORATED

INTERPRETATION

1.1 In these Rules unless there is something in the subject or context inconsistent therewith:

(a) "the Act" means the Associations Incorporation Act (1981).

(b) "these Rules" means the Rules of the Club as altered or added to from time to time, and any reference to a Rule by number is a reference to the Rule of that number in these Rules.

(c) "the Committee" means the members for the time being of the Committee of the Club established pursuant to Rule 7 of these Rules or such one or more of such Committee as has or have authority to act for the Club.

(d) "the Club" means Cowes Yacht Club Incorporated.

(e) "Member of Committee" includes any alternate member of the Club duly acting as such.

(f) "member" means any person who is accepted as a member, or is deemed by these Rules to be a member, of the Club and has paid or on whose behalf has been paid all membership fees and any other dues payable by him or her to the Club (if any).

(g) "Statement of Purposes" means the Club's Purposes of association as altered from time to time to the extent and in the manner provided by the Act.

(h) "month" means calendar month.

(i) "Office" means the registered office from time to time of the Club.

(j) "person" and words importing persons include partnerships, associations, corporations and companies unincorporated and incorporated by Act of Parliament or registration, as well as individuals.

(k) "Register" means the Register of Members of the Club to be kept pursuant to the Act.

(l) "Regulations" means the regulations under the Act.

(m) "Seal" means the common seal from time to time of the Club.

(n) "Secretary" includes any person appointed to perform the duties of Secretary and, where more than one Secretary has been appointed, means any one of such Secretaries and includes any person appointed at any time as an Acting Secretary.

(o) "special resolution" means a special resolution of the Club passed in accordance with the provisions of Section 29 of the Act.

(p) "writing" includes printing, typing, lithography, messages communicated by electronic means and other modes of reproducing words in a visible form, and "written" has a corresponding meaning.

(q) "financial year" means the period ended 30th April each year.

(r) "spouse" means a husband or wife of that person and includes a person living with that person as a member of a couple on a genuine domestic basis although not legally married.

1.2 An expression used in the Act that is given by the Act a special meaning for the purposes of the Act has in any of these Rules that deals with a matter dealt with by the Act (unless a contrary intention appears) the same meaning as in the Act.

1.3 A reference to the Act or any section thereof shall be read as though the words "or any statutory modification thereof or any statutory provision substituted therefore" were added to such reference.

1.4 Words importing the singular include the plural and the masculine include the feminine and vice versa.

MEMBERSHIP OF THE CLUB

2.1 The Membership of the club is divided into the following categories:-

(a) Senior Family Member - for a person and their spouse both over 18 years of age. Both are regarded as Senior Family Members.

(b) Senior Single Member - for a person over 18 years of age.

(c) Social Family Member - for a person and their spouse both over 18 years of age. Both are regarded as Social Family Members.

(d) Social Single Member - for a person over 18 years of age.

(e) Junior Member - for a person under 18 years of age or under 23 years of age being a dependent child.

(f) Life Member - for a member elected by the Committee because they have rendered special and distinctive services as a member of the Club and shall be entitled to all the rights and privileges as a Senior Single Member without payment of subscriptions. A Life Member's spouse shall be given such rights and privileges as the Committee determines.

(g) Honorary Member - for a non member elected by the Committee because they have rendered special services to the Club or to the sport of sailing or boating upon such terms and conditions as the Committee may from time to time determine.

The Committee may from time to time determine the number of members to be admitted to each category in any year.

Children of Senior Family Members who are:-

(a) under the age of 18 years or

(b) under the age of 23 years being a dependent of those senior members,

shall be deemed to be Junior Members.

2.2 A person desirous of becoming a member of the Club in any category as aforesaid shall make written application therefore containing such particulars with respect to the applicant as the Committee shall from time to time prescribe and each such application shall be required to be proposed and seconded by a Senior Family or Senior Single Member of the Club or if such applicant is not known to a Senior Family or Senior Single Member then by two other financial members of the Club.

2.3 The admission to the Club of any applicant shall be determined by the Committee by a show of hands. No reasons for exclusion need be given by the Committee.

2.4 Upon admission to the club the new member shall pay the entrance fee and subscription as determined by the Committee pursuant to Rule 6.

VOLUNTARY CESSATION OF MEMBERSHIP

3. Any member who wishes to resign shall give written notice thereof to the Committee. A resignation shall not take effect until it is accepted. A member whose resignation is accepted shall cease to have any right title or other interest in any of the property or assets of the Club.

DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS

4.1 Subject to these Rules, if the Committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Club, the Committee may by resolution -

(a) fine that member an amount not exceeding $500: or

(b) suspend that member from membership of the Club for a specified period: or

(c) expel that member from the Club.

4.2 A resolution of the committee under Rule 4.1 does not take effect unless -

(a) at a meeting held in accordance with Rule 4.3, the committee confirms the resolution; and

(b) if the member exercises a right of appeal to the Club under this rule, the Club confirms the resolution in accordance with this rule.

4.3 A meeting of the committee to confirm or revoke a resolution passed under 4.1 must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the member in accordance with Rule 4.4.

4.4 For the purposes of giving notice in accordance with Rule 4.3, the Secretary must, as soon as practical, cause to be given to the member a written notice -

(a) setting out the resolution of the committee and the grounds on which it is based; and

(b) stating that the member, or his or her representative, may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member; and

(c) stating the date place and time of that meeting; and

(d) informing the member that he or she may do one or both of the following -

(i) attend that meeting;

(ii) give to the committee before the date of that meeting a written statement seeking revocation of the resolution;

(e) informing the member that, if at that meeting, the committee confirms the resolution, he or she may not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Club in general meeting against the resolution.

4.5 At a meeting of the committee to confirm or revoke a resolution passed under Rule 4.1, the committee must-

(a) give the member, or his or her representative, an opportunity to be heard; and

(b) give due consideration to any written statement submitted by the member; and

(c) determine by resolution whether to confirm or to revoke the resolution.

4.6 If at the meeting of the committee, the committee confirms the resolution, the member may not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Club in general meeting against the resolution.

4.7 If the Secretary receives a notice under Rule 4.6, he or she must notify the committee and the committee must convene a general meeting of the Club to be held within 21 days after the date on which the Secretary received the notice.

4.8 At a general meeting of the Club convened under Rule 4.7 -

(a) no business other than the question of the appeal may be conducted; and

(b) the committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and

(c) the member, or his or her representative, must be given an opportunity to be heard; and

(d) the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.

4.9 A resolution is confirmed if, at the general meeting, not less than two thirds of the members vote in person or by proxy, in favour of the resolution. In any other case, the resolution is revoked.

DISPUTES AND MEDIATION

5.1 The grievance procedure set out in this Rule applies to disputes under these Rules between -

(a) a member and another member; or

(b) a member and the Club.

5.2 The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

5.3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.

5.4 The mediator must be -

(a) a person chosen by agreement between the parties; or

(b) in the absence of agreement -

(i) in the case of a dispute between a member and another member, a person appointed by the committee of the Club; or

(ii) in the case of a dispute between a member and the Club, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).

5.5 A member of the Club can be a mediator.

5.6 The mediator cannot be a member who is a party to the dispute.

5.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

5.8 The mediator, in conducting the mediation, must -

(a) give the parties to the mediation process every opportunity to be heard; and

(b) allow due consideration by all parties of any written statement submitted by any party; and

(c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

5.9 The mediator must not determine the dispute.

5.10 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act otherwise at law.

ENTRANCE FEES, SUBSCRIPTION FEES, LEVIES AND FUNDS

6.1 The Committee has power from time to time to determine the entrance fees, annual subscriptions and other fees which are to be payable by the members (other than Honorary or Life Members who are not required to pay any entrance fee annual subscription or other fees or levies) and the time or times for the payment thereof.

6.2 The funds of the Club shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Committee determines.

6.3 The Committee has power to make such levies on the members from time to time as may be necessary to meet the liabilities and the expenditures of the Club and to determine the method of payment thereof.

6.4 The Committee shall not incur a capital expenditure or a capital liability greater than $10,000 during any one year without authority of the members given in general meeting.

THE COMMITTEE

7.1 The affairs of the Club shall be managed by the Committee.

7.2 The Committee:

(a) shall control and manage the business and affairs of the Club;

(b) may, subject to these Rules, the Act and the Regulations exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Club;

(c) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Club.

7.3 The Committee of the Club shall consist of not more than twelve of those members who have voting rights under Rule 11and shall include:

the Commodore

the Vice-Commodore

the Rear Commodore

the Secretary / Public Officer

the Treasurer

And not less than 3 but no more than 7 other such members each of whom shall be elected at the Annual General Meeting of the Club in each year.

7.4 Each Member of the Committee shall subject to Rule 8.5 hold office for a term of one year and until the end of the Annual General Meeting at which he or she may be re-elected or his or her successor is elected. A member shall not act as Commodore more than 3 years consecutively.

ELECTION OF THE COMMITTEE AND OTHER OFFICERS

8.1 An election of committee members shall be held at the Annual General Meeting each year.

8.2 Nominations for election of Committee members and for other officers shall be in such form as the committee shall from time to time prescribe and shall be lodged with the Secretary not less than 21 days prior to the Annual General Meeting.

8.3 At the Annual General Meeting the election for the members of the Committee and other officers shall be held by ballot in such manner as the Chairperson shall direct. Any unfilled vacancies on the Committee at such meeting after the holding of the ballot may be filled by the meeting without prior nominations being received.

8.4 A member of the Committee or other officer of the Club may be removed from office by resolution of the members at a meeting specifically called for that purpose.

8.5 A casual vacancy in the Committee or in any other office may be filled by the Committee. The appointee shall hold office until the close of the Annual General Meeting next following his or her appointment.

8.6 The Officers of the Club shall be the:

(a) Commodore

(b) Vice Commodore

(c) Rear Commodore

(d) Secretary/Public Officer

(e) Treasurer

8.7 The office of an Officer of the Club oran ordinary member of the committee become vacant if that Officer or member -

(a) ceases to be a member of the Club; or

(b) becomes an insolvent under administration within the meaning of the Corporations Law; or

(c) resigns from office by notice in writing given to the Secretary.

GENERAL MEETINGS OF THE CLUB

9.1 The Club shall in addition to any other meetings held by it hold a General Meeting to be called "the Annual General Meeting" at least once a year and at such time and place as the Committee determines.

9.2 All other meetings of the Club are called Special General Meetings.

9.3 The Committee may, whenever it thinks fit, convene a special general meeting of the Club and, where, but for this sub-clause, more than 15 months would lapse between annual general meetings, shall convene a special general meeting before the expiration of that period.

9.4 The Committee shall, on requisition in writing of members representing not less than 5% of the total number of members, convene a special general meeting of the Club.

9.5 Fourteen days notice shall be given of any Annual or Special General Meeting specifying the place, day and hour of meeting, and the case of special business the general nature of such in the manner hereinafter provided, or in such other manner (if any) as is prescribed by the Club in general meeting, to the financial members of the Club or such persons as are entitled under these Rules to receive notices from the Club. The non-receipt of a notice by or the accidental omission to give a notice to any of the members of any general meeting shall not invalidate any resolution passed at any such meeting.

PROCEEDINGS AT GENERAL MEETINGS OF THE CLUB

10.1 The ordinary business of an Annual General Meeting shall be:

(a) To confirm the minutes of the previous Annual General Meeting and any general meeting held since that meeting; and

(b) To receive from the Committee reports upon the transactions of the Club during the last preceding financial year; and

(c) To elect Officers of the Club and the ordinary members of the Committee; and

(d) To receive and consider the statement submitted by the Club in accordance with Section 30(3) of the Act. shall be . All other business transacted at an Annual General Meeting and all business transacted at a Special General Meeting shall be deemed special. No person shall, as regards any special business of which notice has been duly given, be at liberty to move at any meeting a resolution or any amendment of a resolution not previously approved of by the Committee unless he or she has given not less than seven clear days of previous notice of his or her intention to move such resolution or amendment at such meeting by leaving a copy of the resolution or amendment (as the case may be) at the Office of the Club.

(e) If required by the Act to receive and consider the report of the Auditors and to appoint the Auditors of the Club for the next financial year.

10.2 The quorum for a meeting shall be 20 senior members or such number of senior members present as shall be equal to 10 per centum of the total number of senior members of the Club at the date of the meeting whichever is the greater.

10.3 No business shall be transacted at any meeting unless the quorum requisite is present at the commencement of the business.

10.4 The Commodore, or in his or her absence the Vice Commodore is entitled to take the chair at every general meeting, or if there be no Commodore or Vice Commodore or if at any meeting neither the Commodore nor the Vice Commodore is present at the time appointed for holding, or being present is unwilling to act as Chairperson of the meeting, the members present may choose a member of the Committee as Chairperson, and if no member of the Committee be

present or if any of the members present decline to take the chair, then the members present may choose one of their number to be Chairperson.

10.5 If within half an hour from the time appointed for the meeting a quorum is not present, the meeting if convened upon a requisition shall be dissolved, but in any case it shall stand adjourned to the same day in the next week at the same time and place, and if at such adjourned meeting a quorum is not present those members who are present are a quorum and may transact the business for which the meeting was called.

10.6 The Chairperson of a general meeting may adjourn the same from time to time and place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

10.7 Unless a poll is demanded by at least five senior members, every question submitted to a meeting shall be decided by a show of hands. In case of an equality of votes the Chairperson has a casting vote in addition to his or her vote as a member.

10.8 If a poll is demanded in manner aforesaid the same shall be taken at such time and in such manner as the Chairperson of the meeting directs and the result of such poll shall be deemed to be a resolution of the Club in General Meeting.

10.9 A declaration by the Chairperson that a resolution has been carried, or carried by a particular majority, or lost, or not carried by a particular majority, and an entry to that effect in the book containing the minutes of proceedings of the Club is conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

10.10 If a general meeting is adjourned by more than fourteen days, a notice of such adjournment is to be given to all members in the same manner as notice was or ought to have been given of the original meeting.

10.11 No objection shall be made as to the validity of any vote except at the meeting at which such vote was tendered. Every vote not disallowed at such meeting shall be deemed valid. If there be any dispute as to the admission or rejection of a vote the Chairperson may determine the same and such determination made in good faith is final and conclusive.

VOTES OF THE MEMBERS AND PROXIES

11.1 Every Senior Family Member and every Senior Single Member whose annual subscription and other sums due by him or her have been paid and each Life Member shall be entitled to one vote. All votes shall be given personally or by proxy.

11.2 (a) Each voting member is entitled to appoint another voting member as a proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

(b) The notice appointing the proxy must be

(i) for a meeting of the Club convened under Rule 4.7, in the Form set out in Appendix 1;

(ii) in any other case, in the form set out in Appendix 2.

PROCEEDINGS OF THE COMMITTEE

12.1 The members of the Committee may meet together for the dispatch of business, adjourn and otherwise regulate their meetings and proceedings as they think fit.

12.2 Questions arising at any meeting shall be determined by a majority of votes. In case of an equality of votes, the Chairperson of the meeting shall have a second or casting vote except when only two members of the Committee are present or competent to vote on the question then at issue.

12.3 The quorum necessary for the transaction of the business of a meeting shall be 6 unless otherwise determined by the Committee but shall not be less than 4.

12.4 Any member of the Committee may at any time and the Secretary upon the request of any member of the Committee, shall convene a meeting of the Committee.

12.5 A member of the Committee whom the Secretary reasonably believes is at any time not in Victoria shall not during such time be required to have received notice of any meeting of the Committee other than to his or her last known address. Any member of the Committee who has received notices of meetings of the Committee but has failed to attend four consecutive meetings without providing a reasonable excuse, shall be deemed to have resigned.

12.6 The continuing members of the Committee may act notwithstanding any vacancy in their body but, if and so long as their number is reduced below the minimum number fixed by or pursuant to these Rules, the continuing members may act for the purpose of increasing the number of members of the Committee to that number, or of calling a general meeting of the Club but for no other purpose.

12.7 The Commodore of the Club shall be Chairperson of all meetings of the Committee or in his or her absence the Vice- Commodore. If no such Commodore or Vice-Commodore is elected, or if at any meeting the Commodore or the Vice-Commodore is not present at the time appointed for holding the same, the Committee present shall choose one of their number to be Chairperson of such meeting.

12.8 A meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretion by or under the rules for the time being vested in or exercisable by the Committee generally.

12.9 The Committee may by resolution delegate any of their powers to sub-committees consisting of such member or members of their body and such other person or persons or to any person or persons as they think fit, to act. Any committee so formed, or person or persons so appointed shall in the exercise of the powers so delegated conform to any regulations that may from time to time be imposed by the Committee.

12.10 The meetings and proceedings of any sub-committee of Committee shall be governed by the provisions herein contained for regulating the meetings and proceedings of the Committee so far as the same are applicable thereto and are not superseded by any regulations made by the Committee under the last preceding Rule.

12.11 All acts done at any meeting of the Committee, or by a sub committee or other committee, or by any person acting as a member of the Committee shall, notwithstanding that it shall afterwards be discovered that there was some defect in the appointment of such members or persons

acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed member of the Committee.

12.12 A resolution in writing under the hands of all the members of the Committee for the time being in Victoria, (not being less than a quorum) shall be as valid effectual as a resolution passed at a meeting of the Committee duly called and held.

POWERS OF THE COMMITTEE

13.1 The management and control of the business and affairs of the Club is vested in the Committee who, in addition to the powers and authorities by these Rules expressly conferred upon them may exercise all such powers and do all such acts and things as are within the scope of the purposes of the Club, and are not hereby or by statute expressly directed or required to be exercised or done by the Club in general meeting, but subject nevertheless to the provisions of the Act and these Rules.

13.2 The Committee shall have the power to make such regulations as the Committee may see fit to further the purposes of the Club, including but not limited to safety precautions, yard control, boat control, facilities, visitors and security.

THE SEAL

14. The Committee shall provide for the safe custody of the seal which shall only be used by the authority of the Committee, and every instrument to which the seal is affixed shall be signed by two members of the Committee.

MINUTES OF PROCEEDINGS

The Club shall:

15.1 cause minutes of all proceedings of general meetings and of meetings of its Committee and any subcommittee to be entered within one month after the relevant meeting is held, in books kept for that purpose; and

15.2 cause those minutes to be signed by the Chairperson of the meeting at which the proceedings took place or by the Chairperson of the next succeeding meeting.

SECRETARY

16.1 The Club shall have at least one Secretary who shall be appointed by the Committee and may be removed.

16.2 The Secretary or one of the secretaries shall be a person who ordinarily resides in Victoria.

16.3 A person is not capable of being a Secretary of the Club unless the person is a natural person who has attained the age of 18 years.

16.4 If there is no Secretary of the Club, or no Secretary of the Club is capable of acting any act or thing required or authorized to be done by or in relation to the Secretary, may be done by or in relation to any assistant or deputy Secretary, or if there is no assistant or deputy Secretary is capable of acting, by or in relation to an officer of the Club authorized by the Committee to act as Secretary, either generally or in relation to the doing of that act or thing.

CHEQUES ETC.

17. All cheques, bills of exchange and promissory notes and other negotiable instruments shall be signed, drawn, accepted, made or endorsed as the case may be for and on behalf of the Club in such manner as the Committee from time to time determines. The Committee may also determine to make payments by electronic means and by direct debiting against Club accounts in such manner as it determines.

ACCOUNTS

The Club shall:

18.1 keep at such place or places as the Committee thinks fit such accounting records as correctly record and explain the transactions of the Club (including any transactions as trustee) and the financial position of the Club; and

18.2 keep its accounting records in such manner as will enable:

(a) the preparation from time to time of true and fair accounts of the Club; and

(b) the accounts of the Club to be conveniently and properly audited.

18.3 The accounting records shall at all times be open for inspection by a member of the Committee.

18.4 Members may inspect the accounts, books, securities and other relevant documents of the Club at any reasonable time provided however that members shall not be permitted to inspect any such documents to the extent to which they relate to confidential personal, employment, commercial or legal matters.

18.5 The Committee shall, at each Annual General Meeting, lay before the Club a statement of income and expenditure for the last financial year and a balance sheet as at the end of that financial year.

REGISTER OF MEMBERS AND OF BOATS

19.1 The Club shall keep a Register of Members and enter therein:

(a) the names and addresses of the members;

(b) the date at which the name of each person was entered in the Register as a member;

(c) the date at which any person who ceased to be a member during the previous seven years so ceased to be a member;

(d) any other matters relating to a member as the Committee may from time to time prescribe.

The register is available for inspection free of charge by any member upon request.

A member may make a copy of the entries in the register for private and non commercial use only.

19.2 The Committee shall maintain a "Register of Boats" in which shall be recorded the following particulars relating to all boats and aquatic craft that use Club facilities:

(a) name and address of the member responsible, and

(b) detail necessary to identify the boat or aquatic craft, and

(c) any other particulars as the Committee may from time to time prescribe.

Each member shall give to the Committee promptly all such information as it may require for the above purposes.

AUDIT

20 If required by the Act the Committee shall appoint a person or persons, a firm or firms, as Auditor or Auditors of the Club. The reasonable fees of the Auditor or Auditors shall be paid by the Club.

NOTICES

21.1 Members must give the Club their address for notices, and any change in that address.

21.2 The address for notices may include a fax number and an email address.

21.3 The Secretary must promptly enter any change in the address of a member in the register of members as required by Rule 19.1.

21.4 Notices may be given to a member by sending it to the address last given by the member.

21.5 In the case of family memberships, notice may be given to all members of the family by sending one notice to the address of the family last given on its behalf.

21.6 In these Rules a period of notice of a meeting expressed in days:

(a) Does not include the day on which the notice was given; but

(b) includes the day on which the meeting is held.

21.7 Notices sent by prepaid post are taken to have been given on the second day, after posting that is not a Saturday, Sunday or public holiday at that address.

21.8 Notices sent by fax or email are taken to have been given on the first day after sending that is not a Saturday, Sunday or public holiday at that address.

WINDING UP OF THE CLUB

22.

22.1 The Club may be wound up voluntarily by special resolution in accordance with Section 33 of the Act.

22.2 If the association is wound up

(a) (i) voluntarily; or

(ii) by a Court; or

(b) its incorporation is cancelled

the remaining assets of the association after satisfaction of the debts and liabilities of the association then the costs, charges and expenses of the winding up shall be given or transferred to some other entity that:

(a) at a similar purpose to the club; and

(b) also prohibit the distribution of profit income and assets to its members to at least as great an extent as is imposed on the Club by these rules.

INDEMNITY

23. Every officer (as that word is defined in the Act) or agent of the Club is indemnified out of the property of the Club against any liability incurred by him or her in his or her capacity as officer auditor or agent in defending any proceedings, whether civil or criminal in which judgment is given in his or her favour or in which he or she is acquitted or in connection with any application in relation to any such proceedings in which relief is under the Act granted to him or her by the Court.

ALTERATION OF RULES AND STATEMENT OF PURPOSES

24. These rules and the Statement of Purpose of the Club shall not be altered except in accordance with the Act.

CUSTODY OF RECORDS

25. Except as otherwise provided in these Rules, the Secretary shall keep in his or her custody or under his or her control all books, documents and securities of the Club.

APPENDIX 1

FORM OF APPOINTMENT OF PROXY FOR MEETING OF

Cowes Yacht Club Inc. CONVENED UNDER RULE 4(7)
(Reg no. A0025908D)

I,

..... (name)

of

..... (address)

being a member of Cowes Yacht Club Inc.

.....

appoint

..... (name of proxy holder}

of

.....
(address of proxy holder)

being a member of the Cowes Yacht Club Inc., as my Proxy to vote for me on my behalf at the appeal to the general meeting of the Club convened under rule 4(7),to be held on

(date of meeting)

and at any adjournment of that meeting.

I authorise my proxy to vote on my behalf at their discretion in respect of the following resolution (insert details of resolution passed under rule 41)).

Signed:

.....

Date: .....

APPENDIX 2

Cowes Yacht Club Inc.
(Reg. No. A0025908D)

FORM OF APPOINTMENT OF PROXY

I,
.....
(name)

of

.....
(address)

being a member of the Cowes Yacht Club Inc.

appoint

(name of proxy holder)

of

(address of proxy holder)

being a member of the Cowes Yacht Club Inc., as my proxy to vote for me on my behalf at the annual/special* general meeting of the Club to be held on-

(date of meeting)

and at any adjournment of that meeting.

My proxy is authorised to vote in favour or/against* following resolution

(insert details of resolution)

Signed:

.....

Date:
.....

*Delete if not applicable