

# **Clifton Springs Golf Club Inc**

ABN 15 353 725 035

Reg No. A0006439X

92-94 Clearwater Drive, Clifton Springs VIC 3222

## **CONSTITUTION**

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## **1. NAME AND STATEMENT OF PURPOSE**

**1.1** The name of the Club is The Clifton Springs Golf Club Inc hereinafter referred to as 'the Club'.

**1.2** The objects of the Club shall be:-

- 1.2.1 to maintain and foster the association of a golf club, of and for members, which shall be non-political and non-sectarian in character;
- 1.2.2 to maintain and foster social activities and pastimes of and for the members;
- 1.2.3 to provide facilities for such golf and social activities as the Committee of Management shall from time to time consider desirable;
- 1.2.4 to foster and play the game of golf; and
- 1.2.5 to apply for and obtain a grant of and take a transfer of and become and remain the holder of any licence or permit under the Liquor Control Act 1968 or any amendment or re-enactment thereof, either by itself or its nominee, to give and take a transfer of, renew, make application for, conduct any proceedings and do all other acts, matters or things in respect of any licence or permit and to conduct the business of a licensed club and to do everything possible to retain and protect the licence and registration in respect thereof.

## **2. DEFINITIONS**

**2.1** In these rules:

- 2.1.1. "Committee" means the Committee of Management of the Club, comprising the Executive Members and Ordinary Committee Members;
- 2.1.2. "Committee Member" means a member of the Committee including Executive Members and Ordinary Committee Members;
- 2.1.3. "Executive Members" means those members of the Committee who hold the positions set out in sub-rule 16.2;

- 2.1.4. "Financial year" means the year commencing 1 July and ending 30 June;
- 2.1.5. "General Meeting" means both a special general meeting of members and the annual general meeting of the Club;
- 2.1.6. "Good Behaviour Policy" means the ClubsVIC Good Behaviour Policy adopted by the Club as the Club's policy for prohibiting harassment, discrimination and bullying and the handling of complaints.
- 2.1.7. "Member" means a member of the Club;
- 2.1.8. "Ordinary Committee Member" means a member of the Committee who is not an Executive Members;
- 2.1.9. "Relevant documents" means records or other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Club, including membership records, accounts, accounting records and documents relating to transactions, dealings, business or property of the Club.

### **3. INTERPRETATION OF RULES**

- 3.1.** In these rules, words of the singular shall, where the context so admits, imply the plural and vice versa.
- 3.2.** In these rules, words implying the masculine gender include the feminine gender and vice versa.
- 3.3.** In these rules, a reference to a statute or a statutory provision shall be deemed to include any statute or statutory provision that amends, extends, consolidates or replaces the same or that has been amended, extended, consolidated or replaced by the same and any orders, regulations, instruments or other subordinate legislation made thereunder.
- 3.4.** If any dispute occurs as to the interpretation of any of the rules or statement of purposes of the Club such dispute shall be referred to the Committee whose decision shall be binding on all members

unless and until such decision is reversed or altered by a special resolution of the members.

#### **4. MEMBERS**

- 4.1. The members of the Club shall be those persons described in these rules.
- 4.2. Notwithstanding anything to the contrary that appears in these rules, no employee of the Club shall be eligible to be elected to the Committee and any Committee Member who becomes an employee of the Club shall automatically resign as a Committee Member.
- 4.3. The culture of the Club is one of equal opportunity and non-discrimination.
- 4.4. All categories of membership of the Club are open to persons of either gender.

#### **5. CATEGORIES OF MEMBERS**

- 5.1. The categories of membership are:
  - Honorary Life Members;
  - Ordinary Members;
  - Weekday Members;
  - Non-Resident Members;
  - Non-Playing Members;
  - Student Members;
  - Junior Members;
  - Junior Provisional Members;
  - Social Members;
  - Patron Members;
  - Honorary Members;
  - Temporary Members; and
  - Daylight Saving Members.

**5.2.** The Committee may at any time establish new categories of membership, provided that the rights accorded to any person becoming a member under such categories does not:

5.2.1. result in any reduction of the rights and entitlements of any existing members; or

5.2.2. materially affect existing members in any way.

**5.3. ORDINARY MEMBERS**

5.3.1. Any person over the age of 18 years may be elected as an Ordinary Member.

5.3.2. Any member of the following categories of the members may apply for transfer to ordinary membership:

- Weekday Members;
- Non-Playing Members;
- Non-Resident Members;
- Social Members, and
- Temporary Members.

**5.4. HONORARY LIFE MEMBERS**

5.4.1. The Committee may resolve to recommend any member who has rendered distinguished and exceptional service to the Club and/or service in the interest of golf for honorary life membership.

5.4.2. The recommendation of the Committee shall be put to the members at the annual general meeting following the date that the Committee made the resolution, and if a majority of at least two thirds of the members present and voting at the annual general meeting approves the recommendation the member shall be elected as an Honorary Life Member.

**5.5. NON-PLAYING MEMBERS**

5.5.1. Any member of the Club who because of age, ill-health or any other valid reason does not wish to continue to

participate in sporting activities at the Club but who desires to retain connection with the Club, may apply to the Committee for a transfer to non-playing membership.

**5.6. JUNIOR MEMBERS**

5.6.1. Any person who is aged more than 9 years and less than 18 years may apply for election as a Junior Member of the Club.

5.6.2. Upon attaining the age of 18 years Junior Members shall be transferred to ordinary membership, weekday membership or student membership, whichever is relevant.

**5.7. JUNIOR PROVISIONAL MEMBERS**

5.7.1. Any person who is aged more than 9 years and less than 13 years is eligible to be elected as a Junior Provisional Member.

5.7.2. Upon attaining the age of 13 years Junior Provisional Members shall be transferred to junior membership.

**5.8. STUDENT MEMBERS**

5.8.1. Any person who is aged more than 18 years and less than 23 years and who is engaged in full time studies may apply to be elected to student membership.

5.8.2. Upon attaining the age of 23 years such Student Members shall be transferred to ordinary membership or weekday membership, whichever is relevant.

**5.9. SOCIAL MEMBERS**

5.9.1. Any person who has attained the age of 18 years may apply to be elected as a Social Member of the Club.

5.9.2. Application for election as a Social Member shall be in writing on a form approved by the Committee from time to time.

5.9.3. The application is to be delivered to the Club and once the appropriate fee, if any, is paid by the applicant to the Club,

the applicant becomes a member subject to approval by the Committee.

5.9.4. The application for social membership is to be referred to the Manager who shall, at his/her discretion within 30 days of receipt of the application, decide whether or not to approve the applicant as a Social Member of the Club.

5.9.5. If the Manager does not approve the application, the Club shall cause a refund of the fee, if any, paid by the applicant to be payable to the applicant within seven days of such a decision.

#### **5.10. TEMPORARY MEMBERS**

5.10.1. Any member of any recognised golf club who has attained the age of 18 years and who is temporarily visiting the municipality in which the Club is located may be appointed as a Temporary Member in accordance with this rule.

5.10.2. A Temporary Member may be a Temporary Member for a period not exceeding 4 consecutive weeks in any one year.

5.10.3. Application for appointment as a Temporary Member must be in writing and include the name and address of the applicant.

5.10.4. The application is to be referred to an election committee consisting of any two Committee Members.

5.10.5. The election committee referred to in the previous rule 5.10.4 will consider the application and in its discretion decide whether or not to accept the applicant as a Temporary Member of the Club for a specified period.

5.10.6. The Manager shall record the vote of the election committee and shall post and keep posted in a conspicuous place in the club house for the duration of the Temporary Member's membership, the name of each Temporary Member.

#### **5.11. HONORARY MEMBERS**

- 5.11.1. Any person who meets one or more of the following criteria shall be an Honorary Member for the day/s upon which he/she meets that criteria:
  - 5.11.1.1. Any person who is competing in any Inter-Club Match, Tournament, or game organised by the Club and taking place on the Golf Course;
  - 5.11.1.2. Any person who is an official of any other recognised golf club and who is attending the Club premises in connection with any such Match, Tournament or game;
  - 5.11.1.3. Any person over the age of 18 years who is a member of any Club which the Committee may from time to time determine as providing reciprocal rights and benefits.
- 5.11.2. All Honorary Members must provide the Club with their name and address in a form as required by the Committee from time to time.
- 5.11.3. Honorary Members shall not be required to pay annual subscriptions.
- 5.11.4. The Manager shall keep appropriate records of the names and addresses of all Honorary Members. Such records shall specify the occasion or period in respect of which honorary membership is granted.
- 5.11.5. The Committee shall have the power to cancel the membership of any Honorary Member without notice and without assigning any cause therefore.

**5.12. NON-RESIDENT MEMBERS**

- 5.12.1. Any person who is over the age of 18 and whose usual place of residence is outside the defined radius of the Club as specified in the by-laws is eligible to apply for non-resident membership.
- 5.12.2. Any Non-Resident Member who becomes resident within the defined radius for a continuous period exceeding 3 months in

any 12-month period shall be required to immediately transfer to ordinary membership or weekday membership and shall be required to pay the difference between the annual subscription applicable to ordinary members or weekday members for that year and the subscription applicable to non-resident membership.

5.12.3. Should the payment of the difference referred to in the previous sub-rule remain unpaid by the member for one month after the relevant change in residence, then the member shall cease to be a member of the Club.

5.12.4. Non-Resident Members are responsible for advising the Club of any relevant change in the Non-Resident Member's residence.

### **5.13. PATRON MEMBERS**

5.13.1. The Committee may resolve to recommend any person for election as a Patron Member of the Club.

5.13.2. The recommendation of the Committee shall be put to the members at the annual general meeting following the date that the Committee made the resolution, and if a majority of at least two thirds of the members present and voting at the annual general meeting approves the recommendation the member shall be elected as a Patron Member.

### **5.14. WEEKDAY MEMBERS**

5.14.1 Any person over the age of 18 years may apply for election as a Weekday member.

5.14.2 Any member of the following categories of members may apply for transfer to weekday membership:

- Ordinary Members;
- Non-Playing Members;
- Non-Resident Members;
- Social Members, and
- Temporary Members.

**5.15 DAYLIGHT SAVING MEMBERS**

5.15.1 ANY person may apply for election as a daylight savings member.

**6. MEMBERS' PRIVILEGES AND ENTITLEMENTS:**

Each particular category of membership shall enjoy the privileges of membership as set out in this rule.

**6.1. ORDINARY MEMBERS ARE ENTITLED TO THE FOLLOWING PRIVILEGES:**

- 6.1.1. Admission to the grounds and use of the golf course at all times that they are open, and to compete in Club Competitions and tournaments as are open to them provided that the Committee may with prior notice on special occasions or otherwise at its discretion from time to time extend or vary the times and days that Ordinary Members may be admitted to the ground and use the golf course;
- 6.1.2. Use of the Club's non-golfing facilities in accordance with these rules and the by-laws laid down by the Committee;
- 6.1.3. To vote in elections for the Committee Members and other officers of the Club;
- 6.1.4. To offer themselves for election as Committee Members and other officers of the Club;
- 6.1.5. To propose or second the nomination of any other qualified member for election to the Committee;
- 6.1.6. To attend and vote at all general meetings of the Club;
- 6.1.7. To introduce visitors to the facilities at the Club in accordance with rule 34.

**6.2. HONORARY LIFE MEMBERS ARE ENTITLED TO THE FOLLOWING PRIVILEGES:**

- 6.2.1. Admission to the grounds and use of the golf course of the Club on any day at times such are open and to compete in Club Competitions and tournaments as are open to them provided that the Committee may on special occasions or otherwise at its discretion from time to time extend or vary

- the times and days that Honorary Life Members may be admitted to the ground and use the golf course;
- 6.2.2. Use of the Club's non-golfing facilities in accordance with these rules and the by-laws laid down by the Committee;
  - 6.2.3. To vote in elections for the Committee Members and other officers of the Club;
  - 6.2.4. To offer themselves for election as Committee Members and other officers of the Club;
  - 6.2.5. To propose or second the nomination of any other qualified member for election to the Committee;
  - 6.2.6. To attend and vote at all general meetings of the Club;
  - 6.2.7. To introduce visitors to the facilities at the Club in accordance with rule 34.
  - 6.2.8. Exemption from the payment of annual subscriptions, and unless otherwise directed by the Committee, from all other charges and levies.

**6.3. STUDENT MEMBERS ARE ENTITLED TO THE FOLLOWING PRIVILEGES:**

- 6.3.1. Admission to the grounds and use of the golf course of the Club on any day at times such are open and to compete in Club Competitions and tournaments as are open to them provided that the Committee may on special occasions or otherwise at its discretion from time to time extend or vary the times and days that Student Members may be admitted to the ground and use the golf course;
- 6.3.2. Use of the Club's non-golfing facilities in accordance with these rules and the by-laws laid down by the Committee;
- 6.3.3. To vote in elections for the Committee Members and other officers of the Club;
- 6.3.4. To offer themselves for election as Committee Members and other officers of the Club;
- 6.3.5. To propose or second the nomination of any other qualified member for election to the Committee;
- 6.3.6. To attend and vote at all general meetings of the Club;

6.3.7. To introduce visitors to the facilities at the Club in accordance with rule 34.

**6.4. NON-PLAYING MEMBERS ARE ENTITLED TO THE FOLLOWING PRIVILEGES:**

- 6.4.1. Only upon payment of the relevant green fee, admission to the grounds and use of the golf course of the Club on any day at times they are open provided that the Committee may on special occasions or otherwise at its discretion from time to time extend or vary the times and days that Non-Playing Members may be admitted to the ground and use the golf course;
- 6.4.2. Use of the Club's non-golfing facilities in accordance with these rules and the by-laws laid down by the Committee;
- 6.4.3. To vote in elections for the Committee Members and other officers of the Club;
- 6.4.4. To offer themselves for election as Committee Members and other officers of the Club;
- 6.4.5. To propose or second the nomination of any other qualified member for election to the Committee;
- 6.4.6. To attend and vote at all general meetings of the Club;
- 6.4.7. Non-Playing Members are not entitled to enter any competition;
- 6.4.8. To introduce visitors to the facilities at the Club in accordance with rule 34.

**6.5. JUNIOR MEMBERS ARE ENTITLED TO THE FOLLOWING PRIVILEGES:**

- 6.5.1. Admission to the grounds and use of the golf course of the Club on any day at times such are open and to compete in Club Competitions and tournaments as are open to them provided that the Committee may on special occasions or otherwise at its discretion from time to time extend or vary the times and days that Junior Members may be admitted to the ground and use the golf course;

6.5.2. Use of the Club's non-golfing facilities in accordance with these rules and the by-laws laid down by the Committee.

**6.6. JUNIOR PROVISIONAL MEMBERS ARE ENTITLED TO THE FOLLOWING PRIVILEGES:**

6.6.1. Subject to the next rule 6.6.2 admission to the grounds and use of the golf course of the Club on any day at times such are open and to compete in Club Competitions and tournaments as are open to them - but not in member Competitions nor as representatives of the Club, nor can Junior Provisional Members obtain a golfing handicap.

6.6.2. The Committee may on special occasions or otherwise at its discretion from time to time extend or vary the times and days that Junior Provisional Members may be admitted to the ground and use the golf course;

6.6.3. Use of the Club's non-golfing facilities in accordance with these rules and the by-laws laid down by the Committee.

**6.7. SOCIAL MEMBERS ARE ENTITLED TO THE FOLLOWING PRIVILEGES:**

6.7.1. Use of the Club's non-golfing facilities in accordance with these rules and the by-laws laid down by the Committee;

6.7.2. To introduce visitors to the non-golfing facilities only at the Club in accordance with rule 34.

**6.8. TEMPORARY MEMBERS ARE ENTITLED TO THE FOLLOWING PRIVILEGES:**

6.8.1. Admission to the grounds and use of the golf course of the Club on any day at times such are open provided that the Committee may on special occasions or otherwise at its discretion from time to time extend or vary the times and days that Temporary Members may be admitted to the ground and use the golf course;

6.8.2. Use of the Club's non-golfing facilities in accordance with these rules and the by-laws laid down by the Committee;

6.8.3. To introduce visitors to the facilities at the Club in accordance with rule 34.

**6.9. HONORARY MEMBERS ARE ENTITLED TO THE FOLLOWING PRIVILEGES:**

- 6.9.1. Admission to the grounds and use of the golf course of the Club on any day that they meet the criteria for honorary membership on the terms set out by the Committee from time to time and provided that the Committee shall have the power to cancel the membership of any Honorary Member without notice and without assigning any cause therefore;
- 6.9.2. Use of the Club's non-golfing facilities in accordance with these rules and the by-laws laid down by the Committee.

**6.10. NON-RESIDENT MEMBERS ARE ENTITLED TO THE FOLLOWING PRIVILEGES:**

- 6.10.1. Admission to the grounds and use of the golf course at all times that they are open, and to compete in Club Competitions and tournaments as are open to them provided that the Committee may with prior notice on special occasions or otherwise at its discretion from time to time extend or vary the times and days that Non-Resident Members may be admitted to the ground and use the golf course;
- 6.10.2. Use of the Club's non-golfing facilities in accordance with these rules and the by-laws laid down by the Committee;
- 6.10.3. To vote in elections for the Committee Members and other officers of the Club;
- 6.10.4. To offer themselves for election as Committee Members and other officers of the Club;
- 6.10.5. To propose or second the nomination of any other qualified member for election to the Committee;
- 6.10.6. To attend and vote at all general meetings of the Club;
- 6.10.7. To introduce visitors to the facilities at the Club in accordance with rule 34.

**6.11. PATRON MEMBERS**

- 6.11.1. Admission to the grounds and use of the golf course of the Club on any day at times such are open provided that the Committee may on special occasions or otherwise at its discretion from time to time extend or vary the times and days that Patron Members may be admitted to the ground and use the golf course;
- 6.11.2. Use of the Club's non-golfing facilities in accordance with these rules and the by-laws laid down by the Committee;
- 6.11.3. To introduce visitors to the facilities at the Club in accordance with rule 34.

**6.12 WEEK DAY MEMBERS ARE ENTITLED TO THE FOLLOWING PRIVILEGES:**

- 6.12.1 Admission to the grounds and use of the golf course at all times that they are open from Monday to Friday inclusive, and to compete in Club competitions and tournaments as are open to them from Monday to Friday inclusive provided that the Committee may with prior notice on special occasions or otherwise at its discretion from time to time extend or vary the times and days that Week Day Members may be admitted to the ground and use the golf course;
- 6.12.2 Admission to the grounds and use of the golf course on Saturday and / or Sunday on the payment of the full green fee;
- 6.12.3 Ineligible to compete in Club competitions on Saturday and / or Sunday.
- 6.12.4 Use of the Club's non-golfing facilities in accordance with the rules and the by-laws laid down by the Committee;
- 6.12.5 To vote in elections for the Committee Members and other officers of the Club;
- 6.12.6 To offer themselves for election as Committee Members and other officers of the Club;

- 6.12.7 To propose or second the nomination of any other qualified member for election to the Committee;
- 6.12.8 To attend and vote at all general meetings of the Club;
- 6.12.9 To introduce visitors to the facilities at the Club in accordance with rule 34.

**6.13 Daylight Saving Members are entitled to the following privileges:**

- 6.13.1 Admission to the grounds and use of the golf course at all times that they are open during daylight savings times only in accordance with government timeframes, and to compete in Club Competitions and tournaments as are open to them provided that the Committee may with prior notice on special occasions or otherwise at its discretion from time to time extend or vary the times and days that Daylight Saving Members may be admitted to the ground and use the golf course;
- 6.13.2 Use of the Club's non-golfing facilities in accordance with the rules and the by-laws laid down by the Committee;
- 6.13.3 Ineligible to vote in elections for the Committee Members and other officers of the Club;
- 6.13.4 Ineligible to offer themselves for election as Committee Members and other officers of the Club;
- 6.13.5 Ineligible to propose or second the nomination of any other qualified member for election to the Committee;
- 6.13.6 Ineligible to attend and vote at all general meetings of the Club;
- 6.13.7 Can introduce visitors to the facilities at the Club in accordance with rule 34;
- 6.13.8 Daylight Saving Members are not eligible to win any Club honour board events;
- 6.13.9 Daylight Saving Members may only hold an AGU handicap for the duration of the membership period.

## **7 APPLICATION FOR NEW MEMBERSHIP**

The procedure set out in this rule shall apply to applications for new membership to the following categories:

- Ordinary Members;
- Weekday Members;
- Junior Members;
- Junior Provisional Members;
- Non-Playing Members;
- Non-Resident Members;
- Student Members;
- Daylight Saving Members;
- For other categories of membership refer to the procedure laid out in rule 5 for the particular membership category.

**7.1** Every application for membership shall be in writing in a form approved by the Committee from time to time and shall be delivered to the Manager together with the required entrance fee (if any) and shall be signed by the applicant and contain the names of a proposer and a seconder.

**7.2** The Committee shall consider the application for membership at a Committee meeting.

**7.3** A record shall be kept by the Manager of the number of votes cast for and against the application by the Committee Members.

## **8 TRANSFER OF MEMBERSHIP CATEGORY**

**8.1** Any member may apply to the Committee to transfer from one category of membership to a new category for which the member is eligible, and, subject to these rules, the Committee may determine to approve or reject the application for transfer without giving reasons therefore, and without limiting the Committee's discretion, the Committee may determine that the applicant for transfer must comply with the application procedure set out in rule 7.

**8.2** Junior Members upon reaching the age of 18 will be automatically transferred to ordinary membership, weekday membership or student membership, whichever is relevant and shall be required to pay the

relevant annual subscription fee for the new category in the financial year following the Junior Member transferring to the new category.

- 8.3** Junior Provisional Members upon attaining the age of 13 years shall be automatically transferred to junior membership and shall be required to pay the relevant annual subscription fee for the new category in the financial year following the Junior Provisional Member transferring to the new category.
- 8.4** Student Members upon reaching the age of 23 years or upon ceasing full time studies, whichever is earlier, will be automatically transferred to ordinary membership or weekday membership, whichever is relevant and shall be required to pay the relevant annual subscription fee for the new category in the financial year following the Student Member transferring to the new category.
- 8.5** Non-Playing Members and Non-Resident Members wishing to transfer to ordinary membership or weekday membership, whichever is relevant may do so by paying to the Club the difference between the annual subscription for the category from which they are transferring and the annual subscription for ordinary membership or weekday membership, whichever is relevant. The transfer shall be effective from the date payment of the relevant amount is received by the Club.
- 8.6** Unless the Committee determines otherwise in respect of particular applicants, members transferring to a category of membership for which a lesser annual subscription is applicable shall not be entitled to a refund of the difference between the amounts prescribed for the new category and those for the old category, and shall be required to pay the lesser fees applicable to the new category when annual subscriptions next fall due.

**9. NOTIFICATION OF OUTCOME OF MEMBERSHIP APPLICATION OR TRANSFER**

- 9.1** When an applicant has been elected as a new member in accordance with rule 7 or an application for transfer has been approved in accordance with rule 8, the Manager shall forthwith notify the applicant in writing and such notification shall include a request for payment of the relevant annual subscription and upon payment the applicant shall become a member of the relevant category.
- 9.2** If within one month after receipt of the notice referred to in the rule 9.1 the applicant's payment has not been received by the Club, the election to membership or approval for transfer shall be voided.
- 9.3** In the event of an application for new membership or transfer to a different category being rejected by the Committee, the Manager shall forthwith notify the applicant of the rejection and shall not be required to provide reasons for the rejection and shall refund the entrance fee paid by the applicant (if any).
- 9.4** In the event of an application for transfer to a different category being rejected, the Manager shall forthwith notify the applicant of the rejection and shall not be required to provide reasons for the rejection, and the applicant shall remain in his current category.

**10 CESSATION OF MEMBERSHIP**

- 10.1** Any member may resign membership of the Club by notifying the Manager in writing prior to 30 June in the year that the member wishes to resign. If the written notice of resignation is not received prior to 30 June in the relevant year, the resigning member shall be liable to pay the annual subscription for the next ensuing financial year.
- 10.2** If a notice of resignation is stated to be effective prior to 30 June in any year, the resigning member shall not be entitled to any refund of fees or subscriptions paid.
- 10.3** Subject to rule 14.6, if a member fails to pay any relevant fee and/or subscription within one month of it becoming due, the defaulting member shall cease to be a member.

**10.4** A member ceases to be a member if he/she is expelled as a result of disciplinary action in accordance with rule 32.

**10.5** If a member ceases to be a member for any reason (including as a result of disciplinary action in accordance with rule 32), the member shall remain liable to pay any subscription or fee due at the time that membership ceases and shall not be entitled to any refund of any subscription or fee paid in advance, unless otherwise determined by the Committee.

## **11 REJOINING**

A member who has ceased to be a member in accordance with rule 10 and subsequently is re-elected as a member shall be required to pay the entrance fee payable at the time of re-election.

## **12 FUNDS**

The funds of the Club shall be derived from fees, annual subscriptions, donations and such other sources as the Committee determines.

## **13 PAYMENTS**

All payments on behalf of the Club shall be made by credit card, cheque, or any other means authorised by the Committee and signed by such persons duly authorised by the Committee, from time to time.

## **14 FEES & SUBSCRIPTIONS**

**14.1** Subject to these rules, the entrance fee and annual subscription for each category of membership shall be determined by the Committee from time to time, and the Committee shall be at liberty to determine that there shall be no entrance fee or annual subscription for any particular category of membership and/or for any particular member.

**14.2** The fees and subscriptions shall be subject to the applicable taxes including GST.

- 14.3** All annual subscriptions shall be due and payable in advance on 1 July in every year.
- 14.4** The Committee may authorise any member who is elected after 31 July in any year to pay one-twelfth of the relevant annual subscription for that year for each month or part thereof that the person is a member.
- 14.5** If a member fails to pay the relevant fee and/or subscription within one month of it becoming due the member shall cease to be entitled to any privileges of membership and the Committee shall be entitled to issue a notice to the defaulting member advising the member of the outstanding amount and calling for payment within 14 days of the date of the notice, and subject to the following rule 14.6, if the defaulting member fails to pay the outstanding amount within the 14 days, the defaulting member shall cease to be a member and shall cease to be entitled to any of the privileges of membership including but not limited to, voting at meetings, participating in any Club competitions and use of the golfing facilities.
- 14.6** The Committee may, at its discretion, grant extensions of time for payment of fees and/or subscriptions for all members or particular members, and may reinstate a member who has ceased to be a member by virtue of the previous rule 14.5 upon payment of outstanding fees and/or subscriptions without the requirement for the ceased member to reapply for membership.
- 14.7** The Committee may determine that all members or particular members may pay subscriptions and/or fees by instalments and may impose an administration fee on Members paying by instalments.

## **15 CALLS**

- 15.1** Members at a general meeting, for which proper notice has been given, may approve the Club making calls on all members, or any particular category of member/s, for a particular sum PROVIDED THAT the members in the general meeting may resolve that members who have been elected to membership during the membership year in which the call is made shall be obliged to pay

one-twelfth of the call for each month or part of a month that they are members during the year in which the call is made.

- 15.2** The members in the general meeting shall determine the terms for payment of each call.
- 15.3** A call shall be a “fee” for the purposes of these rules and non-payment of a call by any member shall be subject to the provisions of rule 14.5.

## **16 MANAGEMENT**

- 16.1** The affairs of the Club shall be managed by the Committee consisting of the Executive, the Vice Captain and three Ordinary Committee Members all elected in accordance with these rules.
- 16.2** The Executive of the Club shall be:
- President;
  - Vice President;
  - Captain;
  - Treasurer.
- 16.3** The Committee may, subject to these rules, and the relevant legislation, exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are required by these rules to be exercised by general meetings of the members of the Club and without limiting the foregoing:
- 16.3.1 The Committee shall be entitled from time to time to make by-laws for the management of the Club and the conduct of the members and guests, such by-laws are to be communicated to the members in a manner determined by the Committee;
- 16.3.2 The Committee has the power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Club.

## **17 TERM OF COMMITTEE MEMBERS**

There shall be an annual election for the positions on the Committee which fall vacant and each person elected to fill such vacancies shall,

subject to these rules, hold the position for a term of two years from their election date or until their successors have been elected and shall be eligible for re-election.

## **18 ELECTION OF COMMITTEE MEMBERS**

**18.1** In each year the positions which shall fall vacant will be the positions of those Committee Members whose terms have expired by the expiration of time or such other manner as provided in these rules.

**18.2** Nominations of candidates for election to fill vacancies on the Committee:

18.2.1 shall be made in writing on a form approved by the Committee from time to time;

18.2.2 shall be signed by a proposer and a seconder both of whom shall be members entitled to nominate members for election (not being the candidate);

18.2.3 shall be accompanied by the written consent of the candidate (which may be endorsed on the form of nomination);

18.2.4 for such time as the Club holds a gaming licence, be accompanied by a completed form for approval as an “associated individual” or any other form/s which may be required by law to be lodged in respect of a person associated with a licensed gaming venue;

18.2.5 shall be delivered to the Manager, together with the form/s referred to in this rule, not less than 14 days before the date fixed for the holding of the annual general meeting.

**18.3** If the Manager finds that any nomination contains an anomaly or is not accompanied by the form/s required by the previous rule 18.2 the Manager shall notify the person concerned of the anomaly and, where it is practicable to do so, shall give the person concerned the opportunity of remedying the anomaly within a reasonable time prior to the meeting.

**18.4** Candidates shall be entitled to nominate for more than one position on the Committee (for example, a candidate may nominate for President and Treasurer and Ordinary Committee Member).

- 18.5** Serving Committee Members may nominate for election to Executive (for example, an Ordinary Committee Member may nominate for President, and a Treasurer may nominate for President).
- 18.6** In the event of a serving Committee Member being elected to another position on the Committee, a vacancy will be created in the position that the serving Committee Member vacates, which vacancy shall be filled in accordance with rule 19.
- 18.7** If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
- 18.8** If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- 18.9** If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held in accordance with these rules.
- 18.10** In the event of a ballot being required, the Manager shall cause a list of the persons nominated for election to the Committee to be displayed in a conspicuous place at the club house for a period of at least 7 days prior to the annual general meeting, in the year of the election.
- 18.11** In the event of a ballot being required, the ballot shall be conducted at the annual general meeting in such appropriate manner as the Committee directs, provided that, depending on which Committee Members are retiring in any particular year, the scrutineers shall count the votes for Committee positions in the following order:
- President;
  - Vice President;
  - Captain
  - Treasurer;
  - Vice Captain
  - Ordinary Committee Members.
- 18.12** Where an insufficient number of nominations has been received, or where the election has resulted in a position on the Committee

becoming vacant, the Chairman of the annual general meeting shall call for nominations from the floor of the annual general meeting and conduct a ballot in such appropriate manner as the Committee shall determine subject to the following rule 18.13.

**18.13** Depending on which Committee positions are vacant, the Chairman shall call for nominations and conduct a ballot in the following order:

- President;
- Vice President;
- Captain
- Treasurer;
- Vice Captain
- Ordinary Committee Members.

**18.14** In the event of a vacancy being created by a serving Committee Member being elected to a different position on the Committee, the person elected to fill the vacancy shall hold the position for the remainder of the term that the vacating Committee Member would have served.

## **19 CASUAL VACANCIES**

**19.1** For the purpose of these rules, a casual vacancy occurs in the position of a Committee Member if:

- 19.1.1 the Committee Member ceases to be a member of the Club;
- 19.1.2 the Committee Member has his membership of the Club suspended in accordance with rule 32;
- 19.1.3 the Committee Member becomes insolvent under administration within the meaning of the Corporations Act;
- 19.1.4 the Committee Member is absent from three consecutive meetings of the Committee without apology;
- 19.1.5 the Committee Member fails to declare any direct or indirect interest in any contract or proposed contract with the Club or participates in any discussion relating to such a contract at a Committee meeting or votes on such a contract at a Committee meeting or general meeting;
- 19.1.6 the Committee Member resigns his position by notice in

- writing given to the Manager;
- 19.1.7 the Committee Member is removed from the Committee in accordance with these rules by the members at a general meeting and the members do not appoint a replacement Committee Member at that general meeting;
- 19.1.8 the Committee Member's position is not filled at an election or subsequent ballot at the annual general meeting held in accordance these rules;
- 19.1.9 during any time that the Club holds a gaming venue operator's licence –
- 19.1.9.1 if, within three months of the Committee Member's election or appointment, he fails to be approved by the VCGR as an associated individual or to meet the legal requirements of persons associated with an organisation that holds a gaming venue operator's licence;
- 19.1.9.2 if, at any time during his term, the Committee Member becomes ineligible to be a person associated with any organisation that holds a gaming venue operator's licence.
- 19.2** In the event of a casual vacancy in the office of an Executive Member, the Committee may appoint one of the Committee Members to the vacant office thus creating a casual vacancy in the position of Ordinary Committee Member, and the member so appointed shall hold office for the remainder of the term that the vacating Executive Member would have served.
- 19.3** In the event of a casual vacancy occurring in the position of an Ordinary Committee Member the Committee may appoint a member of the Club who is eligible for election to the Committee to fill the vacancy and the member so appointed shall hold the position for the remainder of the term that the vacating Committee Member would have served.
- 19.4** In the event that there are concurrently three casual vacancies at one time, the Manager shall convene a general meeting to be held within

one month of the event occurring, for the sole purpose of the members electing persons to fill the casual vacancies.

## **20 REMOVAL OF COMMITTEE MEMBER**

- 20.1** The members in a general meeting may, by resolution, remove any Committee Member before the expiration of his term and appoint another member in his stead to hold office until the expiration of the term of the first-mentioned member.
- 20.2** In the event that a Committee Member is removed in accordance with the previous rule 20.1, the removal of the Committee Member is not invalidated by the fact that the members did not appoint another member to the Committee, and in the event that another member is not appointed to the Committee, a casual vacancy shall exist for the Committee position.
- 20.3** A Committee Member to whom a resolution referred to in rule 20.1 is directed may make representations in writing to the Manager, which representation shall not exceed a reasonable length, and the Manager shall ensure that a copy of representations is sent to each member of the Club who is entitled to vote at general meetings and/or the Committee Member may require that the representations are read to the members at the general meeting prior to the members voting on the resolution to remove the Committee Member.

## **21 SUB-COMMITTEES**

- 21.1** The Committee may from time to time appoint any Sub-Committees consisting of persons who are members and may delegate to the Sub-Committees such of the powers or duties of the Committee as the Committee may determine.
- 21.2** The Committee may recall or revoke any appointment or delegation made in accordance with rule 21.1.
- 21.2.1 The business of Sub-Committees shall be conducted in accordance with the direction of the Committee and Sub-Committees shall conform to any regulations that may be prescribed by the Committee.

- 21.2.2 All Sub-Committees shall report to the Committee and decisions of a Sub-Committee shall be subject to confirmation of the Committee except where the Sub-Committee has been given express power to act by the Committee.
- 21.2.3 The President shall be an ex-officio member of all Sub-Committees.

## **22 MEETINGS OF THE COMMITTEE**

- 22.1** The Committee shall meet monthly or as often as the Committee determines.
- 22.2** Any two Committee Members may require the Manager to convene a special meeting of the Committee, and the Manager shall on the requisition of two Committee Members convene a special meeting of the Committee.
- 22.3** No business shall be transacted at any meeting unless each Committee Member has been given reasonable notice of the meeting.
- 22.4** Any six Committee Members shall constitute a quorum for the transaction of the business of a meeting of the Committee.
- 22.5** No business shall be transacted unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present the Chairman shall adjourn the meeting to an appropriate time and place unless the meeting was a meeting requisitioned by Committee Members pursuant to rule 22.2 in which case it lapses.
- 22.6** In the event that a meeting is adjourned in accordance with rule 22.5, each Committee Member shall be notified of the place and time for the meeting.
- 22.7** At meetings of the Committee:
- 22.7.1 the President, or in his absence the Vice-President, shall preside; or
- 22.7.2 if the President and the Vice-President are absent, such one of the remaining Executive Members as may be chosen by the members present shall preside.

- 22.8** Questions arising at a meeting of the Committee, or of any Sub-Committee appointed by the Committee, shall be determined on a show of hands or, if demanded by two members, by a poll taken in such manner as the person presiding at the meeting may determine. The person presiding over the meeting shall have a deliberative and casting vote.
- 22.9** Subject to the requirement for a quorum, the Committee may act notwithstanding any vacancy on the Committee.

**23 VALIDATING ACTS OF THE COMMITTEE**

All acts done by any meeting of the Committee, or a Sub-Committee of the Committee, or by any person acting as a Committee Member shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such person or persons acting as aforesaid or that they or any of them were disqualified, be as valid as if any such person had been duly appointed and was qualified to be a Committee Member.

**24 INDEMNITY**

- 24.1** No Committee Member shall be liable to the Club for any loss or expense not applicable to his own dishonesty or to the wilful commission by him of an act known by him to be a breach of trust or breach of duty.
- 24.2** To the full extent allowed by the law, the Committee and each Committee Member shall be indemnified by the Club from and against any liability, loss or damage caused to or incurred by the Committee or Committee Member by reason of the bona fide exercise by the Committee and each Committee Member of any of the duties, powers or privileges conferred or imposed on them by these rules or any amendment thereof.

**25 MANAGER**

- 25.1** The Committee shall be empowered to engage a Manager on terms and conditions that the Committee consider appropriate and who

shall be required to act diligently, honestly and faithfully in the best interests of the Club and carry out the directions of the Committee and to whom the Committee may delegate the duties of any Committee Member.

**25.2** Without limiting the previous rule 25.1, in particular the Manager shall perform all the duties assigned to the Manager in these rules and shall also:

25.2.1 cause to be kept on the Club premises a Register of the members setting forth in full the names and addresses of all members of the Club and the date of the latest payment by each member of his or her subscription;

25.2.2 cause to be kept correct Minutes of the proceedings of all meetings of the Committee and of the members in records provided for the purpose and shall cause to be performed all other duties which these rules require the Manager to perform;

25.2.3 Unless determined otherwise by the Committee from time to time, cause to be prepared and lodged with the relevant authorities all financial statements returns, statements and forms in accordance with any relevant legislation.

**25.3** In the event that the Committee does not engage a Manager, the Treasurer shall be responsible for performing the duties of the Manager until the Committee appoints a replacement Manager.

## **26 TREASURER'S DUTIES**

**26.1** The Treasurer shall cause to be kept correct accounts and books showing the financial affairs of the Club and the particulars usually shown in books of accounts of a like nature and in particular:

26.1.1 The sums of money received and expended by the Club and the matters in respect of which such receipts and expenditure take place; and

26.1.2 The assets and liabilities of the Club.

**26.2** The Treasurer shall cause to be prepared annual financial statements for presentation at the annual general meeting.

**27 ANNUAL GENERAL MEETINGS**

- 27.1** There shall be an annual general meeting held not later than five months after the end of the financial year on such day and at such place as the Committee determines.
- 27.2** The annual general meeting shall be specified as such in the notice convening it.
- 27.3** The ordinary business of the annual general meeting shall be:

  - 27.3.1 to confirm the minutes of the preceding annual general meeting and of any general meeting held since that meeting;
  - 27.3.2 to receive from the Committee reports upon the transactions of the Club during the last preceding financial year;
  - 27.3.3 to declare the outcome of the election, and conduct a ballot if required for members of the Committee in accordance with these rules;
  - 27.3.4 to receive and consider the audited financial statements submitted by the Club in accordance with the relevant legislation; and
  - 27.3.5 to appoint the auditor for the following year, which auditor shall not be a member.
- 27.4** The annual general meeting may transact special business of which notice is given in accordance with these rules. (see rule 29.2.3)
- 27.5** The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

**28 SPECIAL GENERAL MEETINGS**

- 28.1** All general meetings other than the annual general meeting shall be called special general meetings.
- 28.2** The Committee may, whenever it thinks fit, convene a special general meeting.
- 28.3** If, but for this sub-rule, more than 15 months would elapse between annual general meetings, the Committee must convene a special general meeting before the expiration of that period.
- 28.4** The Committee shall, on the requisition in writing of members

representing not less than 10% of members who are entitled to vote at meetings, or when otherwise required by these rules, convene a special general meeting of the Club.

**28.5** The requisition for a special general meeting shall state the business of the meeting and shall be signed by the members making the requisition and be delivered to the Manager and may consist of several documents in a like form, each signed by one or more of the members making the requisition.

**28.6** If the Committee does not cause a special general meeting to be held within one month after the date on which the requisition is delivered to the Manager, the members making the requisition, or any of them, may convene a special general meeting to be held not later than three months after the date on which the requisition is delivered.

**28.7** A special general meeting convened by members in pursuance of rule 28.6 shall be convened in the same manner as nearly as possible as general meetings convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Club to the persons incurring the expenses.

**28.8** No business other than that set out in the notice convening a special general meeting shall be transacted at the special general meeting.

## **29 NOTICE OF MEETINGS**

**29.1** In the case of annual general meetings, the Manager must provide a preliminary notice in accordance with rule 29.2. The preliminary notice is in addition to the notice referred to in 29.4.

**29.2** The Manager shall at least forty five days prior to the date fixed for the annual general meeting in each year prepare a preliminary notice advising members of:

29.2.1 the place date and time of the annual general meeting;

29.2.2 the number of Committee Members to be elected at the annual general meeting and how to nominate for election as a Committee Member;

29.2.3 the requirement to lodge notice of special business with the

Manager at least twenty eight days prior to the date fixed for the annual general meeting.

- 29.3** The preliminary notice referred to in rule 29.2 shall be delivered by way of newsletter or notice posted on the notice board or such other manner as the Committee determines.
- 29.4** In the case of both annual general meetings and special general meetings the Manager shall, at least twenty one days before the date fixed for holding a general meeting, cause a notice of the meeting to be posted on the notice board in the club house, and also sent to each member entitled to vote at general meetings, by such method/s as indicated by the member as being acceptable to the particular member including:
- post;
  - email;
  - facsimile.
- 29.5** The notice of general meeting shall state the place, date and time of the meeting and the nature of the business to be transacted at the meeting and shall enclose a proxy form, with instructions for the appointment of a proxy.
- 29.6** No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
- 29.7** A member desiring to bring any business before a meeting may give notice of that business in writing to the Manager at least twenty eight days prior to the meeting, and the Manager shall include that business in the notice calling the next general meeting after the receipt of the notice.

### **30 PROCEEDINGS AT MEETINGS**

- 30.1** All business that is transacted at a special general meeting and all business that is transacted at the annual general meeting, with the exception of that specially referred to in these rules as being the ordinary business of the annual general meeting, shall be deemed to be special business.

- 30.2** No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.
- 30.3** At least 10% of members personally present (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- 30.4** If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and at the same place – unless another place or time is specified by the Chairman at the time of the adjournment and by written notice to members given before the day to which the meeting is adjourned – and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than ten) shall be a quorum.
- 30.5** The President, or in his absence, the Vice-President, shall preside as Chairman at each general meeting of the Club.
- 30.6** If the President and the Vice-President are absent from a general meeting, the members present shall elect one of their number to preside as Chairman at the meeting.
- 30.7** The Chairman of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting to a time and place agreed by the meeting, but no business shall be transacted at an adjourned meeting other than business left unfinished at the meeting at which the adjournment took place.
- 30.8** Where a meeting is adjourned for fourteen days or more, a notice of the adjourned meeting shall be given, as in the case of the general meeting.
- 30.9** Except as provided in rule 30.8, or when the time and place for the adjourned meeting is not agreed upon at the meeting, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

- 30.10** A question arising at a general meeting of the Club shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the minute book of the Club is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- 30.11** Upon any question arising at a general meeting of the Club, each member in attendance or his/her proxy has one vote only, except in the event of an equality of votes when the Chairman shall have a second or casting vote.
- 30.12** All votes shall be given personally or by proxy.
- 30.13** If at a meeting, a poll on any question is demanded by not less than three members, it shall be taken at that meeting, in such manner as the Chairman may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- 30.14** A poll that is demanded on the election of a Chairman or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairman may direct.
- 30.15** If a member in attendance at a general meeting either personally or by proxy abstains from voting on a resolution, his/her vote will not be included in the calculation of whether the required majority was in favour of the resolution.
- 30.16** A member is not entitled to vote at any general meeting unless all subscriptions and fees due and payable to the Club have been paid.

## **31 PROXY VOTING**

- 31.1** A proxy may be appointed by the member to vote upon any question arising at a general meeting or an adjourned meeting on a form that the Committee may determine from time to time, which form shall be signed by the member appointing the proxy.

**31.2** A member shall be entitled to instruct his/her proxy to vote in favour of or against any proposed resolutions. In the absence of such instruction, the proxy may use his/her reasonable discretion and vote as he/she thinks fit.

**32 DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS**

**32.1** Subject to these rules, the Committee may by resolution:

32.1.1 expel a member from the Club;

32.1.2 suspend a member from membership of the Club for a specified period; or

32.1.3 impose any appropriate requirement or restriction on a member.

**32.2** A resolution referred to in the previous rule 32.1 may be made if the Committee is of the opinion that the member:

32.2.1 has refused or neglected to comply with these rules; or

32.2.2 has been guilty of conduct unbecoming a member or prejudicial to the interests of the Club.

**32.3** A resolution of the Committee under rule 32.1:

32.3.1 does not take effect unless the Committee, at a meeting held within a reasonable length of time after the service of notice under rule 32.4 on the member, confirms the resolution in accordance with this rule;

32.3.2 in determining what is a reasonable length of time for the purpose of the previous rule 32.3.1, the Committee may take into account the time taken:

32.3.2.1 for any related action in accordance with rule 33;  
or

32.3.2.2 for implementation of procedures according to the Good Behaviour Policy or any other Club policy or procedure; or

32.3.2.3 where the conduct is the subject of any inquiry, investigation, or other lawful procedure by the police, or any other authority or any legal or arbitration proceedings.

32.3.3 where the member exercises a right of appeal to the Club under this rule, it does not take effect unless the Club confirms the resolution in accordance with this rule.

**32.4** Where the Committee passes a resolution under rule 32.1, the Manager shall, as soon as practicable, cause to be served on the member a notice in writing:

32.4.1 setting out the resolution of the Committee and the grounds on which it is based;

32.4.2 stating that the member may address the Committee at a meeting to be held by the Committee;

32.4.3 stating the date, place and time of that meeting;

32.4.4 informing the member that they may do one or more of the following:

32.4.4.1 attend that meeting;

32.4.4.2 give to the Committee, before the date of that meeting, a written statement seeking the revocation of the resolution;

32.4.4.3 informing the member that, if at that meeting, the Committee confirms the resolution, he may not later than 48 hours after that meeting, give the Manager a notice to the effect that he wishes to appeal to the Club at a special general meeting against the resolution.

**32.5** At a meeting of the Committee held in accordance with rule 32.3, the Committee:

32.5.1 shall give to the member an opportunity to be heard;

32.5.2 shall give due consideration to any written statement submitted by the member;

32.5.3 shall, by resolution, determine whether to confirm or to revoke the resolution.

**32.6** If at the meeting of the Committee, the Committee confirms the resolution, the member may, not later than 48 hours after that meeting, give the Manager a notice to the effect that he wishes to appeal to the Club in a special general meeting against the

resolution.

**32.7** Where the Manager receives a notice under rule 32.6 he shall notify the Committee and the Committee shall convene a general meeting of the Club to be held within thirty-five days after the date on which the Manager received the notice.

**32.8** At a general meeting of the Club convened under rule 32.7:

32.8.1 no business other than the question of the appeal shall be transacted;

32.8.2 the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;

32.8.3 the member shall be given an opportunity to be heard; and

32.8.4 the members present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.

**32.9** If at the general meeting:

32.9.1 two-thirds of the members vote in favour of the confirmation of the resolution, the resolution is confirmed; and

32.9.2 in any other case, the resolution is revoked.

**32.10** In the event that the members vote at the general meeting to revoke the resolution of the Committee, the members present may by simple majority determine that, based only on the information before them at the meeting, the member has refused or neglected to comply with these rules or has been guilty of conduct unbecoming of a member or prejudicial to the interests of the Club, substitute an appropriate sanction in place of the sanction determined by the Committee.

### **33 DISPUTES AND MEDIATION**

**33.1** The grievance procedure set out in this rule applies to disputes under these rules between:

33.1.1 a member and another member; or

33.1.2 a member and the Club.

- 33.2** The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within fourteen days after the dispute comes to the attention of all of the parties.
- 33.3** If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within ten days, hold a meeting in the presence of a mediator.
- 33.4** The mediator must be:
- 33.4.1 a person chosen by agreement between the parties; or
  - 33.4.2 in the absence of agreement:
    - 33.4.2.1 in the case of a dispute between a member and another member, a person appointed by the Committee; or
    - 33.4.2.2 in the case of a dispute between a member and the Club, a person who is a mediator appointed or employed by ClubsVIC and in the event that ClubsVIC fails to appoint a mediator, the Dispute Settlement Centre of Victoria (Department of Justice).
- 33.5** A member of the Club can be a mediator.
- 33.6** The mediator cannot be a member who is a party to the dispute.
- 33.7** The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 33.8** The mediator, in conducting the mediation, must:
- 33.8.1 give the parties to the mediation process every opportunity to be heard;
  - 33.8.2 allow due consideration by all parties of any written statement submitted by any party; and
  - 33.8.3 ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- 33.9** The mediator must not determine the dispute.
- 33.10** If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute at law.

**34 VISITORS TO THE CLUB**

- 34.1** Where it is stipulated in these rules, members shall be entitled to introduce visitors to the Club as guests of the members.
- 34.2** Members who introduce visitors as the member's guest/s shall be responsible for the conduct of their guests while the guests are at the Club premises and shall be liable to the Club for the debts and liabilities incurred by their guests.
- 34.3** A visitor shall not be supplied with liquor in the Club premises unless the visitor is:
- 34.3.1 a guest in the company of a member; or
  - 34.3.2 an authorised gaming visitor (as defined in the Liquor Control Reform Act 1998).
- 34.4** Authorised gaming visitors to the Club must:
- 34.4.1 produce evidence of his residential address before being admitted to the licensed premises of the Club;
  - 34.4.2 carry identification at all times whilst on the licensed premises of the Club;
  - 34.4.3 comply with all relevant rules and by-laws of the Club whilst on the licensed premises of the Club.

**35 VISITORS' REGISTER**

- 35.1** The Club shall maintain a visitors' register recording the name of each visitor to the Club, the date of admission and whether the visitor was:
- 35.1.1 introduced as a guest of member – in which case the register shall record the name of the introducing member; OR
  - 35.1.2 an authorised gaming visitor – in which case the register shall record the residential address of the visitor.

**36 COMMISSIONS, ALLOWANCES AND REMUNERATION**

- 36.1** No Committee Member, member, employee or agent of the Club may receive any payment of any amount by way of commission or allowance from the Club's receipts for the supply of liquor.

**36.2** No Committee Member shall be paid any remuneration or commission for his services to the Club, but the Committee shall have the power to grant an honorarium to a Committee Member of such amount as it deems appropriate.

**36.3** No member shall receive any dividend or profit whatsoever from the Club other than remuneration for services or product provided, or honorarium for work done as approved by the Committee in accordance with these rules, or salary or wages paid to employees.

### **37 ALTERATION OF RULES AND STATEMENT OF PURPOSES**

**37.1** No alteration or addition to these rules and statement of purposes shall be made except by means of a special resolution at a general meeting where twenty one days notice of the intention to propose the resolution has been provided to each member entitled to vote at that meeting which notice shall be given by displaying the notice convening the meeting on the Club's notice board for a period of no less than 21 days prior to the meeting.

**37.2** The resolution of the special general meeting shall be passed by a majority of three-quarters of the members present and entitled to vote.

**37.3** An alteration of the statement of purposes or the rules does not take effect unless and until it is approved by the relevant authority.

### **38 NOTICES**

**38.1** Unless otherwise provided in these rules, a notice may be served by or on behalf of the Club upon any member, either personally or by sending it by post, to the member at his address shown in the register of members.

**38.2** Where a document is properly addressed, pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

**38.3** The proceedings of any meeting of the members, the Committee or any Sub-Committee under these rules, shall not be invalidated by reason of any accidental omission to give any notice thereby required.

## **39 WINDING UP OR CANCELLATION**

**39.1** The members at a general meeting may, by simple majority of the members present, pass a resolution for the dissolution of the Club.

**39.2** Such resolution shall have no effect unless:

39.2.1 the resolution is confirmed at a special general meeting held not less than one month after the meeting referred to in the previous rule 39.1;

39.2.2 not less than one-half of the members of the Club are present and voting at the special general meeting; and

39.2.3 not less than three-quarters of those present and voting at the special general meeting vote in favour of the resolution.

**39.3** If the conditions set out in the previous rule 39.2 are met, the Committee shall proceed to realise the property of the Club and after the discharge of all liabilities shall, subject to the following rule 39.4, proceed to allocate all moneys to an organisation/s as specified by the majority of members at the general meeting referred to in rule 39.1 and, after completion of distribution, the Club shall be dissolved.

**39.4** The organisation referred to in the previous rule 39.3 shall be one which limits the distribution of assets to its members in a manner as least as restrictive as provided for under these rules.

## **40 CUSTODY OF RECORDS**

**40.1** Except as otherwise provided in these rules, the Manager shall keep in his custody or under his control, all books, documents and securities of the Club.

**40.2** All relevant documents shall be available, upon written request to the Committee, to members for purposes related to the good conduct of the Club, which purposes are set out in the request.

**40.3** The Committee shall determine whether the request made by the

member is for a purpose related to the good conduct of the Club and may refuse a member access to any relevant documents if it deems that the request is not, in the reasonable opinion of the Committee, related to the good conduct of the Club.

#### **41 MEMBERS' REGISTER**

**41.1** The Manager shall cause to be kept at the Club premises a register of members setting forth, in full, the names and addresses of all members of the Club and the date of the latest payment by each member of his or her subscription.

**41.2** Each member shall advise the Club in writing of any change of address and contact details.

#### **42 COMMON SEAL**

**42.1** The Common Seal of the Club shall be kept in the custody of the Manager.

**42.2** The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures of two Committee Members or one Committee Member and the Manager.

#### **43 TRANSITIONAL PROVISIONS**

**43.1** All Committee Members who are Committee Members at the adoption of these rules shall remain in their office until the completion of the annual general meeting following the adoption of the rules.

**43.2** Notwithstanding the provisions of rules 17 and 18, at the annual general meeting following the adoption of these rules the following provisions shall prevail:

43.2.1 all the Committee Members will retire and shall be eligible for re-election;

43.2.2 elections will be held for all the Committee positions in accordance with rule 18 at the annual general meeting following the adoption of these rules;

43.2.3 upon election, the following Committee Members shall hold office for the term of 2 years:

- The President;
- The Vice President; and
- 2 Ordinary Committee Members who receive the first and second highest number of votes in the election.

43.2.4 upon election, the following Committee Members shall hold office for the term of 1 year:

- The Captain;
- The Treasurer;
- The Vice Captain; and
- 1 Ordinary Committee Member who receives the third highest number of votes in the election.

**43.3.** After the adoption of these rules, the first financial year shall end on 30 June, regardless of the number of months in the financial year that these rules are adopted, and the financial accounts for presentation at the annual general meeting shall be prepared to 30 June for the year of the adoption of these rules, regardless of the number of months in that financial year.