



TAMBORINE MOUNTAIN GOLF CLUB INC.

CONSTITUTION

(RULES OF ASSOCIATION)

Approval Date March 2013

Including Amendments of 27th September 2014 and 26th September 2015

STATE OF QUEENSLAND

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1. INTERPRETATION AND DEFINITIONS

- 1) Act means the Associations Incorporation Act 1981 and the related Associations Incorporation Regulation 1999 and the Associations Incorporation and Other Legislation Amendment Act 2007 Act No. 16 of 2007.
- 2) A word or expression that is not defined in these rules, but is defined in the Act has, if the context permits, the meaning given by the Act.
- 3) The Management Committee has the authority to interpret the meaning of these rules and any matter relating to the club on which the rules are silent, but any interpretation must have regard to the Act and the Regulation.
- 4) Financial member means a member of any class of membership who has paid the subscription and any other fees or levies payable, and shall include life members.
- 5) Members entitled to vote means financial ordinary members and life members.
- 6) Rules means the Rules of Association in this Constitution that govern the day-to-day management of the club and include the matters covered by this Constitution, any regulations and by-laws determined by the Management Committee and decisions and instructions made or issued by the Management Committee according to these rules.

2. NAME OF THE ASSOCIATION

The name of the incorporated association is the Tamborine Mountain Golf Club Inc., hereinafter called “the club” which complies with the Associations Incorporation Act 1981 and the Associations Incorporation Regulation 1999.

3. OBJECTS OF THE CLUB

The objects of the not-for-profit club are to promote and foster the playing of the game of golf and to encourage more people to play golf more often.

4. POWERS OF THE CLUB

The club has the powers of an individual and may for example;

- 1) enter into contracts
- 2) acquire, hold and dispose of property
- 3) make charges for services and facilities it supplies
- 4) do other things necessary or convenient to be done in carrying out its affairs

5. CLASSES OF MEMBERSHIP

The following classes of membership are available and there are no limits to the number in each class and the Management Committee may vary these classes and conditions from time to time.

5.1. ORDINARY MEMBER

A person over 18 years of age may submit an application form for election as an ordinary member and shall pay a joining fee and an annual subscription as determined by the Management Committee from time to time.

5.2. INTERMEDIATE ORDINARY MEMBER

A person between the ages of 18 and 23 who is not engaged in full-time employment may submit an application form for election as an intermediate ordinary member. The level of the joining fee and annual subscription shall be determined by the Management Committee from time to time.

5.3. COUNTRY MEMBER

A person who resides outside a radius of 40 kilometers from the clubhouse may submit an application form for election as a country member for a reduced joining fee and annual subscription as determined by the Management Committee from time to time.

5.4. SOCIAL MEMBER

A person who wishes to enjoy the social aspects of being a member of the club may submit an application form for election as a social member for a reduced joining fee and annual subscription as determined by the Management Committee from time to time. Social members may play golf on payment of green fees but shall not be entitled to participate in competitions.

5.5. TEMPORARY MEMBER

A person who has paid the prescribed joining fee and annual subscription and is waiting for the application for membership to be processed by the Management Committee may be granted a temporary member status with full playing rights but no voting rights.

5.6. JUNIOR MEMBER

A person under 18 years of age may become a junior member for a fee as determined by the Management Committee.

5.7. LIFE MEMBER

An ordinary member who is considered to warrant special recognition for outstanding service to the club may, on the recommendation of the Management Committee, be elected a life member by a resolution carried at an Annual General Meeting by at least two thirds of members present and entitled to vote. Life members enjoy the privileges of ordinary membership but are not required to pay an annual subscription.

5.8. HONORARY MEMBERSHIP

The Management Committee may grant a honorary membership to a person temporarily visiting Tamborine Mountain under terms and conditions it sees fit without the payment of a joining fee or annual subscription.

5.9. COMMUNITY SUPPORTERS

Members of the public who present sponsorship money or items to the club are deemed to be automatic non-voting members for the terms of the sponsorship agreements with playing rights to be determined by the Management Committee.

6. MEMBERSHIP

- 1) Membership is open to all persons of good character and the club does not discriminate based on race, religion or gender according to the Anti-Discrimination Act 1991, reprinted as in force on 27 June 2012.
- 2) A person may submit to the Secretary the application for membership form which should be signed by the applicant and a nominating club member, along with any applicable fees. The Management Committee at its next meeting must decide whether to accept or reject the application. The determination should be recorded in the minutes and the applicant informed by the Secretary of the membership status, the location of the Constitution, any other rules of the club and the level of cover of the club's public liability insurance.

6.1 REJECTION OF APPLICATION FOR MEMBERSHIP AND APPEAL

- 1) If the Management Committee rejects the application for membership the applicant may appeal in writing to the Secretary within one month after receiving written notice of the decision and the appeal must be considered at a Special General Meeting to be called by notice within three months. If the appeal is not made within one month the Secretary must as soon as is practicable, refund any joining fee and subscription.
- 2) At the Special General Meeting the Management Committee must describe why it thinks the application for membership should be refused and the applicant must be given time for rebuttal. The rejection may then be confirmed, varied or set aside by a resolution carried by a majority of the club members present and entitled to vote. If the appeal is unsuccessful, the Secretary must as soon as is practicable, refund any joining fee and subscription.

6.2 TRANSFER OF MEMBERSHIP

- 1) The Management Committee may approve a request from a financial member not already an ordinary member to become an ordinary member subject to the payment of an additional fee and subscription being the differences between the relevant fees and subscriptions. Conversely, the Management Committee may approve a transfer to a more restricted class of membership with an adjustment of the annual subscription to the rate applying to the new class from the beginning of the next subscription year following the transfer.
- 2) Should a member later apply to be transferred back to the original class, the Management Committee may approve the re-transfer provided the member is financial and pays the appropriate annual subscription for the remainder of the year in which the re-transfer occurs.

6.3 RESIGNATION OF MEMBERSHIP

- 1) A member may resign from membership of the club at any time by giving written notice to the Secretary but shall remain liable for any amount of unpaid annual subscription payable for the financial year which may be recovered by due process. The resignation shall take effect at the time the resignation is received by the Secretary or if a later time is specified in the notice. No refund is available.
- 2) A member who has resigned may later apply to rejoin the club and shall be subject to such conditions of re-election and pay such re-admission fees as are determined by the Management Committee.

6.4 LEAVE OF ABSENCE

The Management Committee must consider any written application received from a financial member for a period of Leave of Absence, provided the application is accompanied by a medical practitioner's certificate stating incapacity to play golf, based on ill health. All applications must be considered and approval applied in accordance with the following;

- 1) The member's written application must be received by the Management Committee before the expiry of the required Leave of Absence period. Leave of Absence will not be approved retrospectively. Leave of Absence will be approved for a period of not less than two months and no more than twelve months at any one time.
- 2) The commencement and expiry dates for the Leave of Absence period shall be determined by reference to the information provided in the medical practitioner's certificate.
- 3) When a Leave of Absence is approved, the financial member will receive a credit of fees for the period of Leave of Absence, which can only be used as a credit against future fees payable once Leave of Absence expires.
- 4) During Leave of Absence period, the member has no playing rights or golf course access. These rights are automatically reinstated upon return from Leave of Absence.
- 5) No play is permitted on the course during Leave of Absence except that the member may seek the written approval of the Management Committee for a social round of golf to determine if he or she is fit to commence playing golf on a regular basis.
- 6) If, during the period of Leave of Absence, the member considers he or she is fit to return early to playing golf, the member may apply in writing for cessation of Leave of Absence. When the Leave of Absence period is reduced, the fee credit will be adjusted accordingly; and
- 7) If a member is still on Leave of Absence when the next annual fees are payable, the member may defer the payment of annual fees until Leave of Absence is completed.

6.5 TERMINATION OF MEMBERSHIP AND APPEAL

- 1) Membership may be terminated by the Management Committee if any of the following apply; membership subscriptions are in arrears for at least two months, or the member wilfully infringes any of these rules, or the member has been convicted of an indictable offence, or the member in the opinion of the Management Committee, is guilty of conduct prejudicial to the character or interests of the club. Before terminating a membership the Management Committee must ask the member to explain why membership should not be terminated. If a satisfactory explanation is not forthcoming the Management Committee may terminate the membership and the member must be notified in writing by the Secretary.
- 2) The member, if dissatisfied with the decision, may appeal in writing to the Secretary within one month of receiving the written notice. The Secretary must within one month issue a notice to call a Special General Meeting within three months so that the appeal can be considered by the club members. At that Special General Meeting the member must be given time to explain the situation and the Management Committee must describe why it thinks membership should be terminated. The termination may then be confirmed, varied or set aside by a resolution carried by a majority of the club members present and entitled to vote. No refund of fees is available.

6.6 JOINING FEE

- 1) To become a member of the club a joining fee along with the annual subscription must be paid when the application form is submitted. If the application for membership is rejected then fees are returned to the applicant. No refund of the joining fee is available should the member resign or if membership is terminated.
- 2) The joining fee payable by an applicant for membership in the various classes of membership shall be prescribed by the Management Committee from time to time. A joining fee is paid once only.

6.7 ANNUAL SUBSCRIPTION

- 1) The annual subscription is payable in advance by the first day of July each year. A person elected to membership or a member transferring to a lesser class of membership on or after the first day of July shall pay a pro-rata subscription calculated for the remaining period of the financial year.
- 2) Written notice must be given to members of the annual subscription for the ensuing financial year. A member who fails to pay the annual subscription, or part thereof if under an agreed payment plan, by the due date shall not after that date unless the Management Committee in its discretion decides otherwise, be entitled to enjoy the rights and privileges of the club until the required payment has been made. A follow-up notice of indebtedness may be given to a member and unless full payment is received within twenty one days after the date of such notice, together with payment of any late fee which the Management Committee in its discretion may impose, or an agreed payment plan arrangement put in place, membership may be terminated by majority agreement at a Management Committee meeting.
- 3) The annual subscription may be increased by the Management Committee by up to the Brisbane CPI percentage for the previous financial year rounded to the nearest \$5. For an increase in excess of the CPI the Management Committee must justify the proposed figure for approval at a General Meeting by at least two thirds of the members entitled to vote.
- 4) Capitation fees that are payable annually to the Gold Coast District Golf Association, Golf Queensland and Golf Australia by the club on the behalf of a member may be itemized separately on the written notice requesting payment of the annual subscription.

6.8 RIGHTS OF MEMBERS

Subject to the provisions of these rules, by-laws and regulations determined by the Management Committee, members shall be entitled to use the premises, property and facilities of the club and to be supplied with services at charges determined by the Management Committee.

6.9 REGISTER OF MEMBERS

- 1) The Secretary must keep a register of members to include each member's name, address and class of membership. An email address may be listed with the agreement of the member. A member who changes an address or other details should inform the Secretary in writing.
- 2) Under the Privacy Act the club is obliged to handle member information in a responsible manner. Whilst the register must be available for inspection by a member at a reasonable time by contacting the Secretary, the Management Committee must withhold information on the register, other than the member's full name, if there are reasonable grounds for believing that the disclosure of the information would put the member at risk of harm.

- 3) A member of the club must not use information obtained from the register to contact or send material to another member of the club for the purposes of advertising for political, religious, charitable or commercial purposes or disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to another member for the purpose of advertising for political, religious, charitable or commercial purposes.

7. LEVY

The Management Committee may propose a motion to a General Meeting for the imposition of a levy on members. Each levy will require approval by not less than two thirds of the members present and entitled to vote. A levy would normally be justified as being required to cover a specific purpose to improve the club's facilities.

8. TAMBORINE MOUNTAIN JUNIOR GOLF GROUP

- 1) The club shall sponsor the Tamborine Mountain Junior Golf Group with the aim of attracting juniors to the game of golf and mentoring their development.
- 2) Persons under eighteen years of age may become junior members and shall be permitted on the course and to use the facilities of the club house, except the bar, and to participate in club competitions as determined by the Management Committee.
- 3) The administration and management of the affairs of the juniors' group, as well as the conditions of entry, payment of fees and subscriptions and the transition to becoming a member of the main club shall be under the control of the Management Committee.
- 4) A club member may become the junior manager with the agreement of the Management Committee, and may work with the Management Committee to facilitate the supervision of the junior members. Other club members may be co-opted to assist with the running of the juniors' group.
- 5) The club is committed to ensuring that the safety, welfare, and wellbeing of children are maintained at all times during their participation in activities run by the club by fostering a safe and positive environment as per the Commission for Children and Young People and Child Guardian Act 2000. Any member who assists in a voluntary role in the organizing or coaching of junior members must comply with the requirements of the Commission.

9. MANAGEMENT COMMITTEE OFFICERS

- 1) The direction and management of the affairs and the property and funds of the club shall be under of the control of the Management Committee which shall consist of the following elected officers; President, Vice-president, Captain, Vice-captain, Treasurer and up to five committee members.
- 2) Those officers are to be elected at an Annual General Meeting and hold office for a term of two years. Ideally, not all officers should change together so as to provide a level of continuing experience.
- 3) Only financial ordinary members and life members may hold office on the Management Committee and officers are unpaid for their services to the club.

10. RESPONSIBILITIES OF OFFICERS

- 1) It is the responsibility of each newly elected officer to become familiar with the rules in the club's constitution and obligations, powers and duties under these rules and to abide by

them. Officers shall share in the joint responsibility of the Management Committee for taking all reasonable steps to ensure compliance with the Associations Incorporation Regulation 1999 and may be held accountable if they;

- a. deliberately fail to act in the best interests of the club
 - b. abuse their powers
 - c. fail to avoid a conflict of interest
 - d. fail to exercise due care, skill and diligence
- 2) The Management Committee has a duty of care to provide a safe workplace for employees, contractors, club member volunteers and others who work on the course, authorised visitors, and anyone else who may be affected by the club's operations, and also to provide a safe playing environment for players (members and visitors) and for junior members. It shall comply with its duty under the Queensland Work Health and Safety Act 2011 which gives effect to the agreement by the Commonwealth and Queensland governments to harmonise the work health and safety laws, including Regulations and Codes of Practice.

11. FUNCTIONS AND POWERS OF THE MANAGEMENT COMMITTEE

The Management Committee must act in the best interests of the club and may;

- 1) determine the classes of membership, joining fees and annual subscriptions
- 2) decide on membership issues including the elections of new members, terminations of membership, transfers between classes of membership and applications for leave of absence
- 3) deal with members who have outstanding unpaid fees
- 4) prescribe the procedures to be adopted at meetings of the Management Committee, General Meetings, Special General Meetings, Annual General Meetings and Sub-committee Meetings
- 5) appoint a Secretary at the meeting following the AGM, and within one month of a casual vacancy occurring
- 6) fill by appointment any casual vacancy on the Management Committee
- 7) appoint for particular purposes Sub-committees from among officers and ordinary members for periods and with powers and duties it deems appropriate
- 8) revoke such appointments and vary periods, powers and duties of Sub-committees as considered necessary
- 9) engage, control and dismiss contractors and employees and determine their terms and conditions of employment, subject to the relevant industrial awards and determinations
- 10) prescribe systems and procedures to be followed for the efficient performance of the clerical and administrative functions of the club
- 11) make, amend and repeal by-laws or regulations for the internal management of the club which shall be subordinate to and consistent with these rules. A by-law may be set aside by a majority vote of members present and entitled to vote at a General Meeting of the club.
- 12) prescribe systems and procedures to be followed for the effective management and control of the club's finances and of the receipt and payment of club moneys and accounting for the assets and liabilities of the club
- 13) appoint a club patron and honorary solicitor from time to time for periods deemed appropriate

12. ELECTION OF OFFICERS TO THE MANAGEMENT COMMITTEE

- 1) Officers shall be elected at an Annual General Meeting and shall serve a term of office of two years.
- 2) Club members entitled to vote (financial ordinary members and life members) shall be invited by notice at least 42 days prior to the date of the Annual General Meeting to submit nominations to fill vacant officer positions.
- 3) The notice shall indicate which positions are to become vacant at the Annual General Meeting. A vacant position arises either by the expiry of the elected term, by resignation from the Management Committee or by resignation from the club.
- 4) A club member may be a candidate for election to more than one position on the Management Committee but shall not be elected to more than one position. Club members are ineligible for election if they have been convicted, imprisoned or are bankrupt.
- 5) Outgoing officers may re-nominate for positions on the Management Committee.
- 6) A nomination shall be made on the form provided by the Secretary and shall be signed by the nominee, the proposing club member and a seconder. Nominees must be made aware of the amount of the club's public liability insurance cover.
- 7) Completed nomination forms shall be given to the Secretary at least 14 days before the date of the Annual General Meeting.
- 8) A list of the candidates' names with the names of the nominating club members shall be posted on the notice board at least seven days before the Annual General Meeting.
- 9) In the event that there is more than one nomination for a position a vote shall be taken by a show of hands, unless at least twenty percent of members from the floor request that a secret ballot be held, or on the decision of the Chairperson. Should there be no prior written nomination for a position then nominations may be taken from the floor and a vote taken if required.
- 10) The Secretary shall notify the Office of Fair Trading of changes to the positions of President, Treasurer or Secretary within a month of any change.

13. FILLING A CASUAL VACANCY ON THE MANAGEMENT COMMITTEE

- 1) A casual vacancy occurs should an officer resign from the Management Committee, resign from the club, cease to be an ordinary member or life member of the club or by incapacity, death, or by absence without leave from more than three consecutive Management Committee meetings unless with prior approval from the Management Committee.
- 2) The remaining officers may appoint a club member to fill the casual vacancy until the next Annual General Meeting at which the casual vacancy shall be filled by an election of a club member for a full two-year term.
- 3) The remaining officers may act if a quorum is present, but if a quorum is not present, the officers must fill casual vacancies to make a quorum, or call a General Meeting to elect new officers.

14. CHAIRPERSON FOR MEETINGS

The President of the club, if present, shall be the Chairperson for meetings and shall be responsible for the proper conduct of business and the supervision of any voting necessary. In the absence of the President, the Vice-president or Captain shall act as Chairperson. Each sub-committee may elect its own Chairperson at each meeting.

15. MEETINGS OF THE MANAGEMENT COMMITTEE

- 1) The Management Committee shall meet at least ten times each year and at other times deemed necessary by the President or any two members of the Management Committee. Notice shall be given by email or other means to all officers and an agenda along with the minutes of the previous meeting shall be circulated.
- 2) A quorum shall consist of the majority of officers. If a quorum is not present within 30 minutes after the appointed time, the meeting may be adjourned to a date the officers present decide and notice of the adjourned meeting must be given to all officers.
- 3) An officer must not vote on a question about a contract or proposed contract with the club if the member has an interest in the contract or proposed contract and, if the officer does vote, the vote shall not be counted. Any perceived conflict of interest must be avoided.
- 4) A question arising shall be decided by a majority vote of officers present and, if the vote counts are equal, the question shall be decided in the negative. Only officers may vote. The Chairperson shall declare the result of the vote and the majority.
- 5) An act performed by the Management Committee, an officer of the Management Committee or a person acting as an officer of the Management Committee is taken to have been validly performed even if the act was performed when there was a defect in the appointment of the officer or the officer was disqualified from being an officer.

16. MINUTES FROM MANAGEMENT COMMITTEE MEETINGS

- 1) The Secretary must ensure that full and accurate minutes of all questions, matters discussed, other proceedings and resolutions are recorded.
- 2) The minutes shall be confirmed at the next Management Committee meeting by signature of the Chairperson with the agreement of the majority of the officers present to verify their accuracy. Minutes may be stored either on paper or electronically.

17. RESIGNATION OR REMOVAL FROM THE MANAGEMENT COMMITTEE

- 1) An officer on the Management Committee may resign in writing to the Secretary.
- 2) An officer may be removed from office at a General Meeting of the club if a majority of the club members present and entitled to vote decides. Before the vote is taken, the officer must be given an opportunity to contest the proposed removal from office. Should the majority decide, the officer has no right of appeal and will immediately vacate the office.

18. SUB-COMMITTEES

- 1) The Management Committee may delegate some of its powers by appointing Sub-committees consisting of officers and club members at its discretion to help with the conduct of the club's activities. The duties, responsibilities and periods of operation of Sub-committees shall be determined by the Management Committee and Sub-committees may be asked to report on actions and recommendations.
- 2) Members of a Sub-committee shall decide when and where to meet, to deal with matters within their areas of responsibility and exercise delegated powers in the way the Management Committee decides. A Chairperson shall be elected at each Sub-committee meeting and minutes should be kept of important decisions or recommendations to be made. The club's President shall be entitled to attend meetings as an ex officio member.
- 3) Questions may be decided by a majority and if the votes are equal, then the question will be decided in the negative.

19. GENERAL MEETINGS

A General Meeting may be called at any time and the Secretary must call a General Meeting after being;

- 1) directed by the Management Committee
- 2) given a written request signed by at least a third of the Management Committee officers
- 3) given a written request signed by twice as many ordinary members as the number of members on the Management Committee, plus one

20. NOTICE OF A GENERAL MEETING

- 1) The notice of meeting to convene a General Meeting shall be issued at least fourteen days prior to the meeting date and shall specify the place, the date and the time of the meeting and provide information concerning the business to be conducted.
- 2) The Notice shall be displayed on the clubhouse notice board, on the club's website and in the local paper. Additionally, notice may be given to members entitled to vote, either in person or by electronic medium, including, but not limited to text message and email.
- 3) In the case of a General Meeting at which a special resolution is to be considered, the period of notice shall be not less than twenty one days. A special resolution is needed to change any of these rules, or change the name of the club, or wind up the club.
- 4) Members are entitled to bring any business framed as a motion before a General Meeting by writing a notice of motion to the Secretary at least seven days before the meeting. Such motions shall be distributed to club members in writing and shall be considered as motions on notice at the next meeting.

21. PROCEDURES AT A GENERAL MEETING

- 1) Members present who are entitled to vote must add their names and signatures to an attendance sheet provided by the Secretary to form part of the minutes. A quorum shall be at least the number of Management Committee members (elected and appointed to fill casual vacancies) plus one. No business shall be conducted unless a quorum is present and if within 30 minutes from the time appointed no quorum is present, the meeting shall be adjourned to another date and time as the Management Committee may by notice announce.
- 2) The circulated agenda shall be addressed item by item, including any motions on notice. Other business is not normally accepted from the floor at the meeting but may be if the acceptance of the item of business is endorsed by a vote of at least 30% of the members present and entitled to vote.

22. MINUTES OF A GENERAL MEETING

- 1) Minutes should include at least the following;
 - a. members attending and apologies provided
 - b. the place and date of the meeting and the time of commencement
 - c. a statement from the Chairperson that the meeting was duly constituted and that a quorum was present
 - d. the approval of the previous meeting's minutes by signature of the Chairperson and consideration of any matters arising
 - e. proceedings including principal points of discussion and agreements made

- f. details of each motion put to the meeting and whether it was passed as a resolution with the required majority, or rejected, how the vote was taken (by show of hands or voice or other method) and whether the vote was unanimous. A member's name may be recorded as having abstained or voted in the negative by request to the meeting.
 - g. any other business raised
 - h. the time the meeting was closed
- 2) Minutes must be confirmed for completeness and accuracy by signature of the Chairperson of the subsequent General Meeting on the agreement of members present and entitled to vote.
- 3) If asked by a club member, the Secretary must within 28 days make the confirmed minutes available for inspection at a mutually agreed time and place.

23. VOTING AT A GENERAL MEETING

- 1) Only financial ordinary and life members present are entitled to vote in person and shall be entitled to one vote only. Proxy votes are not permitted. The Chairperson may exercise a deliberative vote and, in the event of a tied vote, shall exercise a casting vote.
- 2) Motions shall be decided after suitable discussion by members by a show of hands unless a secret ballot is demanded by at least 20% of members present, or if the Chairperson deems it appropriate.
- 3) A majority of votes is needed to carry ordinary motions. For a special resolution to change a rule of association the majority of votes must be at least 75%. The Chairperson shall declare to the meeting that the required majority was or was not achieved.

24. ANNUAL GENERAL MEETING

- 1) The Annual General Meeting shall be held by the end of September each year and shall be called by a written notice of meeting. The notice of meeting shall be issued at least 14 days prior to the meeting date and shall specify the place, the date and the time of the meeting and the nature of business to be conducted, including special resolutions and motions on notice.
- 2) The Notice shall be displayed on the clubhouse notice board, on the club's website and in the local paper. Additionally, notice may be given to members entitled to vote, either in person or by electronic medium, including, but not limited to text message and email.
- 3) The quorum of entitled members shall be at least the number of officers on the Management Committee plus one. No business shall be conducted unless a quorum is present. Members who are present and entitled to vote must add their names and signatures to an attendance sheet or book provided by the Secretary.
- 4) Minutes must be taken to accurately record the proceedings of the meeting and shall be retained as a permanent official record of the business transacted. Minutes should include the items in the order of business in paragraph 5) as well as: the names of members attending and apologies received, the place and date of the meeting and the time of commencement, details of each motion put to the meeting and whether it was passed as a resolution with the required majority, or rejected, how the vote was taken (e.g. by a show of hands) and whether the vote was unanimous. If necessary, a count may be taken. A member's name may be recorded as having abstained from voting or voted in the negative on a request to the meeting.
- 5) The order of business shall be;

- a. read the notice convening the meeting and declare that the meeting has been duly constituted and that a quorum is present
 - b. if appropriate, confirm the minutes of the previous Annual General Meeting as a correct record by signature by the Chairperson
 - c. accept the reports from the President and Captain
 - d. accept the Treasurer's report which shall include the signed financial statement of income, expenditure, assets and liabilities, mortgages and charges and securities
 - e. adopt the audited financial statements
 - f. consider and adopt the proposed budget for the next financial year
 - g. elect the officers of the Management Committee whose two-year terms have expired and fill any casual vacancies
 - h. appoint an external financial auditor for the next financial year
 - i. consider any business of which due notice has been given
 - j. close the Annual General Meeting
- 6) Within one month of the Annual General Meeting, the club shall submit an annual return to the Office of Fair Trading as required.

25. ANNUAL REPORT

- 1) The Management Committee must prepare an annual report on the activities of the club for presentation to the members at the Annual General Meeting. The Treasurer must ensure that the auditor, prior to the Annual General Meeting audits the books and accounts of the club and the Treasurer's statements.
- 2) The annual report must include;
 - a. reports by the President, Captain and Treasurer
 - b. a financial report including income and expenses and a balance sheet for the previous financial year
 - c. an auditor's report
 - d. a proposed budget for the following year
- 3) The annual report and the minutes of the previous Annual General Meeting shall be made available to members on the club's website and in the clubhouse as a paper copy at least 14 days before the scheduled date of the Annual General Meeting.

26. SPECIAL GENERAL MEETING

- 1) A Special General Meeting may be called to consider a particularly important matter and must be called by the Secretary on receipt of either;
 - a. a written notice of an intention by an applicant to appeal against the decision of the Management Committee to reject an application for membership
 - b. a written notice of an intention by a member to appeal against a decision by the Management Committee to terminate a membership
 - c. a written request signed by at least 33% of the members of the Management Committee
 - d. a written request signed by at least the number of ordinary club members equal to double the number of members on the Management Committee plus one

- e. a decision by the Management Committee to refer a matter to the members of the club for consideration
- 2) A written request should state the reason to hold the Special General Meeting. The notice convening a Special General Meeting must be distributed at least 14 days before the date of the meeting and must contain the date and location of the meeting and the business to be conducted.
- 3) A Special General Meeting must be held within three months of the written request.

27. FINANCIAL MANAGEMENT

The income and property of the club shall be used and applied solely in the promotion of the objects of, and in the exercise of the powers of the club.

28. FINANCIAL YEAR

The financial year shall be the period commencing on the first day of July each year and finishing on the last day of June the following year.

29. DEALING WITH FUNDS RECEIVED

- 1) Available funds must be deposited in the name of the club in a financial institution in Queensland selected by the Management Committee. All monies received must be deposited as soon as practicable.
- 2) The Management Committee may set aside out of the funds a reserve fund to meet contingencies and for other purposes considered conducive to the interest of the club and investments such as term deposits at higher rates of interest may be considered.
- 3) Subscriptions received from members will initially be credited to an account maintained in the balance sheet called subscriptions received in advance, and one twelfth only of the total of this account may be credited each month as income to the monthly income and expenditure account.

30. FINANCIAL RECORDS

Complete financial books and accounts must be kept either in written or printed form in the English language showing correctly the financial affairs of the club.

31. PAYMENT OF ACCOUNTS

- 1) A payment by the club of \$100 or more must be made either by cheque, and each cheque must be signed by any two of the President, Treasurer, Vice-President or Captain who are made authorised signatories, or other ordinary or life members authorised from time to time by the Management Committee, or by bank transfer which must be approved by two separate authorised signatories online. Expenditure paid by cheques or by bank transfer must be ratified at a Management Committee meeting.
- 2) Amounts less than \$100 may be paid from the petty cash account and the Management Committee must decide the amount of petty cash to be kept in the account. The petty cash account will be administered by the club's book keeper or by the Treasurer as the Treasurer requires. Payments made shall be recorded in the petty cash book.

32. MONTHLY FINANCIAL REPORTS

The Treasurer shall present a financial report including an income and expenditure statement and balance sheet to each Management Committee meeting. Payments made should be ratified.

33. GENERAL FINANCIAL MATTERS

- 1) The Management Committee has the general control and management of the administration of the affairs, property and funds and may under resolutions passed;
 - a. enter into leases of property and services associated with activities conducted by and property owned by the club, the duration of such leases being consistent with normal commercial arrangements
 - b. lease equipment for the proper maintenance of the course
 - c. borrow money from members and pay interest on the amount borrowed at a rate of interest not more than the current rate being charged for overdrawn accounts by the club's financial institution
- 2) The Management Committee may not do the following without prior approval at a General Meeting by way of a resolution carried by a majority of not less than two-thirds of members present and entitled to vote;
 - a. dispose of or sell property owned by the club
 - b. raise or borrow any sum or sums of money greater than \$50,000 for the purchase or lease of equipment for course maintenance
 - c. raise or borrow any sum or sums of money for real property acquisitions, developments or improvements or mortgage or charge any of the property of the club for the purpose of securing any such loans
 - d. issue debentures stocks, bonds or obligations on the club
 - e. mortgage or charge the whole or part of its property
- 3) If any financial member is of the opinion that any of the club's assets may be at financial risk or potential loss, that member, having first advised the Management Committee in writing, may alert other members on the club's notice board.
- 4) The asset register should record assets such as date of acquisition, cost, depreciation, location and disposal where appropriate.
- 5) Financial records should include a general ledger or account of amounts received and paid, a receipt book, all bank statements, a register of assets and a petty cash book. These should be kept for at least seven years. The general ledger should record all cash and cheque payments and receipts. All monies received should be recorded and a receipt issued. Duplicate receipts should be kept. The cash book should be balanced at regular intervals and reconciliation should be made with the bank balance.

34. HONORARY SOLICITOR

The Management Committee may appoint an honorary solicitor to attend to such legal matters as the club may require and may authorise payment for services rendered.

35. PATRON

The Management Committee may appoint a person from time to time as a patron for such period of time as the Management Committee shall deem appropriate.

36. COMPLAINTS

A complaint from a member about club matters should be made in writing to the Management Committee which shall address the issue raised and inform the club member of the decision.

37. COMMON SEAL

The Management Committee must provide for the safe custody of the seal and the seal shall not be used except by authority of a resolution of the Management Committee and in the presence of two officers of the Management Committee. At least two members of the Management Committee shall sign each instrument to which the seal is affixed.

38. SECRETARIAL FUNCTIONS

- 1) The Secretary shall be appointed by the Management Committee and may be;
 - a. an officer on the Management Committee
 - b. a club member not on the Management Committee or another person, but that person does not become a member of the Management Committee. The Secretary's name and contact details shall be reported promptly to the Office of Fair Trading.
- 2) Should the Secretary's role become vacant the Management Committee must appoint a replacement Secretary within one month.
- 3) The Management Committee may remove the person from the role of Secretary and must appoint a replacement Secretary within one month.
- 4) The Secretary's functions include but are not limited to;
 - a. calling General Meetings of the club, including preparing and distributing notices of meeting and of the business to be conducted at the meeting in consultation with the President, and similarly for Annual General Meetings and Special General Meetings
 - b. keeping accurate and complete minutes of all questions, matters, resolutions and other proceedings of each Management Committee meeting, General Meeting, Special General Meeting and Annual General Meeting
 - c. keeping copies of all minutes, correspondence, contracts and other documents in a safe manner along with instruments of title, the seal and any securities of the club
 - d. maintaining the register of members
 - e. collating reports for the annual report and arranging for its printing
 - f. calling for and receiving nominations for officers on the Management Committee to be decided at the Annual General Meeting
 - g. reading, replying to and keeping correspondence
 - h. notifying the Office of Fair Trading of changes to details of the President, Treasurer or Secretary within one month of any change
 - i. submitting an annual return on the form supplied by the Office of Fair Trading
- 5) Confirmed minutes from a previous meeting shall be made available by the Secretary within 28 days of request by a financial member.

39. SECRETARY MANAGER

Should the Management Committee employ a Secretary manager, that person shall perform the duties strictly in accordance with the powers and authority extended to the position by the Management Committee.

40. INDEMNITY

Officers on the Management Committee, employees of the club and the auditor shall be indemnified out of the assets of the club against any liability arising out of the execution of the duties of office which is incurred in defending any proceedings whether civil or criminal in which the judgement is given in favour, or in which the officer is acquitted, or in connection with any application under the Act in which relief is granted by the court in respect of any negligence default, breach of duty or breach of trust.

41. ALTERATION OF THESE RULES OF ASSOCIATION

Any of these rules may be individually amended or rescinded or new rules added at a General Meeting by a special resolution carried by a majority of at least 75% of members present and entitled to vote. Alternatively, the current constitution may be repealed at a General Meeting by passing a special resolution carried by a majority of at least 75% in attendance and a new constitution shall be adopted. Within three months of passing a special resolution the Secretary must lodge form 8 with the changes as passed by the special resolution to the Office of Fair Trading.

42. DISTRIBUTION OF ASSETS

In the event the club is wound up in accordance with the provisions of the Associations Incorporation Act of 1981 any property remaining after satisfying of all the club's debts and liabilities shall not be distributed among the members of the club but shall be given or transferred to Golf Queensland.