

BAIRNSDALE GOLF CLUB INCORPORATED

[Assn No: A0006871P – Incorporated: 15 Oct 1985]



As proposed

November 2023

ANNEXURE B

PART 1 – PRELIMINARY

1. Name
2. Statement of Purposes
3. Definitions

PART 2 – RULES AND BY-LAWS

Division 1 – The Rules

4. Effect of the Rules
5. Inconsistency between the Rules and the Act
6. Altering the Rules or Purposes

Division 2 – By-laws

7. Making By-laws

PART 3 – POWERS OF THE CLUB

8. Powers of the Club

PART 4 – MEMBERSHIP

Division 1 – Members

9. Categories of Members
10. Entitled Members

Division 2 – Application for Membership

11. Applications
12. Decision of the Committee

Division 3 – Rights, Obligations and Liabilities of Membership

13. Rights and Privileges
14. Obligations
15. Addresses
16. Register of Members
17. Access to Club Information
18. Fees and Charges
19. Resignation or Cessation of Membership

Division 4 – Disciplinary Action

20. Natural Justice
21. Disciplinary Subcommittee
22. Disciplinary Procedure

Division 5 – Addressing Grievances

23. Grievances
24. Grievance Procedure

PART 5 – COMMITTEE AND EXECUTIVE COMMITTEE

Division 1 – Role and Composition

25. Management of the Club
26. Committee of Management
27. Executive Committee

Division 2 – Election and Tenure of Office

28. Election Day
29. Tenure
30. Returning Officer
31. Nominations
32. Election by Default
33. Election by Ballot
34. Declaration of Ballot
35. Vacating Office
36. Removal of Committee Member
37. Filling a Casual Vacancy

Division 3 – Responsibilities, Powers and Indemnity

38. Responsibilities
39. Powers of the Committee
40. Powers of the Executive Committee
41. Indemnity

Division 4 – Duties of Office Bearers

42. President and Vice-President
43. Treasurer
44. Club Captain and Vice-Captain
45. Secretary

Division 5 – Committee Meetings

46. Frequency and Calling of Meetings
47. Voting
48. Quorum
49. Procedure and Order of Business
50. Disclosure of Interest

Division 6 – Subcommittees

51. Delegation
52. Roles and Responsibilities
53. Other Sporting Activities
54. Sporting Committees Annual Meetings

PART 6 – GENERAL MEETINGS

55. Notice of Meeting
56. Service of Notice
57. Annual General Meetings
58. Special General Meetings
59. Transaction of Business
60. Special Business
61. Adjourned General Meetings
62. Quorum
63. Lack of Quorum

PART 7 – FINANCIAL MANAGEMENT

64. Financial Year
65. Income and Property of the Club
66. Funds and Accounts
67. Accounting and Audits
68. Auditor

PART 8 – MISCELLANEOUS

69. Liquor Control Laws
70. Distribution of Surplus Assets on Winding Up
71. Equal Opportunity, Discrimination and Sexual Harassment Policy
72. Occupational Health and Safety Policy

PART 1 – PRELIMINARY

1. Name

The name of the incorporated association is the 'Bairnsdale Golf Club Incorporated' hereinafter referred to as 'the Club'.

2. Statement of Purposes

The Purposes of the Club are as follows:

- 2.1 to promote the games of golf and lawn bowls as well as other sporting activities and pastimes;
- 2.2 to provide and maintain a golf course, bowling rinks, club house, professional shop and other facilities incidental to the promotion and enjoyment of golf, lawn bowls and other sporting activities and pastimes;
- 2.3 to provide amenities and services for members, guests and visitors at the Club premises;
- 2.4 to foster, promote and undertake affiliations with clubs, bodies and associations having similar purposes;
- 2.5 to subscribe or donate to, or otherwise support, patriotic, charitable, benevolent and community organisations and causes;
- 2.6 to do such other things as are necessary or conducive to the attainment of the above purposes.

3. Definitions

- 3.1 In these rules, unless a contrary intention appears:

Annual Subscription means the annual membership fee which must be paid together with any entrance, affiliation, insurance fee, levy or charge in the amount set by the Committee, for a person, other than a Life Member, to become or remain a financial member of the Club;

Committee means the Committee of Management of the Club elected in accordance with Division 2 of Part 5 and Committee Members are members of that Committee;

entitled member means a financial member of the Club whose category of membership defined in rule 10 entitles him or her to vote at general meetings and elections of the Club, take part in the management of the Club and nominate candidates for the Committee provided that such entitlements have not been suspended in accordance with rules 18.8 or 22.6.4;

Executive Committee means the subcommittee of the Committee of Management constituted in accordance with rule 27 which takes responsibility for management issues referred to it from the Committee or pressing management issues

	requiring attention during intervals between the periodic Committee meetings;
financial institution	means an authorised deposit-taking institution within the meaning of section 5 of the Banking Act 1959 of the Commonwealth;
general meeting	means any meeting of the Club convened in accordance with Part 6 which is open to all members;
in writing	means any mode of representing or reproducing words in visible form and includes electronic transmissions via email and facsimile;
member	means a member of the Club holding a category of membership defined in relevant By-Laws of the Club;
membership year	means the twelve month period covered by membership subscriptions commencing on the 1 st day of July in any year and concluding on the 30 th day of June in the following year;
Officer	subject to rule 3.2, means a member of the Committee holding an executive position in the Club designated in rule 26.1;
oppressive conduct	includes engaging in conduct that is unfairly prejudicial to, or unfairly discriminatory against, a member of the Club or of the Committee or contrary to the interests of the members of the Club as a whole, and a reference to engaging in conduct includes a reference to refusing or failing to take action;
Ordinary Member	subject to rule 3.2, means a member of the Committee designated in rule 26.2 who is not an Officer;
ordinary resolution	means an unexceptional and everyday resolution of a general meeting notice of which has been given in accordance with rule 55 and which is transacted in accordance with rule 59.1;
poll	means a recorded physical count in accordance with rule 59.6 of the number of members voting for and against a resolution or other business transacted at a general meeting;
register of members	means the register of Club members established and maintained in accordance with rule 16;
Registrar	means the person employed as the Registrar of Incorporated Associations under the Public Administration Act 2004;
relevant documents	means records of the business, accounts, transactions, and all other financial management of the Club however compiled, recorded or stored;

Secretary	means the Secretary of the Club appointed in accordance with rule 45.3.11;
special competition	means any competition the winner of which is entitled to have their name placed on a Club honour board and any other competition declared by the Committee to be a special competition;
special resolution	means a significant and major resolution of a general meeting notice of which has been given in accordance with rule 55 and which is transacted in accordance with rule 59.2;
the Act	with the exception of rule 71, means the Associations Incorporation Reform Act 2012 as amended from time to time and Regulations made under that Act;
transact	means to determine an item of business by way of a vote;
vote	means the formal indication by Committee Members or entitled members of a choice for or against a resolution or other business in a Committee or general meeting or between nominees in an election and, subject to these rules, includes voting by a show of hands, a poll, a secret ballot or postal voting. These rules do not preclude future introduction of electronic voting for special resolutions by adoption of a By Law to that effect.

- 3.2 References in rules 53 to officers and committee members of sub-committees shall not be construed as references to members of the COM Committee designated in rule 26.
- 3.3 Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the interpretation of Legislation Act 1984 and that Act as in force from time to time.

PART 2 – RULES AND BY-LAWS

Division 1 – The Rules

4. Effect of the Rules

These rules bind every member and the Club to the same extent as if every member and the Club had signed the rules and agreed to be bound by them.

5. Inconsistency between the Rules and the Act

If there is any inconsistency between these rules and the Act, the Act prevails.

6. Altering the Rules or Purposes

- 6.1 The Club may alter these rules or its purposes by special resolution and not otherwise.
- 6.2 If the rules or purposes are altered, the Secretary must make application to the Registrar for approval of the alteration. The application must set out the particulars of the alteration and be:
 - 6.2.1 made in the form approved by the Registrar;
 - 6.2.2 accompanied by the prescribed fee;
 - 6.2.3 made within 28 days after the special resolution was passed;
 - 6.2.4 accompanied by a declaration signed by not less than two members of the Committee to the effect that the special resolution was passed in accordance with the Act; and
 - 6.2.5 accompanied by a consolidated copy of the rules of the Club including the alteration.
- 6.3 Within one month from receipt of the Registrar's approval of the alteration, the Secretary must forward to the Director of Liquor Licensing a certified copy of the alteration.

Division 2 – By-laws

7. Making By-laws

- 7.1 The Committee may from time to time make, alter or repeal by-laws in relation to the management and activities of the Club and the conduct of its members, guests and visitors, including but not limited to:
 - 7.1.1 the Club's trading activities;
 - 7.1.2 the management and control of Club premises;
 - 7.1.3 the regulation and organisation of sports played at the Club, including sporting competitions and events;
 - 7.1.4 classification of memberships and the rights and privileges to be enjoyed by members, guests, and visitors; and
 - 7.1.5 the conduct of member to member interactions and those between members and Club employees;
 - 7.1.6 protocols for the acceptance and treatment of sponsors;
 - 7.1.7 the arrangement, role and responsibilities of sub-committees.

PART 3 – POWERS OF THE CLUB

8. Powers of the Club

- 8.1 For achieving its purposes, the Club has the powers conferred by the Act.
- 8.2 Subject to the Act and these rules, the Club may do all things necessary or convenient to achieve its purposes and, in particular, may:
- 8.2.1 acquire, hold, dispose of, or sell real or personal property, shares, debentures or other securities provided that, in the case of property subject to a trust, the Club must only deal with such in accordance with the law;
 - 8.2.2 accept gifts, donations, endowments, grants, subsidies, bequests and other benevolence;
 - 8.2.3 open and operate accounts with financial institutions;
 - 8.2.4 invest and deal with Club funds in a lawful manner;
 - 8.2.5 raise and borrow money on terms or in a manner considered appropriate;
 - 8.2.6 donate, lend and advance money, or extend credit, to, or otherwise assist or support, individuals, bodies corporate or charitable, benevolent or community organisations;
 - 8.2.7 secure the repayment of monies raised or borrowed, or the payment of debts or liabilities, by giving mortgages, charges or securities upon or over all or any of the property of the Club;
 - 8.2.8 appoint agents to transact business on its behalf;
 - 8.2.9 enter into contracts or arrangements considered necessary or desirable;
 - 8.2.10 amalgamate with associations having objects and purposes similar to those of the Club;
 - 8.2.11 employ, suspend or dismiss staff in accordance with the law, current awards or employment contracts as considered necessary or convenient for the purposes of the Club;
 - 8.2.12 undertake construction or development works considered necessary or beneficial for the purposes of the Club;
 - 8.2.13 act as trustee and accept and hold upon trust real and personal property; and
 - 8.2.14 publish any printed material considered desirable for the purposes of the Club.
- 8.3 The Club may obtain, hold and renew any necessary registration certificates, and licences, permits and other authorities for the purchase, sale and provision of food, liquor or other commodities pursuant to relevant legislation.

PART 4 – MEMBERSHIP

Division 1 – Members

9. Categories of Members

Other than Life Members, the Membership of the Club shall comprise categories of Members as determined by the Committee from time to time and recorded and published in related By-Laws.

9.1 Life Members

- 9.1.1 A Life Member is a member who has rendered conspicuous service to the Club or has through their personal achievements conferred some significantly noteworthy benefit upon the Club and the Committee recommends to a general meeting of members that the member be appointed to Life Membership with a majority of not less than two-thirds of the votes of entitled members at the general meeting being in favour of that appointment.
- 9.1.2 Life Members shall enjoy all the rights and privileges of their substantive categories of membership.
- 9.1.3 Life Members shall not be subject to the payment of any further subscriptions in relation to their membership.
- 9.1.4 Life Members will however be required to pay any affiliation fees relative to their category of membership and shall pay any like charges or levies authorised by the Committee from time to time.

9.2 Medal of Honour

- 9.2.1 Any Member who through their personal commitment to the Club, as demonstrated by an enduring contribution to its development and wellbeing, may be awarded a Medal of Honour by decision of the Committee of Management.
- 9.2.2 The names of Members awarded a Medal of Honour shall be displayed on an Honour Board affixed prominently and permanently for that purpose within the Club House.

10. Entitled Members

- 10.1 Pursuant to the Liquor Control Reform Act 1998, entitled members must constitute not less than 60% of the total membership of the Club excluding Temporary or Honorary Members.
- 10.2 Only Entitled Members have the right to vote, be elected to the Committee of Management, nominate candidates to serve on the Committee, or propose a matter of business to be transacted at a General Meeting in accordance with 59.2, in addition to any other rights and privileges of membership.

Division 2 – Application for Membership

11. Applications

- 11.1 Applications for membership of the Club shall be in writing in a form approved by the Committee. The applicant shall be proposed and seconded by entitled members;
- 11.2 Membership applications must be lodged with the Secretary who shall display the full name and town or suburb of residence of the applicant on the Club notice board for a period of not less than 14 days for the information of members provided that such display shall not be required for the membership categories of Veteran Members, Limited Members and Honorary Members;
- 11.3 The Secretary shall refer applications for membership to the Committee for its consideration as soon as practicable after the completion of the display period;
- 11.4 An applicant for membership of the Club may use the facilities of the Club and, subject to the category of membership applied for, may play on the golf course, bowling rinks or both during the period between lodgement of the application and when their name is entered in the register of members provided that, should the Committee reject the application for membership, the applicant shall no longer enjoy such privileges.

12. Decision of the Committee

- 12.1 The Committee shall consider an application for membership made under rule 11 and shall accept or reject the application at that meeting or the next;
- 12.2 As soon as practicable following the decision of the Committee, the Secretary shall notify the applicant in writing of the Committee's decision;
- 12.3 If an application for membership is accepted by the Committee, the Secretary shall request that within 28 days the applicant makes payment of the relevant annual subscription fee together with any entrance fee, levy or charges set from time to time by the Committee, or enters into a binding instalment agreement for those amounts in accordance with 18.6;
- 12.4 An applicant who is appointed to membership after the commencement of the membership year shall be required to pay a proportion of the annual subscription fee commensurate with the unexpired period of the membership year calculated from the first day of the month of appointment to membership;
- 12.5 Upon receipt of the amounts referred to in rule 12.3, the Secretary shall enter the applicant's name in the register of members and the applicant is appointed to membership of the Club on that date;
- 12.6 If an application for membership is rejected by the Committee, the applicant may appeal against the decision by giving notice to the Secretary, supported by representation in writing, within 14 days after being advised of the rejection;
- 12.7 If an applicant appeals against the rejection of their application, the Committee shall reconsider the application at the next Committee meeting following receipt of the appeal;
- 12.8 If, after reconsidering an application, the Committee confirms its decision to reject the application the decision stands.

Division 3 – Rights, Obligations and Liabilities of Membership

13. Rights and Privileges

- 13.1 An applicant becomes a member of the Club and, subject to rules 18.7 and 22.6.4 or any restriction imposed by the Club's Membership By-Laws, is entitled to enjoy the rights and privileges of membership when their name is entered in the register of members.
- 13.2 Membership of the Club with any attendant rights and privileges:
 - 13.2.1 is not capable of being transferred or transmitted to another person; and
 - 13.2.2 terminates on the cessation of membership, whether by death, resignation or otherwise.
- 13.3 Membership of the Club shall not be deemed to confer upon members any right, title or interest, whether legal or equitable, in the property of the Club.

14. Obligations

All members must act in strict accordance with the rules and by-laws of the Club, the Club's Liquor Licence and all other relevant legislation.

15. Addresses

- 15.1 Every member must advise the Club of a residential, postal or electronic address to which notices and other communications from the Club may be sent;
- 15.2 Any notice or communication forwarded by mail or electronically to a member at the address appearing in the register of members shall be deemed served on the next working day after the date of posting or transmission whether or not the notice or communication is received by the member;
- 15.3 No meeting or action of the Club shall be deemed invalid by reason that a member of the Committee, or of the Club, has not received a notice or communication forwarded by the Club.

16. Register of Members

- 16.1 The Secretary must keep and maintain a register of members in which shall be recorded:
 - 16.1.1 the name of each member;
 - 16.1.2 each member's address as advised in accordance with rule 15.1;
 - 16.1.3 the date on which each member's name and address are entered in the register; and
 - 16.1.4 the date on which any membership ceases or is cancelled in accordance with rule 19.
- 16.2 Pursuant to the Liquor Control Reform Act 1998, the Secretary must:
 - 16.2.1 record in the register of members the date of the latest payment of each member's annual subscription fee; and
 - 16.2.2 ensure that the register is kept open on the Club premises for inspection by persons authorised under that Act.

17. Access to Club Information

- 17.1 The following must be made available for inspection by members at a reasonable time:
- 17.1.1 a copy of these rules;
 - 17.1.2 minutes of general meetings;
 - 17.1.3 minutes of Committee meetings detailing resolutions and other business transacted at those meetings provided that material of a confidential nature may be excluded at the Committee's discretion;
 - 17.1.4 the Club's annual reports, accounting and financial statements, books, records and relevant documents; and
 - 17.1.5 the register of members provided that members may only inspect entries relating to themselves.
- 17.2 A member must be provided with copies of anything referred to in rule 17.1 within seven days if the member requests a copy and pays the prescribed fee (if any).

18. Fees and Charges

- 18.1 The annual subscription fees of members for the succeeding membership year together with any entrance fee, levy or charges, shall be set by resolution of the Committee and shall be recorded in the Club's 'Schedule of Fees and Charges'.
- 18.2 The Committee must report the details of the 'Schedule of Fees and Charges' on the Club notice board on or before 30th June each year.
- 18.3 Any increase in the annual subscription fees for the succeeding membership year shall not exceed 10% or twice the level of the 'All Groups Consumer Price Index' from the previous March annual reference, whichever is the lesser amount, unless approved in a general meeting of members by special resolution.
- 18.4 A levy imposed on members for the succeeding membership year shall not exceed 15% of a Golfing Member's annual subscription fee, not including any ancillary payments, unless approved in a general meeting of members by special resolution.
- 18.5 The annual subscription fees determined from time to time by the Committee may be paid as a single entire amount or by means of instalments approved by the Committee.
- 18.6 Subject to an instalment agreement approved by the Committee, each member must pay the annual membership fee, levies and other charges determined by the Committee by the first day of each financial year or such other date as determined by the Committee.
- 18.7 A member who fails to pay an annual subscription fee, levy or other charge within one month after the invoice date, or an agreed instalment within one month after the invoice date, is considered to be unfinancial and, unless the Committee determines otherwise, the member shall neither have access to the Club's facilities, nor exercise the rights and privileges of membership.
- 18.8 If a member fails to pay an annual membership fee, levy or charge, or any agreed instalment within the time permitted in rule 18.7, the Secretary shall serve a notice upon the member to pay all arrears within 14 days from the service of the notice.

19. Resignation or Cessation of Membership

- 19.1 A member who has paid all monies due and payable to the Club may resign from membership of the Club by giving one month's notice in writing to the Secretary of their intention to resign.
- 19.2 If a member dies, the Committee shall cancel that membership provided that a pro rata refund of the annual subscription fee commensurate with the unexpired portion of the membership year may be paid to the immediate family or to the estate of the deceased member at the discretion of the Committee.
- 19.3 Alternatively, the Committee may, by letter to the family or estate of a deceased member, ask whether the unexpired portion may be treated as a legacy type donation to the Club.
- 19.4 If a member fails to pay all arrears within 14 days of a notice served in accordance with rule 18.8, the Committee shall cancel that membership.
- 19.5 If a member is the subject of a determination in a disciplinary procedure made in accordance with rule 22.6.5, the Committee shall cancel that membership.

Division 4 – Disciplinary Action

20. Natural Justice

- 20.1 In applying a disciplinary procedure under rule 39.8, the Committee must ensure that the member who is the subject of disciplinary procedure is:
 - 20.1.1 informed of the grounds upon which the disciplinary action is proposed to be taken; and
 - 20.1.2 given an opportunity to be heard in relation to the matter.
- 20.2 The outcome of a disciplinary procedure must be determined by unbiased decision-makers.
- 20.3 The decision in a disciplinary procedure must be based on the evidence and not on irrelevant issues.
- 20.4 To the extent that doing so is compatible with the provisions of rule 20.1, and 20.2, the disciplinary procedure must be completed as soon as is reasonably practicable.

21. Disciplinary Subcommittee

- 21.1 The power of the Committee to discipline members in accordance with rule 39.8 may, at the discretion of the Committee, be delegated to a disciplinary subcommittee and must be so delegated where:
 - 21.1.1 any Committee Members are biased against, or in favour of, the member concerned; or
 - 21.1.2 the Committee considers that the conduct alleged against a member, if proven, is sufficiently serious to justify expulsion from membership of the Club by the Committee in accordance with rule 22.6.5.
- 21.2 A disciplinary subcommittee shall comprise no more than three persons who shall be members of the Committee or of the Club who are not biased against, or in favour of, the member concerned.

22. Disciplinary Procedure

- 22.1 The Committee shall convene a meeting within 14 days:
 - 22.1.1 If an allegation in writing is made against a member to the effect that the member has refused or neglected to comply with the rules or by-laws of the Club or has been guilty of conduct that is unacceptable, unbecoming a member or prejudicial to the interests of the Club; or
 - 22.1.2 If the Committee is satisfied that there are sufficient grounds for the commencement of the Disciplinary Procedure against a member the Committee shall convene a meeting within fourteen days to consider the allegation.
- 22.2 If the Committee decides to take disciplinary action against the member, the Committee shall:
 - 22.2.1 decide whether the matter will be determined by the Committee or by a disciplinary subcommittee in accordance with rule 21; and
 - 22.2.2 arrange a hearing at which the disciplinary action will be determined by unbiased decision-makers.
- 22.3 When the Committee has arranged a hearing, the Secretary must serve a notice in writing upon the member.
The notice must:
 - 22.3.1 specify the time, date and place of the hearing at which the matter will be determined;
 - 22.3.2 specify the grounds upon which the disciplinary action against the member is proposed to be taken;
 - 22.3.3 state the names of the unbiased decision-makers who will determine the matter; and
 - 22.3.4 be served upon the member not less than 14 days before the date of the hearing.
- 22.4 At a hearing, the member must be afforded a reasonable opportunity to be heard or make representation in writing.
- 22.5 With the understanding that a disciplinary procedure should be completed as soon as is reasonably practicable, decision-makers may adjourn a hearing to consider the matter.
- 22.6 After due consideration of the matter, the decision-makers shall determine that:
 - 22.6.1 no further action shall be taken in relation to the allegation;
 - 22.6.2 a warning shall be issued to the member;
 - 22.6.3 the member must apologise verbally or in writing for the alleged conduct by a date set by the decision-makers;
 - 22.6.4 the member shall be suspended from membership of the Club for a period not exceeding twelve months; or
 - 22.6.5 the member shall be expelled from membership of the Club.
- 22.7 Following the conclusion of a disciplinary procedure, the member who is the subject of the procedure and the member who lodged the allegation shall, as soon as practicable, be notified in writing of the outcome of the procedure.
- 22.8 A member who is the subject of a disciplinary procedure must not initiate a grievance procedure in accordance with Division 5 of Part 4 in relation to a matter which is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

Division 5 – Addressing Grievances

23. Grievances

A grievance under this division is a dispute under the rules between members, or between a member and the Club, and must be dealt with by the procedures set out in rule 24.

24. Grievance Procedure

- 24.1 Within 14 days after a dispute under the rules comes to the attention of the Committee, and subject to the ability, or otherwise, of the Committee to expedite resolution of the dispute, the Committee shall instruct the parties concerned to meet at a time, date and place determined by the Committee to mediate the dispute.
- 24.2 The Committee may appoint a mediator to assist the parties to resolve a dispute. A mediator may be a member of the Club but must not be party to the dispute.
- 24.3 Parties to a dispute may appoint any person to act on their behalf in a grievance procedure.
- 24.4 Parties to a dispute must in good faith attempt to settle the dispute by mediation.
- 24.5 If parties fail to resolve a dispute through mediation, the Committee must, as soon as practicable, arrange a hearing at which one or more unbiased decision-makers, who need not be members of the Committee or of the Club, shall determine the outcome of the dispute.
- 24.6 Decision-makers must:
 - 24.6.1 give parties to a dispute every opportunity to be heard;
 - 24.6.2 allow due consideration by all parties of any written statement submitted by any party; and
 - 24.6.3 ensure natural justice is accorded to parties to a dispute throughout a hearing.
- 24.7 With the understanding that a grievance procedure must be completed as soon as is reasonably practicable, decision-makers may adjourn a hearing to consider the matter.
- 24.8 After due consideration of a matter, decision-makers shall determine the outcome of the dispute.
- 24.9 As soon as practicable following a determination by decision-makers, the Secretary must notify the parties to the dispute in writing of the determination.
- 24.10 If a grievance procedure does not result in a dispute being resolved, the parties may seek resolution otherwise at law.

PART 5 – COMMITTEE AND EXECUTIVE COMMITTEE

Division 1 – Role and Composition

25. Management of the Club

The business and affairs of the Club shall be managed by, or under the direction of, the Committee.

26. Committee of Management

- 26.1 The elected Officers of the Club are the:
 - President;
 - Club Captain;
 - Vice President;
 - Treasurer;
 - Vice Captain.
- 26.2 The Committee also comprises two elected Ordinary Members.
- 26.3 The Secretary is an unelected member of the Committee having no Committee voting rights.
- 26.4 Other than the Secretary, membership of the Committee is restricted to entitled members.

27. Executive Committee

- 27.1 There shall be an Executive Committee comprising the:
President,
Club Captain,
Vice President,
Treasurer.

Division 2 – Election and Tenure of Office

28. Election Day

The week of the election of Committee Members shall be the third Tuesday in October each year and conclude on the following Sunday. The hours of voting will be open at specified times on each competition day.

29. Tenure

- 29.1 Subject to rules 35 and 36, Committee Members other than the Secretary hold office for two year terms commencing on the 1st day of December in one year and concluding on the 30th day of November two years later.
- 29.2 There shall be 'half elections' conducted each year with Officers and Ordinary Members being elected to the Committee in the following sequence:
- 29.2.1 One Year – Club Captain, Vice Captain, Treasurer and one Ordinary Member;
- 29.2.2 Alternate year – President, Vice-President, and one Ordinary Members.
- 29.3 Committee Members may be re-elected at the conclusion of their terms of office.

30. Returning Officer

- 30.1 The Committee shall appoint a Returning Officer to conduct an election of Committee Members and the Returning Officer shall appoint two Scrutineers to assist in the election.
- 30.2 The Returning Officer shall set aside a notice board in a conspicuous place in the Club premises for the purposes of the election and no material other than is specified in rules 31.3, 31.4, 32, 33.3 and 55.3 shall be displayed on the notice board.

31. Nominations

- 31.1 Nominations for election to the Committee must be made in writing, be proposed and seconded by entitled members and be signed by the nominees to signify their willingness to stand for election.
- 31.2 A member may only be nominated for election to one Officer position on the Committee provided that the member may also be nominated for election to an Ordinary Member position on the same nomination form.
- 31.3 Each Candidate shall be entitled to provide in writing no more than 100 words and a personal photograph supporting their candidature, for distribution to Members and/or publication in the Club Newsletter.
- 31.4 Nominations for election to the Committee must be received by the Returning Officer no later than 4pm on the second Wednesday in October and the names and addresses of nominees together with their supporting material, as in 31.3, shall be displayed on the notice board referred to in rule 30.2 within 24 hours from that time.

32. Election by Default

If nominations for any positions on the Committee are equal to the number required to fill those positions, there shall be no ballot for those positions and the Returning Officer shall declare the nominees duly elected in a notice displayed on the notice board referred to in rule 30.2.

33. Election by Ballot

- 33.1 If nominations for any positions on the Committee exceed the number required to fill those positions, a secret ballot must be conducted by the Returning Officer.
- 33.2 A secret ballot shall:
 - 33.2.1 be conducted entirely by means of lodging a vote; and
 - 33.2.2 conclude at close of voting on the day designated in rule 28.
- 33.3 During a ballot, the notice board referred to in rule 30.2 shall display advice regarding:
 - 33.3.1 the nominees for election including their supporting material;
 - 33.3.2 the eligibility of members to vote, the method of voting and the conclusion date and time of the ballot; and
 - 33.3.3 such other details in relation to the election as the Committee deems necessary including any photographic identification and résumés of nominees.
- 33.4 No persons other than entitled members shall vote in a ballot and a record must be kept of the names of all entitled members who register a vote.
- 33.5 A member wishing to vote shall:
 - 33.5.1 attend the golf club during the designated hours to vote and receive the ballot paper after having their name crossed off the member register;
 - 33.5.2 follow the instructions on the voting paper, complete the ballot and place their vote in the Ballot Box;
 - 33.5.3 only vote once;
 - 33.5.4 request a postal vote no later than 14 days prior to the election day, if the member cannot attend the club during the specified hours. The Secretary shall forward to the member requesting a postal vote, a pre-printed ballot paper, together with Candidates supporting material and a return envelope listing the name of the member making the request.
- 33.6 Envelopes containing ballot papers that are mailed to the Club shall be placed unopened in the locked and sealed ballot box provided for that purpose at the Club premises.

34. Declaration of Ballot

- 34.1 Following the close of a ballot, the Returning Officer, with the assistance of the Scrutineers, shall open the locked and sealed ballot box, remove and count the votes.
- 34.2 In undertaking the procedure described in rule 34.1, the Returning Officer must ensure that each member's vote remains anonymous.
- 34.3 Nominees obtaining most votes for Officer Positions shall be elected and, in the case of Ordinary Member positions, nominees obtaining most votes in descending order shall be elected until all vacancies have been filled.
- 34.4 Following the count of all votes received, the Returning Officer shall declare the result of the ballot at the AGM.
- 34.5 If two or more nominees obtain an equal number of votes for a vacancy on the Committee, the sitting President shall exercise a casting vote in addition to their deliberative vote.

- 34.6 At the annual general meeting convened on the second Wednesday in November the Secretary shall serve a notice of meeting in writing upon each member in accordance with rule 55.
- 34.7 At the annual general meeting convened in accordance with rule 57.1, nominations for the remaining vacancies on the Committee shall be called from the floor of the meeting and if the nominations are equal to the number required to fill the remaining vacancies, the Returning Officer shall declare those nominees to be duly elected at that meeting.
- 34.8 If nominations received from the floor of the meeting exceed the number required to fill any remaining vacancies on the Committee, a secret ballot shall be conducted in the meeting in a manner determined by the Returning Officer and the Returning Officer shall declare the nominees obtaining most votes to be duly elected at that meeting.
- 34.9 If vacancies remain on the Committee following the annual general meeting, the unfilled vacancies are taken to be casual vacancies and shall be filled by the incoming Committee in accordance with rule 37.

35. Vacating Office

The office of a Committee Member becomes vacant if the member:

- 35.1 resigns from office by giving written notice to the Secretary;
- 35.2 dies or is rendered incapable of performing the duties of office by physical or mental ill-health;
- 35.3 becomes bankrupt or applies to take, or takes, advantage of any law relating to bankrupt or insolvent debtors or compounds with their creditors or makes an assignment of their estate for their benefit;
- 35.4 becomes a represented person within the meaning of the Guardianship and Administration Act 1986;
- 35.5 ceases to be a resident of the State of Victoria;
- 35.6 ceases to be a financial member of the Club;
- 35.7 is absent without approved leave of absence from three consecutive periodic committee meetings, or is frequently absent from periodic committee meetings and on each occasion the member's explanation or lack of explanation was considered unsatisfactory and therefore not accepted by the Committee and was so recorded.
- 35.8 is suspended or expelled from membership of the Club in accordance with rules 22.6.4 or 22.6.5.

36. Removal of Committee Member

- 36.1 A Committee Member may be removed from office before their term of office expires by special resolution of a general meeting of members.
- 36.2 A Committee Member who is subject of a resolution referred to in rule 36.1 may make representation in person or in writing to the general meeting of members.
- 36.3 If a vacancy on the Committee arises in accordance with rule 36.1, the vacancy may be filled in accordance with rule 34.9.

37. Filling a Casual Vacancy

- 37.1 If an Officer position on the Committee remains vacant in accordance with rule rules 35, 36 or this rule, the Committee may appoint another Committee Member to fill that position.
- 37.2 If the Committee is unable or unwilling to fill a casual vacancy in accordance with rule 38.1, the Committee may appoint an entitled member of the Club to fill that vacancy.

- 37.3 If an Ordinary Member position on the Committee remains vacant in accordance with rules 35, 36 or 38.1, the Committee may appoint an entitled member of the Club to fill that position.
- 37.4 A member appointed to fill a casual vacancy on the Committee may serve for the remainder of the term of that office. At the election of Committee Members upon the expiry of the term of that office, the member serving in the position shall be eligible for election to that position.

Division 3 – Responsibilities, Powers and Indemnity

38. Responsibilities

- 38.1 The Committee is responsible for ensuring that the Club complies with the Act, these rules and other relevant legislation.
- 38.2 As soon as practicable after being elected, members of the Committee must familiarise themselves with the Act and these rules.
- 38.3 Committee Members must exercise their powers and discharge their duties:
- 38.3.1 with the degree of care and diligence expected of a reasonable person; and
- 38.3.2 in good faith in the best interests of the Club and for a proper purpose.
- 38.4 The Committee must ensure that the Club does not engage, or propose to engage, in oppressive conduct.
- 38.5 The Committee must not:
- 38.5.1 exercise any power that the Club is prohibited by these rules from exercising;
- 38.5.2 exercise any power contrary to a restriction on the exercise of that power contained in these rules; or
- 38.5.3 do any act that is outside the scope of the purposes of the Club provided in these rules.
- 38.6 Each member of the Committee must not in any way by act or omission, directly or indirectly, be knowingly concerned in, or party to, a contravention of rules 38.4 or 38.5.

39. Powers of the Committee

Without derogating from the generality of the powers conferred on the Club by the Act and these rules, the Committee shall have authority to –

- 39.1 exercise all the powers of the Club except those that the Act or these rules require the Club to determine through a general meeting of members;
- 39.2 determine categories of membership and prescribe the rights and privileges of such categories of members;
- 39.3 appoint applicants to membership of the Club in appropriate categories;
- 39.4 fill casual vacancies on the Committee;
- 39.5 employ, suspend or dismiss staff subject to relevant awards or contracts of employment;
- 39.6 set fees, levies and charges payable by members and visitors and waive the payment of such fees, levies or charges where the Committee considers it to be appropriate;
- 39.7 make by-laws relating to the management and activities of the Club, the use of Club premises, golf course, bowling rinks and facilities and the conduct of persons using them;
- 39.8 discipline members in accordance with these rules where the Committee considers such action to be appropriate;

- 39.9 subject to the normal processes at law, interpret these rules in a manner binding on the members;
- 39.10 from time to time, delegate responsibilities and functions of the Committee to the Executive Committee, subcommittees, employees or members; and
- 39.11 approve of other sporting activities and organisations within the Club and delegate to committees responsible for those activities and organisations such powers as the Committee deems fit.

40. Powers of the Executive Committee

- 40.1 The Executive Committee, constituted in accordance with Rule 27, may make decisions on behalf of the Club and issue instructions to the servants of the Club in relation to management issues referred to it from the Committee or pressing management issues requiring attention during intervals between meetings of the Committee, provided that such decisions or instructions are made or issued unanimously by the members of the Executive Committee.
- 40.2 Where any such decisions are made, or instructions issued, the Executive Committee shall report thereon to the next meeting of the Committee.

41. Indemnity

- 41.1 Each Officer and Ordinary Member shall be indemnified by the Club against any liability incurred on behalf of the Club in the course of performing their duties as a Committee Member or Senior Manager in good faith and for a proper purpose.
- 41.2 Such indemnity does not extend to liability for legal costs incurred resisting or defending civil or criminal proceedings, or for pecuniary costs or penalties imposed in such proceedings, for which the Committee Member is not entitled to be indemnified under rule 41.1.
- 41.3 For the purposes of rule 41.1, a Committee Member includes the Secretary whether or not that person is a member of the Club.

Division 4 – Duties of Office Bearers

42. President

- 42.1 Subject to rules 42.2 and 42.3, the President shall chair all Committee, and general meetings.
- 42.2 If the President is unable to chair a meeting, the Vice-President shall be the chairperson.
- 42.3 If the President and Vice-President are both unable to chair a meeting:
 - 42.3.1 in the case of a Committee meeting, the Committee Members present shall appoint a chairperson for that meeting; and
 - 42.3.2 in the case of a general meeting, the entitled members present shall elect a chairperson for that meeting.
- 42.4 The chairperson must ensure -
 - 42.4.1 the rules are followed;
 - 42.4.2 the Secretary prepares an agenda;
 - 42.4.3 the voting entitlements of members are checked prior to a general meeting; and
 - 42.4.4 minutes are accurate, signed and dated when accepted.
- 42.5 The President is an ex-officio member of all subcommittees other than a disciplinary subcommittee appointed in accordance with Rule 21 provided that he or she may be an appointee of the Committee to a disciplinary subcommittee.

43. Treasurer

- 43.1 The Treasurer, or a Committee approved account signatory on behalf of the Treasurer and under the Treasurers supervision, shall:
- 43.1.1 receive all moneys paid to, and received by, the Club and issue receipts where appropriate in the name of the Club;
 - 43.1.2 pay all moneys received into the Club's accounts within five working days after receipt or as soon as practicable after that date;
 - 43.1.3 make any payments from the Club's funds authorised by the Committee or a general meeting of the Club;
 - 43.1.4 ensure that all negotiable instruments, are signed or authorised in accordance with rule 66.3;
 - 43.1.5 ensure that the accounting records and relevant documents of the Club are kept in accordance with the Act;
 - 43.1.6 co-ordinate the preparation of the Club's annual statement of accounts;
 - 43.1.7 if directed to do so by the President, submit to the Committee a report, balance sheet or financial statement in accordance with that direction; and
 - 43.1.8 prepare budgets and monitor cash flows.
- 43.2 The Treasurer, or a Committee approved account signatory on behalf of the Treasurer and with the Treasurers approval, shall have custody of all securities, books and relevant documents of a financial nature and accounting records of the Club.

44. Club Captain

- 44.1 The Club Captain:
- 44.1.1 shall chair the Match Committee;
 - 44.1.2 shall liaise between the Committee and the Match Committee, and
 - 44.1.3 shall oversee subcommittees appointed to conduct golf competitions at the Club and is an ex-officio member of those subcommittees.
- 44.2 The Club Captain, assisted by the Vice-Captain and Match Committee:
- 44.2.1 is ultimately responsible for the golf competitions played at the Club in accordance with the rules of golf and policies of the Club,

45. Secretary

- 45.1 The Secretary is an unelected ex officio member of the Committee having no voting rights.
- 45.2 The Secretary may also attend meetings of subcommittees, where appropriate, in an advisory capacity but has no voting rights on those subcommittees.
- 45.3 The Secretary must:
- 45.3.1 coordinate the correspondence of the Club;
 - 45.3.2 ensure minutes are kept of the resolutions and proceedings of Committee, and general meetings together with records of the names of Committee Members and entitled members present at those meetings;
 - 45.3.3 maintain the register of members in accordance with rule 16 and pursuant to the Liquor Control Reform Act 1998;
 - 45.3.4 have custody of all books, documents, records and registers of the Club other than those required by rule 40.2 to be in the custody of the Treasurer;
 - 45.3.5 ensure that the Club's name and registration number specified in the certificate of registration appears in all notices, advertisements, business documents and other official publications of the Club;
 - 45.3.6 issue notices of meetings;
 - 45.3.7 prepare agendas with the chairperson;
 - 45.3.8 keep and provide as required copies of these rules;

- 45.3.9 carry out any duties previously undertaken by the Public Officer; and
- 45.3.10 ensure that relevant documents are lodged with the Registrar in accordance with the Act;
- 45.3.11 should the position of Secretary become vacant, the Committee must ensure that, within 14 days of the position becoming vacant, a Secretary is appointed by the Committee.

Division 5 – Committee Meetings

46. Frequency and Calling of Meetings

- 46.1 The Committee shall meet together for the conduct of business on a monthly or minimum bi-monthly basis.
- 46.2 Special Committee meetings other than the periodic meetings may be convened by the President or majority of the Committee Members.
- 46.3 The Secretary must serve a notice of a Committee meeting upon each Committee Member not less than two clear business days before the date of the meeting.
- 46.4 A notice of a special Committee meeting must specify the nature of the business to be conducted and no other business shall be conducted at that meeting.
- 46.5 Minutes of the proceedings of Committee meetings, together with any resolutions and other business transacted in those meetings, shall be entered into the Committee's minute book.
- 46.6 Any matter considered urgent may be resolved by the Committee by means of a Circular resolution using electronic or other methods which provide a reasonable period for consideration and consultation. A positive or negative outcome agreed by a majority of Committee members shall be as valid as if resolved at a meeting and shall be recorded as such.

47. Voting

- 47.1 Subject to rule 47.3, each Committee Member present at a Committee meeting has a single vote and voting shall be by a show of hands.
- 47.2 A question arising at a Committee meeting shall be decided by a simple majority of votes.
- 47.3 The chairperson of a Committee meeting shall have a single vote provided that, in the case of an equality of votes, he or she shall have a second and casting vote.

48. Quorum

- 48.1 An elected majority of Committee Members constitute a quorum for a Committee meeting and no business may be conducted unless a quorum is present.
- 48.2 If a quorum is not present within 30 minutes after the time specified in the notice for holding the Committee meeting:
 - 48.2.1 for a periodic Committee meeting convened under rule 46.1, the meeting stands adjourned to the same time and place on the same day in the following week;
 - 48.2.2 for a special Committee meeting convened under rule 46.2, the meeting lapses.

49. Procedure and Order of Business

The procedure to be followed at a Committee meeting shall be determined by an agenda prepared and distributed in advance of the meeting.

50. Disclosure of Interest

- 50.1 A Committee Member who has a direct or indirect material personal interest in a matter being considered at a Committee meeting must disclose the nature and extent of the interest:
 - 50.1.1 to the Committee as soon as the Committee Member becomes aware of the interest; and
 - 50.1.2 to the next annual general meeting of the Club in the statement submitted to members in accordance with rule 57.2.2.
- 50.2 The Secretary must record the disclosure of interest in the minutes of the Committee meeting.
- 50.3 The chairperson of the Committee meeting must ensure that the Committee Member concerned is not present while the matter is being considered and does not vote on the matter.

Division 6 – Subcommittees

51. Delegation

- 51.1 The Committee may delegate to subcommittees of Committee Members and/or entitled members any of its powers and functions other than this power of delegation or a duty imposed on the Committee by the Act or these rules.
- 51.2 Such a delegation shall be subject to any conditions and limitations the Committee considers appropriate.
- 51.3 The operations and functions of all subcommittees shall be governed by procedures approved by the Committee.
- 51.4 The Committee may revoke such a delegation either wholly or in part.
- 51.5 With the approval of the Committee, subcommittees may temporarily co-opt non-members of the Club having particular expertise or knowledge to assist in their delegated duties but not as members of the particular sub-committee.

52. Roles and Responsibilities

Titles, Roles and Responsibilities of subcommittees will be as determined from time to time by the Committee and recorded and published in related By-Laws and procedures.

53. Other Sporting Activities

- 53.1 The Committee shall have the power to approve of other sporting activities within the Club.
- 53.2 Committees administering other sporting activities shall be subcommittees of the Committee in accordance with rule 51.
- 53.3 The Committee may delegate to committees administering other sports such powers as may be deemed appropriate provided that the delegations may be revoked or altered from time to time.
- 53.4 The officers and members of such sporting committees shall be elected or appointed in a manner determined by the Committee.

54. Sporting Committees Annual Meetings

It is a requirement of all other sporting committees that they conduct annual general meetings of their respective sport and provide the Committee within 30 days of their annual meetings with copies of minutes and financial reports adopted at those meetings.

PART 6 – GENERAL MEETINGS

55. Notice of Meeting

- 55.1 Not less than 14 days before the date of a general meeting or, if a special resolution has been proposed, not less than 21 days before the meeting the Secretary must serve a notice of meeting in writing on each member.
- 55.2 A notice of meeting must specify the place, date and time of the meeting and the nature of business to be conducted including any resolution to be transacted at the meeting.

56. Service of Notice

The notice of a general meeting shall be:

- 56.1 served on a member personally; or
- 56.2 forwarded by mail or electronically to the member's address entered in the register of members in accordance with rule 16.1.2.

57. Annual General Meetings

- 57.1 Annual general meetings shall be convened on the second Wednesday in November of each year or, when this is not possible, on another date set by the Committee which is no later than five months after the end of the Club's financial year.
- 57.2 The ordinary business of an annual general meeting shall be to:
 - 57.2.1 confirm the minutes of the preceding annual general meeting and of any special general meetings convened in the intervening period;
 - 57.2.2 receive reports on the operation and management of the Club since the previous AGM;
 - 57.2.3 present to the members the Club's statement of accounts for the previous financial year;
 - 57.2.4 receive the report of the Auditor's review of the Club's accounts for the previous financial year;
 - 57.2.5 appoint an Auditor for the current financial year;
 - 57.2.6 present to the members the budget for the current financial year;
 - 57.2.7 approve any remuneration, honorarium or pecuniary benefit to be made to members for work undertaken on behalf of the Club;
 - 57.2.8 receive a report from the Returning Officer regarding the last election of Committee Members, including the total of votes registered and numbers of votes received by each nominee, and details of positions to be declared vacant at the next election;
 - 57.2.9 present to the members a multi-year strategic plan or progress report on the multi-year strategic plan. The plan must be produced in part, from feedback obtained from club members.
- 57.3 An annual general meeting may transact special business of which notice has been given in accordance with rule 55.

58. Special General Meetings

- 58.1 The Committee may convene a general meeting in addition to the annual general meeting as and when it deems necessary.
- 58.2 Any general meeting other than the annual general meeting convened by the Committee for the purpose of transacting business shall be a special general meeting.

- 58.3 The Committee must convene a special general meeting upon a request lodged with the Secretary by not less than 5% of the total number of entitled members.
- 58.4 A request referred to in rule 58.3 must:
 - 58.4.1 be in writing;
 - 58.4.2 state the purpose of the special general meeting; and
 - 58.4.3 be signed by the members making the request.
- 58.5 The Committee must, within 30 days after it receives a request in accordance with rule 58.3, convene a special general meeting for the purpose specified in that request.
- 58.6 If the Committee fails to convene a special general meeting in accordance with rule 58.5, the members who made the request, or any of them, may convene a special general meeting not later than three months after the date of the request.
- 58.7 If a special general meeting is convened in accordance with rule 58.6, it must be convened in the same manner as near as possible as a general meeting convened by the Committee and the Club must meet any reasonable expenses of convening and holding the meeting.

59. Transaction of Business

- 59.1 A vote on an ordinary resolution or other business transacted at a general meeting of the Club shall be decided by a simple majority on a show of hands.
- 59.2 A resolution of a general meeting shall be taken to be a special resolution if:
 - 59.2.1 in accordance with rule 55, a notice of meeting has been served upon entitled members not less than 21 days prior to the meeting stating in full the proposed resolution and specifying the intention of the Committee to propose the resolution as a special resolution; and
 - 59.2.2 of the entitled members who vote, not less than three-quarters vote in favour of the resolution.
- 59.3 Subject to rule 63.4, each entitled member voting at a general meeting shall have a single vote. There shall be no voting by proxy.
- 59.4 The chairperson of every general meeting shall have a single vote provided that, in the case of an equality of votes, the chairperson shall have a second and casting vote.
- 59.5 A declaration by the chairperson that a resolution or other business has been carried or lost unanimously, by a majority or by a particular majority and an entry to that effect in the minutes of the meeting is evidence of the fact.
- 59.6 During a vote by a show of hands, the chairperson, or not less than three entitled members, may call for a poll and the members who are voting shall be requested to stand to indicate their vote for or against the resolution or other business. A count shall be made of standing members, and the number of members voting for and against the resolution or other business shall be recorded in the minutes of the meeting.
- 59.7 Voting on resolutions or other business may be by secret ballot at the discretion of the chairperson, but must be so if a procedural motion to that effect is passed by a majority of the entitled members present.

60. Special Business

- 60.1 All business transacted in a general meeting, other than the ordinary business of an annual general meeting referred to in rule 57.2, shall be special business. Special business may be transacted at any general meeting of the Club provided the business to be transacted was included in the notice of meeting issued in accordance with rule 55.
- 60.2 An entitled member wishing to raise a matter of special business for transaction at a general meeting must deliver a request in writing to the Secretary not less than 28 days prior to the meeting.

- 60.3 Subject to the discretion of the chairperson of a general meeting, nothing in this rule shall be construed as prohibiting discussion on a recommendation or other business of which notice has not been given under rule 55 provided that such recommendation or other business is not transacted by way of a vote.

61. Adjourned General Meetings

- 61.1 The chairperson may with the consent of a general meeting at which a quorum is present, and must if directed by a majority of the members present, adjourn that general meeting from time to time and from place to place.
- 61.2 There must not be transacted at an adjourned general meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.
- 61.3 If a general meeting is adjourned for a period of more than 28 days, the Secretary must give notice of the adjourned general meeting as if that general meeting were a fresh general meeting.

62. Quorum

At a general meeting, 20 entitled members present constitute a quorum.

63. Lack of Quorum

- 63.1 If a quorum is not present within 30 minutes after the time specified in the notice for holding a general meeting:
- 63.1.1 for an annual general meeting, or a special general meeting convened under rule 58.1, the meeting stands adjourned to the same time and place on the same day in the following week;
- 63.1.2 for a special general meeting convened under rule 58.3 the meeting lapses.
- 63.2 If a quorum is not present within 30 minutes after the time appointed for the commencement of an adjourned general meeting in accordance with Rule 63.1.1, the members who are present, being not less than ten, may proceed with the business of that general meeting as if a quorum were present.

PART 7 – FINANCIAL MANAGEMENT

64. Financial Year

The financial year of the Club is the 12 month period commencing on the 1st day of July in each year and concluding on the 30th day of June in the following year.

65. Income and Property of the Club

- 65.1 The funds of the Club may be derived from joining fees, annual subscriptions, donations, fund raising activities, grants, interest and any other sources approved by the Committee.
- 65.2 The income and property of the Club however derived must be applied solely towards the promotion of the purposes of the Club and, subject to rule 65.3, no portion thereof shall be paid or transferred directly or indirectly by dividend, bonus or otherwise to any member of the Club.
- 65.3 The Club must not:
- 65.3.1 appoint a member to any office to the holder of which there is payable any remuneration by way of salary, fees or allowances; or
- 65.3.2 disburse to a member any payment in money or monies worth other than to reimburse out-of-pocket expenses.

- 65.4 Nothing in this rule prevents the bona fide payment to an employee or member of the Club of:
 - 65.4.1 remuneration, honoraria or a pecuniary benefit for employment by the Club, for work undertaken on behalf of the Club or for goods or services supplied to the Club in the ordinary course of business;
 - 65.4.2 interest at current bank overdraft rate on money loaned to the Club; or
 - 65.4.3 a reasonable and proper sum by way of rent for premises let to the Club.
- 65.5 The Committee must not, without the sanction of a general meeting of the Club by special resolution:
 - 65.5.1 demise, exchange, sell or otherwise dispose of the whole or any part of the Club's real property; or
 - 65.5.2 enter into any arrangement of capital expenditure in excess of \$150,000 or any part or portion of works where the total cost of such completed works would exceed that amount as established in 2023, and adjusted in each future budget in line with annual CPI increases.

66. Funds and Accounts

- 66.1 Subject to any restrictions imposed by the members at a general meeting, the Committee may approve expenditure on behalf of the Club within the limits of the budget.
- 66.2 The Club must open an account or accounts with financial institutions from which all expenditure of the Club is made and into which all of the Club's income is deposited.
- 66.3 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments, including payments by electronic funds transfer from the Golf Club's accounts, must be signed or authorised by two Committee approved account signatories.
- 66.4 All funds of the Club must be deposited into the financial accounts of the Club no later than five working days after receipt or as soon as practicable after that date.
- 66.5 With the approval of the Committee, the Secretary may maintain a cash float provided that all monies paid from or into the float is accurately recorded at the time of the transaction.

67. Accounting and Audits

- 67.1 The responsibility of the Committee under rule 38.1 for ensuring compliance with the Act includes meeting the requirements to:
 - 67.1.1 maintain adequate and accurate accounting records of the financial transactions of the Club;
 - 67.1.2 ensure the Club's accounts are correctly audited; and
 - 67.1.3 ensure an annual statement of accounts is prepared and presented to the annual general meeting.
- 67.2 The Club's annual statement of accounts referred to in rule 67.1.3 must include:
 - 67.2.1 details of the Club's income, expenditure and balance sheet for the preceding financial year;
 - 67.2.2 the assets and liabilities of the Club at the end of the preceding financial year;
 - 67.2.3 mortgages, charges and securities of any description affecting any of the Club's property at the end of the preceding financial year;

- 67.2.4 in respect of any trust of which the Club was a trustee during the preceding financial year:
 - 67.2.4.1 the income and expenditure of the trust during that period;
 - 67.2.4.2 the assets and liabilities of the trust during that period; and
 - 67.2.4.3 mortgages, charges and securities of any description affecting any of the property of the trust at the end of that period; and
- 67.2.5 details of any trust held on behalf of the Club by a person or body other than the Club in which Club funds or assets are placed.
- 67.3 The Club's annual statement of accounts referred to in rule 67.1.3 must:
 - 67.3.1 give a true and fair view of the financial position of the Club during, and at the end of, the preceding financial year;
 - 67.3.2 have attached a certificate in the prescribed form signed by the Treasurer and one other member of the Executive Committee certifying that to be the case; and
 - 67.3.3 be accompanied by the Auditor's report of the review of the Club's accounts for the preceding financial year.
- 67.4 The Club must keep all its accounting records for a period of seven years after the completion of the transactions to which they relate.

68. Auditor

- 68.1 At each annual general meeting of the Club the entitled members present shall appoint an Auditor of the Club.
- 68.2 The Auditor shall hold office for a term concluding at the annual general meeting following the appointment and he or she is eligible for re-appointment.
- 68.3 The remuneration of the Auditor shall be determined by the Committee.
- 68.4 Pursuant to the Act:
 - 68.4.1 the Auditor must be a member of Certified Practising Accountants Australia [CPA Australia], the Institute of Public Accountants [IPA] or the Institute of Chartered Accountants in Australia [ICA].
 - 68.4.2 The Auditor must not be:
 - 68.4.2.1 a member of the Committee;
 - 68.4.2.2 an employer or employee of a member of the Committee;
 - 68.4.2.3 a member of the same firm as a member of the Committee; or
 - 68.4.2.4 an employee of the Club.
 - 68.4.3 At the conclusion of the financial year, the Auditor must review the accounts of the Club and for that purpose shall have full access to all the accounts, records, books, vouchers and documents relating to the affairs of the Club and may examine members of the outgoing and incoming Committees or employees of the Club to obtain such information and explanations as may be necessary for the performance of their duties as Auditor.
 - 68.4.4 The review must be conducted in accordance with the Australian Accounting Standards issued by the Auditing and Assurance Standards Board as in force from time to time and the Auditor must submit a report to the Club in writing.

PART 8 – MISCELLANEOUS

69. Liquor Control Laws

- 69.1 In this rule, a reference to ‘the Act’ means the Liquor Control Reform Act 1998.
- 69.2 Pursuant to the Act:
- 69.2.1 the Secretary must ensure that:
 - 69.2.1.1 there are kept proper accounts and records of the transactions and affairs of the club and such other records as will sufficiently explain the financial operations and financial position of the club;
 - 69.2.1.2 a copy of the licence is displayed in a conspicuous place on the premises in a manner that invites public attention,
 - 69.2.1.3 the appropriate temporary limited licences are obtained for the supply of liquor to non members on Club premises during social or private functions;
 - 69.2.2 all Club facilities must be provided and maintained from the joint funds of the Club;
 - 69.2.3 liquor may only be supplied to members for consumption on or off the premises or to guests of members for consumption on the premises;
 - 69.2.4 a record of each visitor to the Club, including the date of the visit, must be entered in a book set aside for that purpose;
 - 69.2.5 a visitor to the Club must not be supplied with liquor unless the visitor is a guest in the company of a member;
 - 69.2.6 the Club must not pay any amount to a member of the Committee or employee by way of commission or allowance from receipts for the supply of liquor;
 - 69.2.7 the Club must not enable any person to receive a greater profit, benefit or advantage from the Club than that to which any member is entitled;
 - 69.2.8 no person shall be:
 - 69.2.8.1 admitted to the Club as an honorary or temporary member; or
 - 69.2.8.2 exempted from the obligation to pay the ordinary subscription for membership of the Club, unless the person is of a class specified in the rules and the admission or exemption is in accordance with the rules;
 - 69.2.9 members and visitors under the age of 18 years may only enter and be upon the licensed area of the Club in association with sporting activities or during presentation functions in accordance with the approval of the Director of Liquor Licensing;
 - 69.2.10 the use of the licensed premises does not contravene the planning scheme that applies to the Club premises under the Planning and Environment Act 1987.
- 69.3 The Secretary shall ensure that staff and members involved in the service of alcohol in the Club complete any required or recommended courses and seminars conducted by Responsible Alcohol Victoria (RAV).

70. Distribution of Surplus Assets on Winding Up

- 70.1 The Club shall be wound up if the membership of the Club falls below 25 members or if entitled members at a general meeting resolve, by special resolution, to wind up the Club.
- 70.2 Pursuant to the Act, on the winding up of the Club and after satisfaction of all its debts and liabilities including the costs, charges and expenses of winding up, if there remain any assets, the assets must not be distributed:
- 70.2.1 to any member or former member of the Club; or
 - 70.2.2 to any person to be held on trust for any member or former member of the Club, unless that distribution of assets complies with the law.
- 70.3 Any surplus assets remaining after satisfaction of all the Club's debts and liabilities shall be given or transferred to another association incorporated under the Act that:
- 70.3.1 has similar objects and purposes as the Club;
 - 70.3.2 is not carried on for profit or gain to its individual members; and
 - 70.3.3 is determined by a special resolution of a general meeting of entitled members.
- 70.4 A member shall not, by reason only of being a member, be liable to contribute towards the payment of the debts and liabilities of the Club or the costs, charges and expenses of the winding up of the Club.

71. Equal Opportunity, Discrimination and Sexual Harassment Policy

The Bairnsdale Golf Club Incorporated is an Equal Opportunity Organisation committed to ensuring that its working environment is free from discrimination and sexual harassment and will not tolerate discrimination or sexual harassment under any circumstances.

The Committee and Management of the Club must abide by, and comply with, the Club's Equal Opportunity, Discrimination and Sexual Harassment Policy and related Acts and Regulations from time to time being in force. Disciplinary action will be taken against any Officer, Committee Member, employee or member who breaches the policy or related legislation.

The Committee shall appoint an Equal Opportunity, Discrimination and Sexual Harassment Complaints Officer to achieve the aims of the policy.

72. Occupational Health and Safety Policy

The Bairnsdale Golf Club Incorporated is committed to ensuring that its workplace and work practices are safe and that the health, safety and welfare of its employees, contractors, members and visitors are catered for.

The Committee, Management of the Club and employees must abide by the Club's Occupational Health and Safety Policy and Risk Management Program, and comply with any related Acts and Regulations from time to time being in force.

In accordance with the Club's Occupational Health and Safety Policy, the Committee shall establish an Occupational Health and Safety Subcommittee