Kerikeri Cruising Club

www.kerikericruisingclub.org.nz

Notice of Special General Meeting

A Kerikeri Cruising Club Special General Meeting (SGM) for all eligible members is called by the KCC General Committee for 6.00pm on Tuesday 14th April 2026 in the Kerikeri Cruising Club Clubhouse, 346 Opito Bay Road, Kerikeri.

A quorum of 40 members with voting rights is required for this meeting.
Please note:

- both adult members within a family membership have a vote each
- the clubhouse bar will be open after the meeting.

Agenda

1. Apologies

2. General Business

2.a. To consider for approval recommendations from the Kerikeri Cruising Club General Committee that:

i. LINZ Determination Report in relation to the marina reclamation be accepted,

ii. Club Officers be authorised to sign agreements with LINZ on behalf of the Club to obtain the reclamation title ,

iii. A proposal for funding the purchase of the reclamation title be accepted including creating & selling licences for A47, B45 and C1 & splitting the costs of the title application 50:50 between the Club & berth licence holders,

2.b. Proposed changes to the Kerikeri Cruising Club Constitution & Rules relating to “Major Financial Transaction” be adopted

2.c. Proposed changes to the social membership subscription & application process be accepted

2.d. Proposed “Out of Zone Membership” category be adopted into the Kerikeri Cruising Club Constitution & Rules.

Additional information and proposed resolutions for each of these agenda items is included below.

2.a Reclamation Title

2.a.i. LINZ Determination Report in relation to the marina reclamation

Obtaining title for the land reclamation that forms the majority of the parking adjacent to the marina is a condition of the Club’s marina coastal consent. Ideally, title would have been obtained at the time the marina was constructed, this did not occur. Subsequently, the process to obtain title was initiated. The process has been prolonged because the situation is rare & required extraordinary Crown oversight, the relevant legislation has changed twice in the intervening period, unnecessary bureaucratic hurdles & dead-ends were encountered & Club representatives were determined to negotiate an acceptable price for the title.

Now finally, the Club has received a Determination Report from LINZ. This report makes a recommendation to approve our title application to the Minister for LINZ's Delegate and it sets out the terms under which the title, for the undeveloped sea bed beneath the reclamation, could be acquired by the Club from the Crown. For this to occur, the Club members must:

1. Accept the Determination Report
2. Authorise Club officers to sign & enter into the agreements required to obtain title as described in the report.
3. Approve a model for funding the purchase of the title.

The Determination Report is a sensitive document; it is not the intention to distribute it digitally. Hard copies will be available for viewing at the Special General Meeting (SGM) & at the informal “Information Evening” on Wednesday 8th April. You can also view a copy of the Determination Report, at the Club office during opening hours.

The General Committee has resolved to recommend that the Determination Report be accepted by the membership at a Special General Meeting.

The proposed SGM resolution is

To accept the Determination Report (DETERMINATION OF APPLICATION FOR THE GRANT OF AN INTEREST IN RECLAIMED LAND - Lot 4 DP 505903, Doves Bay in relation to the reclamation adjacent to the Kerikeri Cruising Club property, 346 Opito Bay Road, Kerikeri).

Proposed T Bingham/Seconded M Turner

2.a.ii. Authorise the Club Officers to sign agreements with LINZ on behalf of the Club to obtain the Reclamation Title

If the Determination Report is accepted by the Club’s members at the SGM, there will be agreements required for signature relating to the acquisition of title for the land. The General Committee recommends that members authorise the Club Officers to sign any & all such

agreements as are necessary to this end.

The proposed SGM resolution is

To authorise Club Officers to sign all agreements required to obtain title of the reclamation for the Kerikeri Cruising Club.

Proposed T Bingham/Seconded M Turner

2.a.iii. Proposal for Funding the Purchase of the Reclamation Title

In addition to the price of the title, expenses have been incurred in relation to obtaining it, these include a valuation required by LINZ, legal fees, surveying, travel for price negotiations & others. Total costs are in the realm of $250,000.

To fund purchase of the Reclamation Title and associated costs, licences for two new marina berths will be created and these licences will be sold with all net proceeds going towards the cost of obtaining title, and the outstanding balance of costs being split on a 50/50 basis between the Club and Berth License Holders. This expense will be a one-off surcharge on Berth Licence Holders on a per berth basis regardless of size of berth and the value of the surcharge will be added to the maximum transfer price for these berths. Unlicenced berth C1 will be sold and the proceeds from this sale will go towards the Club's balance of the 50/50 agreement.

The proposed SGM resolution is

To approve creation of three new marina berth licences (A47, B45 & C1) and sale of these licences with all net proceeds going towards the costs of obtaining the reclamation title, the outstanding balance of costs being split on a 50/50 basis between the Club and berth licence holders with the berth licence holders balance being added to the maximum transfer price for each berth licence.

Proposed T Bingham/Seconded M Turner

2.b Proposed changes to the Kerikeri Cruising Club Constitution & Rules relating to “Major Financial Transaction”

To access the Club’s marina refurbishment funds approval must *currently* be sought from the:

1. KCC Marina Sub-Committee
2. KCC General Committee
3. KCC Marina Trust
4. KCC members at either an annual general meeting or special general meeting

The Club’s marina refurbishment funds are entrusted for management to the KCC Marina Trust, there are Deeds of Undertaking & Declaration that proscribe the terms of use for these funds and restrict the use to marina refurbishment only. Requiring approval from the members at an annual or special general meeting is a time-consuming unnecessary process. It is proposed to eliminate the requirement for approval from members in relation to expenditure of marina refurbishment funds. This will require changes to the Club’s Constitution as the size of most refurbishment projects defines it as a “Major Financial Transaction”.

The *proposed* resolution is:

"To authorise the Club to undertake a Major Financial Transaction utilising funds from the marina refurbishment account, subject to the following conditions:

- The transaction must be for the purposes described in the Deed of Declaration.
- The contract must be approved by the Marina Sub-Committee, the General Committee, and the Marina Trust before it is signed, approval not to be unreasonably withheld.
- The total commitment is capped at the combined balance of uncommitted cash and 80% of outstanding refurbishment levies (with levies to be deposited before spending).

And, to adopt the following changes to the "Kerikeri Cruising Club Constitution & Rules"

Revised clause 4.10.3 as below with the addition of iii. a, b, c:

"4.10.3 – Powers of the Committee
i. The Committee shall have the power to engage, control and dismiss any of the Club servants and paid officials. To appoint a Member to fill any casual vacancy on or add to the Committee for such period as the Committee determines.
ii. A Special General Meeting resolution is required for the General Committee to proceed with any Major Financial Transaction of the Club except for the Marina pursuant to subclause (iii) below. The Committee cannot commit to such a transaction otherwise.
iii. The Club is authorised to undertake a Major Financial Transaction utilising funds from the marina refurbishment account, subject to the following conditions:
a. The transaction must be for the purposes described in the Deed of Declaration.
b. The contract must be approved by the Marina Sub-Committee, the General Committee, and the Marina Trust before it is signed, approval not to be unreasonably withheld.
c. The total commitment is capped at the combined balance of uncommitted cash and 80% of outstanding refurbishment levies (with levies to be deposited before spending)."

And, to delete the redundant definition as below:

"Major Financial Transaction (Marina)
In any financial year expenditure equal to or greater than that permitted under the Kerikeri Cruising Club Deed of Trust."

Proposed T Bingham/Seconded Mark Turner

2.c Proposed change to the social membership subscription & application process

To encourage increased patronage of the clubhouse restaurant and bar it is proposed to reduce the social membership subscription and change the application process for this membership type. In recognition of the subscriptions paid by existing social members a clubhouse credit would be given to those members to acknowledge the change.

The proposed resolution is

To:

1. Reduce the social membership subscription to $20 a year for the 2025/2026 year, a completed Club Joining Form & immediate payment of the subscription for immediate social membership of the Club, all other conditions of the social membership category will remain the same. Social memberships will be confirmed at a General Committee meeting.
2. Credit existing social members who have resubscribed since December 2025 $80 credit at the clubhouse to be redeemed by 31 December 2026.

Proposed T Bingham/Seconded M Turner

2.d. Proposal to Introduce an “Out of Zone” Membership Category

This category of membership would allow for full members rights outside of the Far North District. It is intended to add some flexibility to the rules of berth license holders place of residence. It can serve many purposes including an avenue for those who are intending to move to the area and wish to purchase a berth or members to own a license whilst having no intention of being a resident. There would be a maximum of 30 memberships in this category. The Out of Zone Membership annual fee is proposed at $1,345 a year, plus cpi. It has a higher subscription to account for the value our members put on the Club that they built.

Although this level of membership allows for full participation in the Club, proxie votes, in the Club's meetings must be in person. The Berth License Holders AGM and special general meetings allow proxy votes but no major financial spending or commitments beyond the rules of the Club can be made at these meetings.

The proposed resolution is:

"To approve introduction of an "Out of Zone Membership" category and make the following amendments to the KCC Constitution & Rules" to accommodate the new category:

insert the following as clause 3.4 of the KCC Constitution & Rules and adjust the number of the subsequent membership categories,

"3.4 Out of Zone Members
Out of Zone Members shall be:

- any person who would otherwise qualify as a Senior Member, or
- any persons comprising a single-family unit and residing together, including children under the age of eighteen(18) years on the 30th November in the current year;

who permanently reside outside the Far North District Territorial Boundary and who are approved by the Club on application. Not withstanding that the maximum number of Out of Zone Members will be set at thirty(30) at any one time.

3.4.1 Each person who would otherwise qualify as a Senior Member shall be entitled to one (1) vote, with a maximum of two (2) votes per family unit.

3.4.2 Any Member of such family unit who would otherwise qualify for Senior Membership may be elected to the Committee.

It should be noted that although this level of membership allows for full participation in the Club we do not allow proxie votes, and voting in the Club's meetings must be in person.

The Berth License Holders AGM or their special general meetings allow proxy votes but no major financial spending or commitments beyond the rules of the Club can be made at these meetings."

Proposed Tim Bingham/Seconded Mark Turner