



# MORNINGTON YACHT CLUB

*Affiliated with Yachting Victoria*

ABN 44 004 625 414

## **NOTICE OF EXTRAORDINARY GENERAL MEETING OF THE MORNINGTON YACHT CLUB TO ADOPT A NEW CONSTITUTION**

Notice is hereby given that an Extraordinary General Meeting of the Mornington Yacht Club ("**Club**") will be held at the Clubhouse, Schnapper Point Drive, on Wednesday 23 November 2016 at 7 pm.

The purpose of the meeting is to consider, and if thought fit, pass with or without amendment the following as a special resolution:

*"That for the purposes of section 136 of the Corporations Act and all other purposes the Memorandum and Articles of Association of the Mornington Yacht Club are repealed and in lieu thereof the constitution attached to this notice is adopted."*

### **BACKGROUND TO PROPOSED RESOLUTION**

Over the past 18 months the Committee of the Club has undertaken a thorough review of its constitution and considered whether the constitution of the Club meets the needs of a modern sporting and community organisation. Following this review, the recommendation of the Committee is to replace the existing constitution (known as the Memorandum and Articles of Association) with a new constitution. A copy of the proposed new constitution is attached for your consideration.

The existing constitution of the Club has stood relatively unchanged since 1964. Whilst the core objects of the Club, such as the promotion and encouragement of sailing and yacht racing and the provision of proper facilities for our members, have remained unchanged over time, some of the clauses in the old constitution have become outdated and needed refinement. The new proposed constitution reflects the Club's legal advice as to best practice in member based organisations in relation to corporate governance, members' rights and board accountability.

Attached to this Notice is a Proxy Form for members who wish to appoint a proxy to the meeting and a Frequently Asked Questions and Answers Sheet which may be of some assistance to members in relation to the proposed resolution.

Attached to this Notice is a copy of the proposed new constitution of the Club and copy of the Club's existing Memorandum and Articles of Association.

The Proxy Form and the attachments to this Notice form part of this Notice.

If you have any queries or feedback concerning about new proposed constitution, please free to contact any of the Club Officer bearers on the following:

- Sheryl Schumacher, Commodore, [commodore@morningtonyc.net.au](mailto:commodore@morningtonyc.net.au) or 0414 999 203
- Chris Jackson, Vice Commodore, [vicecommodore@morningtonyc.net.au](mailto:vicecommodore@morningtonyc.net.au)
- Rod Austin, CEO/Secretary, [ceo@morningtonyc.net.au](mailto:ceo@morningtonyc.net.au) or 0477 522 750
- Simon Purcell, Honorary Solicitor, [simon.purcell@lex-tech.com.au](mailto:simon.purcell@lex-tech.com.au)

Regards

A handwritten signature in blue ink, appearing to read 'S. Schumacher', with a horizontal line and a small flourish at the end.

Sheryl Schumacher  
Commodore

---