

Kerikeri Cruising Club Inc

AGM Papers

Notice of Annual General Meeting

The Kerikeri Cruising Club Annual General Meeting will be held at 7.00pm on Thursday 12 October 2023 in the Kerikeri Cruising Club Clubhouse, 346 Opito Bay Road, Kerikeri.

Agenda

1. Apologies
2. Minutes of the AGM held September 2022 (see page 2)
3. Matters Arising
4. Commodore's Report
5. Treasurer's Report
 - a. Audited Financial Statements to 30 June 2023.
 - b. Presentation of the Budget & Determination of Subscriptions
6. Sub-Committee Reports
7. Election of Officers
8. Election of Sub-Committees
9. Election of Sub-Committee Chairpersons
10. Election of General Committee
11. Proposed Alteration of Rules (see page 7)
12. General Business
 - a. Northland Regional Council Bio-Security Fee - D Godbert & A August

Kerikeri Cruising Club Inc

Minutes of the
Annual General Meeting
Held Thursday 29 September 2022
Meeting held at Kerikeri Cruising Clubhouse, Doves Bay.
The meeting commenced at 7.30pm

1 Welcome

The Commodore, A Wells, welcomed members to the Kerikeri Cruising Club (KCC) Annual General Meeting (AGM).

2 Attending

A Wells (Commodore), and 41 members as per Attendance Register (on file). 40 members are required for a quorum.

3 Apologies

D Galbraith
R & J Tingey
G Moir
P Asquith

L Read
K Smidt
J Rowe
D & I Godbert

*It was resolved that the apologies be accepted.
Proposed A Wells/ Seconded B Carter - Carried*

4 Minutes of the Annual General Meeting held 30 September 2021

The minutes of the previous Annual General Meeting (AGM) had been circulated prior to the meeting and were taken as read.

*It was resolved that the minutes of the previous Kerikeri Cruising Club AGM 30 September 2021 be accepted with the addition of the sentence "The loss of Peter Hooper & Dennis Hewett was acknowledged by the meeting".
Proposed A Wells/ Seconded M Simpson - Carried*

5 Matters Arising

None

6 Commodore's Report

A Wells presented the Commodore's Report covering the activities of the Club during 2021/2022 (copy filed).
Questions:

1. Will there be enforced sale of licences if a member moves out of the area. No, the Club has a history of letting existing licences run their course rather than forcing sales/transfers. However, the Club is now rigorously applying the membership eligibility criteria & members who live in the long distance membership area will not be eligible to purchase or be assigned berth licences. This will apply both to new assignments & to assignments via estates. This is something that existing licensees need to consider when bequeathing their licences.
2. Reclamation title will be secured before the Club considers applying for a change of consent conditions. FNDC is being lobbied to contribute towards the cost of public access rather than restricting public access via the consent conditions.

*It was resolved that the Commodore's Report be accepted.
Proposed A Wells / Seconded B Carter - Carried*

7 Treasurer's Report

7.1 Financial Reports

Dean Smith presented the Treasurer's report copy on file.

D Smith noted that audited financial reports had not been distributed prior to the meeting as the auditor had advised that they would not be able to provide the audit in time for a September AGM. The Treasurer presented draft Performance Report for the KCC on file. Audited reports will be circulated to all Club members as soon as available.

It was resolved that General Committee review the Club's financial year end processes, accountant engagement, auditor engagement & the Club Constitution with the aim of making or drafting such changes as are required to ensure the Club can meet its statutory requirements with regards to the completion & adoption of audited financial reports.

Proposed D Smith/Seconded T Hood - Carried

B Upperton - noted his concern that Club could be deregistered for not filing the audited accounts with the Companies Office.

D Smith - review will make changes to ensure audited accounts are ready for filing as required.

A Wells - committed to improvement to governance, & will improve financial literacy of the General Committee

Does the Club have the resources to do this review? Certainly, has sufficient resources to start the process.

Should have proposed changes by the end of the calendar year.

7.2 Draft Amalgamated Performance Report to June 2022, Budget, Subscriptions & Fees

D Smith spoke to the draft amalgamated Performance Report noting that the bottom line was inline with the budget but that the running of the clubhouse had again been challenging & affected by COVID 19 environment. The budget, proposed fees & subscriptions for 2022/2023 year had been distributed prior to the AGM.

It was resolved that the Kerikeri Cruising Club audited Financial Accounts to 30 June 2020 & to 30 June 2021 & the budget, subscriptions & fees for the year commencing 1 December 2022 as proposed below:

Family \$256

Senior \$185

Youth \$70

Long Distance \$138

Social \$70

Crew \$70

Long Service \$138

Dinghy Rack \$36.8

Dinghy Locker \$150.2

Trailer park \$612.2

Pile Mooring \$859 -

Access FOB \$8 for new memberships

be accepted.

Proposed D Smith /Seconded D Keen - Carried

YNZ - what benefits does the Club for its membership. P Wilson understands YNZ may be negotiable on the fees charged. The Commodore & Treasurer asked if details could be provided to them so this can be followed up with YNZ.

8 Sub-Committee Reports

8.1 Keelboat

D Wise presented the Keelboat Committee report (copy on file).

It was resolved that the committee report be accepted.

Proposed D Wise/Seconded B Carter - Carried

8.2 House & Social and Launch & Cruise Committees

A Griffin presented the House & Social Committee report (copy on file).

It was resolved that the committee report be accepted.

Proposed A Griffin/Seconded L Ayr - Carried

8.3 Centreboard

M Turner presented the Centreboard Committee report.

*It was resolved that the committee report be accepted.
Proposed M Turner/Seconded P Wilson - Carried*

8.4 Marina

L Ayr presented the Marina Committee report.

*It was resolved that the committee report be accepted.
Proposed L Ayr/Seconded M Simpson - Carried*

9 Elections

Nominations from the floor can only be accepted if the nominee is present to accept the nomination or written confirmation to acceptance of the nomination is available.

The following officers were nominated, seconded and elected to office.

Office	Nominee	Election
Patron	Doug Galbraith	Nominated by A Wells/M MacDiarmid Elected
Commodore	Alastair Wells	Advance nomination. No other nominations - Elected
Vice-Commodore	Mark Turner	Advance nomination. No other nominations - Elected
Treasurer	Dean Smith	Advance nomination. No other nominations - Elected
Secretary	Tim Bingham	Advance nomination No other nominations - Elected
Rear Commodore	Dave Keen	Advance nomination. No other nominations - Elected
Honorary Solicitor	Law North	Nominated by A Wells/M MacDiarmid. Elected
Auditor	BDO	Nominated by D Smith/P Woods Elected

10 Election of committees

Nominations for sub-committee positions from the floor can only be accepted if the nominee is present to accept the nomination or written confirmation of acceptance of the nomination is available.

10.1 Centreboard

Centreboard sub-committee (maximum 7 members).

The following members were nominated & seconded in advance.

Nominee	
Maxine Cates	These nominees were deemed to be appointed.
Glenn Davies	
Bill Edwards	Advance nomination - Elected
Derry Godbert	
Meillia Kee	
Peter Kee	

There being one vacancy, further nominations were called for. None received.
Chair of the Centreboard Committee to be advised.

10.2 Keelboat

Keelboat sub-committee (maximum 7 members).

There being no nominations received in advance, nominations from the floor were called for.

The following members were nominated & seconded.

Nominee	Nominator/Seconder	
John Power	D Wise/N Fraser	There being insufficient nominations received these nominees were deemed to be appointed.
Simon Cain		
Finn Topsand		

Phil Webb		Elected
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There being further vacancies, further nominations were called for. None received.
Chair person to be advised.

10.1 Launch & Cruise

Launch and Cruise sub-committee (maximum 7 members). The work of the Launch & Cruise Committee has been completed by the House & Social Committee in recent years.

There being no advance nominations or nominations from the meeting, it was suggested that any Club member interested in organising cruising events contact or join the House & Social Committee.

10.2 House & Social

House & Social sub-committee (maximum 7 members).

There being no nominations received in advance, nominations from the floor were called for.

The following members were nominated & seconded.

Nominee	Nominator/Seconder	
Natasha Fraser	A Griffin/A Wells	There being insufficient nominations received these nominees were deemed to be appointed.
Debi Davenport		
Heleen Donnolly		
		Elected

There being further vacancies, further nominations were called for. None received.
Chair person to be advised.

10.3 Marina Committee

The Marina Committee is elected by the berth licence holders AGM which was held on 28 September 2021. The Marina Committee consists of P Woods (Chair), P Pedersen, M Carere, D Brock, M Lucas, R Dempster, M Simpson.

10.4 Kerikeri Cruising Club Marina Trust

Trustee J Graham has indicated he wishes to retire from the Trust.

The General Committee recommends that Club member Lane Ayr be appointed as a trustee to replace the retiring trustee.

It was resolved that L Ayr be appointed as a trustee to the Kerikeri Cruising Club Marina Trust.

Proposed A Wells/Seconded M Turner - Carried

11 Election of General Committee

The maximum number of general committee members is 14 including the officers and sub-committee chairs.
The following nominations were received in advance.

Nominee	
Bruce Carter	These nominees were deemed to be appointed.

There being insufficient nominees in advance, nominations from the floor were called for. None received.

12 Life Members

No new nominations received.

13 Proposed Alteration of Rules

13.1 Changes to the Long Distance Membership Category

To allow the simple application of the long distance membership category it is proposed that the definition of the long distance membership category be changed.

The Constitution & Rules currently reads,

“3.6 Long Distance Member

A Long Distance member shall be:

A Member (and Spouse) who permanently reside more than 100 kilometres Radius from the Club Rooms.”

It is proposed that this be changed to

“3.6 Long Distance Member
A Long Distance member shall be:
A Member (and Spouse) who permanently reside outside the Far North District Territorial Boundary.”
Proposed A Wells/ Seconded T Bingham: Carried

14 General Business

14.1 Clean Club

D Keen & B Carter presented the Clean Club concept to the AGM & thanked F Corbett & D Wright for their assistance.

There being no further business, the meeting closed at 8.55pm

.....
A Wells (Commodore)

.....
M Turner (Vice-Commodore)

Proposed Alteration of Constitution & Rules - T Bingham

Background

A new Incorporated Societies Act was passed into law on 6 April 2022. The new Act intends to make incorporated societies' governance functions more robust by aligning director duties more closely with those in the Companies Act. Examples of this include introducing officers' duties and requirements for dispute resolution processes. Some of the required changes require amendments to the Constitution, others can be included in the Club's policy & other documents.

There is a transition period during which incorporated societies will continue to be subject to the 1908 Act until they decide whether they wish to re-register under the 2022 Act or consider alternative options.

Societies that fail to re-register between October 2023 and April 2026 will cease to be incorporated and will be removed from the Register.

Re-registration will involve filing a constitution that is compliant with the new Act. Over the past 12 months, the Club's General Committee has reviewed the existing Club Constitution & Rules & as a result recommends the following changes to ensure it complies with the new requirements.

Complaints Procedure

The General Committee recommends the complaints procedure below and suggest it be added to the Constitution as item 2.4 under 2.0 Members, headed as "2.4 Complaints Procedure" and move "Expulsion" to 2.5

Inclusion of a complaints procedure is a requirement for our compliance with the Incorporated Societies Act 2022. The procedure below was taken from the Incorporated Societies website. If the Club chooses to write its own procedure, we may require a lawyer and we will likely have to produce a document that is essentially the same.

Proposed Complaints Procedure

2.4 Complaints procedure

(1) A member or an officer may make a complaint by giving to the committee (or a complaints subcommittee) a notice in writing that—

(a) states that the member or officer is starting a procedure for resolving a dispute in accordance with the society's constitution; and

(b) sets out the allegation to which the dispute relates and whom the allegation is against; and

(c) sets out any other information reasonably required by the society.

(2) The society may make a complaint involving an allegation against a member or an officer by giving to the member or officer a notice in writing that—

(a) states that the society is starting a procedure for resolving a dispute in accordance with the society's constitution; and

(b) sets out the allegation to which the dispute relates.

(3) The information given under subclause (1)(b) or (2)(b) must be enough to ensure that a person against whom an allegation is made is fairly advised of the allegation concerning them, with sufficient details given to enable them to prepare a response.

(4) A complaint may be made in any other reasonable manner permitted by the society's constitution.

3 Person who makes complaint has right to be heard

(1) A member or an officer who makes a complaint has a right to be heard before the complaint is resolved or any outcome is determined.

(2) If the society makes a complaint,—

(a) the society has a right to be heard before the complaint is resolved or any outcome is determined; and

(b) an officer may exercise that right on behalf of the society.

(3) Without limiting the manner in which the member, officer, or society may be given the right to be heard, they must be taken to have been given the right if—

(a) they have a reasonable opportunity to be heard in writing or at an oral hearing (if one is held); and

(b) an oral hearing is held if the decision maker considers that an oral hearing is needed to ensure an adequate hearing; and

(c) an oral hearing (if any) is held before the decision maker; and

(d) the member's, officer's, or society's written statement or submissions (if any) are considered by the decision maker.

4 Person who is subject of complaint has right to be heard

(1) This clause applies if a complaint involves an allegation that a member, an officer, or the society (the respondent)—

(a) has engaged in misconduct; or

(b) has breached, or is likely to breach, a duty under the society's constitution or bylaws or this Act; or

(c) has damaged the rights or interests of a member or the rights or interests of members generally.

(2) The respondent has a right to be heard before the complaint is resolved or any outcome is determined.

(3) If the respondent is the society, an officer may exercise the right on behalf of the society.

(4) Without limiting the manner in which a respondent may be given a right to be heard, a respondent must be taken to have been given the right if—

(a) the respondent is fairly advised of all allegations concerning the respondent, with sufficient details and time given to enable the respondent to prepare a response; and

(b) the respondent has a reasonable opportunity to be heard in writing or at an oral hearing (if one is held); and

(c) an oral hearing is held if the decision maker considers that an oral hearing is needed to ensure an adequate hearing; and

(d) an oral hearing (if any) is held before the decision maker; and

(e) the respondent's written statement or submissions (if any) are considered by the decision maker.

5 Investigating and determining dispute

(1) A society must, as soon as is reasonably practicable after receiving or becoming aware of a complaint made in accordance with its constitution, ensure that the dispute is investigated and determined.

(2) Disputes must be dealt with under the constitution in a fair, efficient, and effective manner.

6 Society may decide not to proceed further with complaint

Despite [clause 5](#), a society may decide not to proceed further with a complaint if—

- (a) the complaint is trivial; or*
- (b) the complaint does not appear to disclose or involve any allegation of the following kind:
 - (i) that a member or an officer has engaged in material misconduct;*
 - (ii) that a member, an officer, or the society has materially breached, or is likely to materially breach, a duty under the society's constitution or bylaws or this Act;*
 - (iii) that a member's rights or interests or members' rights or interests generally have been materially damaged;**
- (c) the complaint appears to be without foundation or there is no apparent evidence to support it; or*
- (d) the person who makes the complaint has an insignificant interest in the matter; or*
- (e) the conduct, incident, event, or issue giving rise to the complaint has already been investigated and dealt with under the constitution; or*
- (f) there has been an undue delay in making the complaint.*

7 Society may refer complaint

(1) A society may refer a complaint to—

- (a) a subcommittee or an external person to investigate and report; or*
- (b) a subcommittee, an arbitral tribunal, or an external person to investigate and make a decision.*

(2) A society may, with the consent of all parties to a complaint, refer the complaint to any type of consensual dispute resolution (for example, mediation, facilitation, or a tikanga-based practice).

8 Decision makers

A person may not act as a decision maker in relation to a complaint if 2 or more members of the committee or a complaints subcommittee consider that there are reasonable grounds to believe that the person may not be—

- (a) impartial; or*
- (b) able to consider the matter without a predetermined view.*

General Business

Northland Regional Council Bio-security Fee - D Godbert & A August

KCC is tasked by the Northland Regional Council with collecting \$160 per marina/pile mooring user for attempts at Fanworm control and monitoring. We have objected to this in the past and I would like our continued objection and dissatisfaction brought to the councils attention again.

I propose a strongly worded letter by written by the Commodore on behalf of the membership objecting to the ongoing unfair collection of the bio-security fee.