

# **Canterbury "J" Class (one design) Owners Association Inc.**

## **Owners Association Constitution**

### **1) Name –**

The name of the organisation shall be:

**The Canterbury "J" Class (one design) Owners Association Incorporated** <sup>[As amended 2014]</sup>

### **2) Objects -**

The Canterbury J Class (One Design) Owners Association Incorporated as the legal Owners of the Canterbury J Class One Design specification and rules shall promote construction, sailing and racing, organise events, distribute class information and maintain the class specifications and rules.

The Canterbury J Class (One Design) Owners Association shall hold mold's for the hull, keel and trim weight and supply the same as required by the Class Advisory Committee and maintain a register of all permitted boats. <sup>[amended 2019]</sup>

### **3) Policy -**

It shall be the policy of the Class Owners Association (COA) to:

- a) Maintain the restricted design nature of the Yacht.
  - b) Encourage construction, sailing, and racing of the yacht as a radio controlled model yacht.
  - c) Keep the costs involved in construction of the yacht within reasonable limits.
  - d) Service the members of the Association and intending members by managing the Class and providing technical and administrative information to promote the Class.
- (1) Co-operate with other yachting and Model Yachting organisations to promote and improve model yachting in general and the "J" Class Model Yacht in particular.

### **4) Organisation –**

The COA shall consist of the Members, the Class Officers, and the Class Advisory Committee (CAC).

### **5) Members –**

<sup>[As amended 2014]</sup>

There may be three <sup>[amended 2019]</sup> classes of Membership:

- a) Members shall be a registered owner of a "Canterbury <sup>[amended 2019]</sup> J" class model yacht who is current in the class dues.
- b) The Association at its Annual Meeting may from time to time choose to award

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Life Membership upon the recommendation of the CAC. Such Life Members to have full rights within the Association and to be limited in number to five.

[As amended 2007]

Such members to be current or former members of the Canterbury J Class (One Design) Owners Association Inc.

- c) Honorary membership upon the recommendation of the Class Advisory Committee. Such honorary members shall NOT have voting rights, submit motions, make nominations for or serve on any committee within the Canterbury J Class (One Design) Owners Association Inc and shall be limited to five. <sup>[added 2019]</sup>
- d) Only members as described in clause (a) above shall vote in the affairs of the COA, submit ballot motions, make nominations for or serve on any committee within the Class Association.  
Unless a waiver is provided by the COA Class Officers in accordance with 6b iv, non financial and/or non members shall be prohibited from sailing in any regatta or event organised by the COA <sup>[as amended October 2016]</sup>
- e) Membership shall be annual with membership fees being due after the AGM for the following year. Members failing to pay the Annual fees by the 31<sup>st</sup> December shall cease to be members. <sup>[As amended 2014]</sup>

### 6) Class Officers –

The Class Officers shall consist of the President, Vice President, and the Secretary / Treasurer.

- a) Class Officers shall be elected, or re-elected at the Annual General Meeting.
- b) Class Officers shall:
  - i. further the objects and policies of the COA,
  - ii. cause all COA business to be transacted,
  - iii. supervise all COA activities,
  - iv. determine issues of policy and,
  - v. act upon all other matters determined necessary.

### 7) Duties of COA Officers shall be as follows -

**President** — supervises all COA activities, co-ordinates the activities of the COA Officers, schedules Championship Regattas, and co-ordinates activities of the CAC.

**Vice President**— assists the President in carrying out business, assumes the duties of the President when absent, and prepares the newsletter for the Members.

**Secretary/Treasurer** — maintains records of all transactions and business conducted by the COA, and is responsible for the maintenance of the registers of members and yachts within the Association.

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**The Secretary/Treasurer shall hold the Common Seal of the Association and use it as directed by the CAC.** <sup>[As amended 2014]</sup>

### **Class Advisory Committee (CAC) -** <sup>[as amended 2006]</sup>

The CAC shall consist of the COA Officers, a representative of the current hull and lead co-ordinators, <sup>[as amended 2017]</sup> one Measurer and three other persons as elected. <sup>[As amended 2014]</sup>

- a) The CAC shall maintain the Class specifications, shall rule on all requests for interpretation of the Class specifications, and may provide recommendations to the COA Officers.
- b) The CAC shall make its position clear regarding balloted matters for the benefit of members prior to the ballot.
- c) Where a ballot is to be taken such a position shall accompany the voting papers to allow an informed decision by members. <sup>[amended 2019]</sup>
- d) All decisions and recommendations shall be transmitted to the membership at the earliest date.

### **8) Class Dues**

Annual Subscription – the COA subscription shall be established, and may be modified by the CAC to be ratified by members at an Annual General Meeting. <sup>[As amended 2007]</sup>

### **9) Conduct of Business**

- a) Proposed changes to the Class Specifications may be submitted to the President at any time by a Member.
- b) Changes to the Class Specifications or COA Constitution may only be made by a vote of the Membership.
- c) Proposed changes to the Specifications or Constitution must receive a two thirds majority of all valid ballots to be accepted and the changes be effected.
- d) Balloting of the Members may be conducted at any time it is considered necessary by the COA officers.
- e) The Associations financial year ends on 30th September of each year.
- f) The Annual General Meeting shall be called as soon as possible after the end of the financial year.
- g) An Annual General Meeting shall be called once a year for the purpose of electing

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officers and committee, setting the subscription for the ensuing year, changes to the Class Specifications, changes to the COA Constitution (as published in the notice of AGM) or any other general business.

- h)** Notice of an Annual General or Special General Meeting shall be sent to all financial members advising of any business for that meeting, in writing seven clear days in advance.
- i)** The quorum for an Annual General Meeting or Special General Meeting shall be 15% of the financial membership of the Association.
- j)** Nomination of COA Officers and CAC members may be made in writing prior to the AGM, or received from the floor at the time of the Elections. Nominations to be moved and seconded by financial members. <sup>[As amended 2007]</sup>
- k)** A Business Meeting shall be scheduled and form part of any National Regatta to discuss matters related to the Class.
- l)** Decisions of the COA Officers may be challenged by 15% of the Members within two months of the publication of such decision in the newsletter.
- m)** Challenged decisions should be set aside and not acted upon until a ballot of the COA Members unless urgency prevails.
- n)** A decision of urgency shall be able to be defended by the COA officers.
- o)** When a decision is challenged the challengers shall be afforded the same rights as the CAC in publication of their position regarding the item(s) challenged- Such publications shall accompany postal voting papers.
- p)** Any casual vacancy shall be filled by the COA Officers and any person so appointed shall hold office until the next ballot, but shall be eligible for re-nomination and re-election.
- q)** No member of the COA shall be denied a vote in the affairs of the Association by virtue of geography. When members reside in areas where established fleets do not exist postal voting shall be the accepted method of ballot for all members. Postal or electronic voting shall be the accepted method of any ballot. <sup>[amended 2019]</sup>
- r)** The CAC shall have the powers to control and invest the funds of the Association. <sup>[As amended 2014]</sup>
- s)** The CAC shall not have the power to borrow money. <sup>[As amended 2014]</sup>
- t)** Any income, benefit or advantage shall be applied to the objectives of the organisation. No member of the organisation or any person associated with a member, shall participate in or materially influence any decision made by the organisation, in respect of the payment to or on behalf of that member or associated person of any income, benefit, or advantage whatsoever. Any such income shall be reasonable and relative to that which would be paid in an arms length transaction (being open market value). And the provisions and effect of this

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clause shall not be removed from this document and shall be included and implied into any document replacing this document. <sup>[As amended 2017]</sup>

- u) No addition or alteration of the aims, personal benefit clause or the winding up clause shall be made which affect the tax exempt status. The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document. <sup>[As amended 2017]</sup>
- v) The CJOA shall indemnify the Officers and other Committee Members of the CJOA whilst in their roles in respect of all liability arising from the proper performance of their functions connected with the CJOA. <sup>Amended 2021</sup>

### 10) GENERAL

#### Winding up

If upon winding up or dissolution of the organisation there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid or distributed among the members of the organisation but shall be given or transferred to some other organisation or body with similar objects to the first organisation that also has an income tax exemption or for some other charitable purpose, within New Zealand. <sup>[As amended 2017]</sup>

#### NOTES:

**1 November 2004** – Constitution scanned into digital format by the Secretary/Treasurer, Simon Ballantyne. Some corrections were made to bring the spelling into line with New Zealand English. **16 August 2006** – Circulated to the Committee

**17 August 2006** – Re-paragraphed and bulleted to accord with the 2001 publication and circulated to the Committee – some grammatical changes and spellings have been effected. This booklet formatted from A4 Master.

**14 October 2006** – The Secretary moved that Clauses 8) b) and 8) c) of the Constitution pertaining to the “years of Election” be deleted – passed. Clauses so removed and remaining clauses renumbered (a – e)

**27 October 2007** – The Secretary moved on behalf of the Committee:-

1. That Section 5) b) pertaining to Associate Membership be deleted. The meeting was generally in agreement but an amended motion (*Peter Vincent / Mike Hefford*) to preserve the right of the Association to grant Life Membership was accepted. Section 5) b) now to read, “The Association at its Annual Meeting may from time to time choose to award Life Membership upon the recommendation of the CAC. Such Life Members to have full rights within the Association and to be limited in number to five.”

2. That Section 9 (Class Dues) be deleted and be replaced with a new Section 9 reflecting that Class Dues are really an annual subscription (*Ashley Glubb*) agreed. The new Section 9) to read: “Annual Subscription – the COA subscription shall be established, and may be modified by the CAC to be ratified by members at an Annual General Meeting.”

3. That Section 10) j) requiring the posting out of Nomination papers etc be deleted to recognise that Nominations to Office by and large are local and have been traditionally made from the ‘floor’ at Annual Meetings (*Tom Arthur*) agreed. A new 10) j) to read: “Nominations of COA Officers and CAC members may be made in writing prior to the AGM, or received from the floor at the time of the Elections. Nominations to be moved and seconded by financial members.”

**5<sup>th</sup> October 2013** - Part of clause 5A removed... “and a financial member of an affiliated Model Yacht Club.”

**11<sup>th</sup> October 2014**

# **Canterbury “J” Class (one design) Owners Association Inc.**

*In order to maintain control and the integrity of the Canterbury "J" Class Model Yacht it would be prudent for the Association to become a "Legal Entity" instead of remaining an "Ad Hoc" Group. The most appropriate vehicle to achieve this is to become an Incorporated Society. The Class Advisory Committee (CAC) has discussed this issue and supports the following*

*constitutional changes to effect this action.*

Clause 1. *The name of the association to become: **The Canterbury " J " Class (One Design) Owners Association Incorporated.***

Clause 2. Objects: *Delete “Championship regattas” and substitute “Championships”.*

Clause 5. Members: *Add clause 5 d.*

Membership shall be annual with membership fees being due **after the AGM** for the following year. Members failing to pay the Annual fees by the 31<sup>st</sup> December shall cease to be members.

Clause 7. Duties of COA Officers shall be as follows-  
Secretary/Treasurer

**Add The Secretary/Treasurer shall hold the Common Seal of the Association and use it as directed by the CAC.**

Clause 10. Conduct of Business

**Add clause 10 r. The CAC shall have the powers to control and invest the funds of the Association.**

**Add clause 10 s. The CAC shall not have the power to borrow money.**

## **October 2016 AGM.**

### **Added to rule 5 (c)**

Unless a waiver is provided by the COA Class Officers in accordance with 6b iv, non financial and/or non members shall be prohibited from sailing in any regatta or event organised by the COA.

## **October 2017 AGM.**

### **Clause 7**

Changed to hull and lead co ordinators.

### **Clause 9t added**

Any income, benefit or advantage shall be applied to the objectives of the organisation. No member of the organisation or any person associated with a member, shall participate in or materially influence any decision made by the organisation, in respect of the payment to or on behalf of that member or associated person of any income, benefit, or advantage whatsoever. Any such income shall be reasonable and relative to that which would be paid in an arms length transaction (being open market value). And the provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

### **Clause 9u added**

No addition or alteration of the aims, personal benefit clause or the winding up clause shall be made which affect the tax exempt status. The provision and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

### **Clause 10b added**

If upon winding up or dissolution of the organisation there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid or distributed among the members of the organisation but shall be given or transferred to some other organisation or body with similar objects to the first organisation that also has an income tax exemption or for some other charitable purpose, within New Zealand.

## **October 2019 AGM.**

### **Clause 2 removed**

The object of the association shall be to promote construction, sailing and racing, organise Championships, distribute Class information, and maintain the Class Specifications and Rules.

### **Clause 2 replacement**

The Canterbury J Class (One Design) Owners Association Incorporated as the legal Owners of the Canterbury J Class One Design specification and rules shall promote construction, sailing and racing, organise events, distribute class information and maintain the class specifications and rules.

The Canterbury J Class (One Design) Owners Association shall hold mold's for the hull, keel and trim weight and supply the same as required by the Class Advisory Committee and maintain a register of all permitted boats

### **Clause 3.1**

“in an effort” removed

### **Clause 5**

## **Canterbury “J” Class (one design) Owners Association Inc.**

Changed from two to three types of membership

**added clause c**

Honorary membership upon the recommendation of the Class Advisory Committee. Such honorary members shall NOT have voting rights, submit motions, make nominations for

or serve on any committee within the Canterbury J Class (One Design) Owners Association Inc and shall be limited to five.

**Clause 7c**

“postal” removed.

**Clause 9q**

added Postal or electronic voting shall be the accepted method of any ballot.

**Clause 10a** removed as conflicted with 10b

In the case of the Canterbury J Association winding up, any funds be transferred to the Christchurch Model Yacht Club or in the case of the Christchurch Model Yacht Club being defunct then another a similar body as decide by a Special General Meeting called for the above purpose.

**October 2021 AGM Added**

**Clause 9 v)** The CJOA shall indemnify the Officers and other Committee Members of the CJOA whilst in their roles in respect of all liability arising from the proper performance of their functions connected with the CJOA.