

BYE LAWS OF THE LANTAU BOAT CLUB

Preamble

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Preamble

- a) The bye laws of the society known as the “Lantau Boat Club Co-operative” (hereafter referred to as “the LBC”) as registered under the Co-operative Societies Ordinance, Cap33 (the “Ordinance”) of the Laws of the Hong Kong SAR are laid out in this document.
- b) The LBC will officially be known by its English name of “Lantau Boat Club Co-operative”, or more commonly as the “Lantau Boat Club”.
- c) The Club management is entrusted to a Committee (“the Committee”) of at least five Office Bearers (“the Officers”) who are Club members and who are selected by voting by the Club membership (“the Members”) at each Annual General Meeting (the “AGM”).
- d) Any amendment to these bye laws are to be communicated to the Hong Kong Societies Registrar (“the Registrar”) and will not take effect until the registrar has registered the amendment.
- e) Words which have a meaning assigned to them in the Ordinance shall have that same meaning in these Bye-laws. Words importing the singular number only shall include the plural number and vice-versa. Words importing the masculine gender shall include the feminine gender.
- f) The official language of the club shall be English. However, at meetings each member may speak in his own language, translations being made into other languages when required. In all cases, where there is a difference in the interpretation, the English version shall be accepted.
- g) ‘Written notice’ shall also mean transmittal by electronic means, such as e-mail.

Bye Law 1: Object of the Club.

The Club is formed with the object of providing for and promoting non-powered water sports from Discovery Bay, Lantau Island, Hong Kong SAR by pooling together human resources in the spirit of self and mutual help with the object of providing support and services to members.

Bye Law 2: Club Constitution.

a) LBC Members

- i) The Club shall consist of at least ten members all who have attained the age of 18 years and are a resident of the Hong Kong SAR.

ii) Members may join either individually or as Family Members under a family membership on payment of the appropriate subscription. Member's children under the age of 19 or in full time education under the age of 22 may be considered club members providing the Member has paid the family subscription. Members and Family Members age 18 or above shall have the power to vote at Annual General Meetings of the LBC.

iii) Club membership is at the discretion of the Committee and the Committee may cancel the membership of any member for any cause but any such cancellation must be confirmed by a majority of members present at an Extraordinary General Meeting called for that purpose. A member may resign from the club at any time by written notice to the Committee. In such case, a refund of the balance of paid membership fees will not be made. Any Member whose subscription has not been renewed on the day of renewal shall cease to be a member. Any such former Member must pay the current joining fee if they wish to rejoin the LBC.

iv) Club members have no share capital or financial stake in the Club. In addition, they may receive no dividend, bonus or profits from the club.

b) LBC Committee

i) The Committee consists of a minimum of five Officers who shall be Members, three of which must be the Commodore (acting as the Club Committee Chairman), the Club Secretary and the Club Treasurer. These three "Core Officers" must be declared to the Registrar as required by the Ordinance within 30 days of any change.

ii) The additional Officers must consist of at least two in number and any change in the designation and duties of these positions are to be decided on by voting by club members at the AGM. The appointment of these officers need not be declared to the Registrar.

iii) An Officer may only resign his office in exceptional circumstances (such as permanently leaving the Hong Kong SAR) by explaining the reasons in writing to the Commodore. In such circumstances, the remaining Officers may elect a replacement from their number, or propose the election of a replacement at an Extraordinary General Meeting convened for that purpose.

iv) The Committee may co-opt any Member who, once on the Committee shall have the same rights (including voting rights and terms of Office) as the other Officers.

v) Any Officer may be dismissed by a resolution passed at a General Meeting of the LBC, provided that the votes cast in favour of dismissal amount to at least one third of the current number of voting members and due notice of the resolution has been given.

vi) Sub- Committees may be formed at the discretion of the Committee to organize any activities or events which the Committee deems appropriate to further the object of the Club.

c) Finances

i) The financial year shall run from 1 April to 31 March of the following year. New members joining after 1 May pay reduced subscriptions at the discretion of the Committee.

ii) The Committee shall set the subscription payable before the start of each financial year, subject to approval by the club members at the next subsequent General meeting.

iii) The funds of the LBC shall be used for the aims for which the LBC is established. No person shall expend or cause to be expended funds of the LBC without prior permission of the Committee.

d) Meetings

i) Notification of General Meetings of the Club shall be made at least fourteen days in advance of the meeting and sent to each Member at his last e-mail address notified to the Secretary of the LBC.

ii) Notice of all motions submitted to a General Meeting shall be submitted to the Secretary of the LBC at least seven days in advance.

iii) The Annual General Meeting of the LBC shall be not more than eighteen months after the previous Annual General Meeting.

iv) The agenda of an Annual General Meeting shall include:

Confirmation of the minutes of the previous Annual General Meeting.

Officer's reports.

Election of Officers.

Any Other Business for which due notice has been given.

v) The quorum of the Annual General Meeting shall be either twenty voting Members, or one fifth of the total number of voting Members whichever is the lesser. Motions will be carried by a simple majority. If there is a hung vote, the chairman shall have a casting vote if necessary in addition to his own vote.

vi) The Commodore shall chair any General Meeting or Committee meeting of the LBC at which he is present. If not present or if he declines to take the chair, the other Members present may elect a chairman from among the Officers present.

v) Meetings of the Committee should take place every three months, but not more than six months since the previous meeting.

vi) At any meeting of the Committee, four members shall form a quorum. All decisions shall be taken by a simple majority. In any decision, the Commodore shall have a casting vote if necessary in addition to his own vote.

vii) A Special General Meeting or a meeting of the Committee may be called by the Commodore at any time and must be called within thirty days if he is required to do so in writing by at least twenty members.

e. Rules

The Committee is responsible for compiling and amending as necessary the rules of the Club which will facilitate the day to day organization and operation of the Club. These rules may be formulated and passed at a committee meeting and will take effect once written notice is given to the Members.

f. Liability

The liability of the LBC shall be equally divided equally between all full Members.

g. Amendments to the Constitution.

- i) The club constitution may be amended by a resolution passed at a General Meeting provided that at least two thirds of the attending members vote in favour. Any amendment which is subject to the Act will be in force providing it is approved by the Registrar.
- ii) However, the Committee shall have the power to make new regulations and rules, to regulate all matters which are not otherwise provided for by these Bye Laws or club rules and to do such things which may be deemed necessary for the furtherance of the Object of the Club.

h. Dissolution.

- i) The LBC may be dissolved and wound up by a resolution passed at a General Meeting, provided that the votes cast in favour of dissolution amount to at least three quarters of the current number of voting Members.
- ii) Every member of the Club undertakes to contribute to the assets of the Club in the event of its being wound up while he is a member or within one year afterwards, for payment of the debts and liabilities of the Club contracted before he ceased to be a member, and the costs, charges and expenses, of winding up, and for the adjustment of the rights of the contributories among themselves, such amount as shall not exceed HK\$100.00 for each Full Member.
- iii) If upon the dissolution of the Club there remains, after the satisfaction of all its debts and liabilities, any property whatsoever such property, shall not be paid to or distributed, among the members of the Club but shall be given or transferred or donated to another society operating in the Hong Kong SAR which has objects similar to the Object of the Club.

Bye Law 3: Officer's Terms of Reference.

a. Commodore.

As required by the Ordinance, the LBC Commodore shall:

- i) Chair meetings of the LBC and LBC Committee.
- ii) Attend meetings when required and vote on issues arising. In a hung vote, he shall have a casting vote in addition to his own.

b. Secretary

As required by the Ordinance, the LBC Secretary shall

- i) Attend meetings when required and vote on issues arising.
- ii) Give written notice of LBC meetings and LBC Committee meetings.
- iii) Take written minutes of LBC meetings and LBC Committee meetings.

- iv) Keep a register of Members.
- v) Present to the Registrar any change of these Bye Laws for approval within seven days of the agreement of change being made.
- vi) Notify the Registrar of any change to the LBC Core Officers within thirty days of any change of the agreement being made along with photocopies of Hong Kong ID cards of the new Officers.

c. Treasurer

As required by the Ordinance, the LBC Treasurer shall:

- i) Attend meetings when required and vote on matters arising.
- ii) Keep financial records of the LBC.
- iii) Present the financial records of the LBC to the Registrar if demanded.

d. Other Club Officers:

As required by the Ordinance, the other LBC officers shall:

- i) Attend meetings when required and vote on matters arising.

Dated: *19 January 2009*

Signed:	<i>Tom Nunan</i>	<i>John Rempel</i>	<i>Simon Ludlow</i>
Name:	Tom Nunan	John Rempel	Simon Ludlow
Post:	LBC Commodore	LBC Treasurer	LBC Secretary