



CERBERUS GOLF CLUB RULES OF INCORPORATION

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CERBERUS GOLF CLUB INCORPORATED - RULES

Name:

1. The name of the association is CERBERUS GOLF CLUB INCORPORATED.

Interpretations:

2. a. In these Rules, unless the contrary appears:

"The Club and Committee" means CERBERUS Golf Club Incorporated and the Committee of Management of the Club respectively;

"Financial Year" means the year ending 30 June;

"General Meeting" means a general meeting of Members convened in accordance with Rule 26;

"Member" means a member of the Association;

"Ordinary Member of the Committee" means a member of the Committee, who is not an Officer of the Club under Rule ~~41.a.39~~;

"The Act" means the Associations Incorporation Act 1981;

"The Regulations" ~~means~~mean the Regulations under the Act;

"Meeting" means any General, Special General or Annual General Meeting'; and

The headings of these rules shall not be taken as part thereof or in any manner affect the interpretation or construction of the same.

- b. In these rules, a reference to the Secretary of the Club is a reference:

- (1) where a person holds office under these Rules as Secretary of the Club - to that person;
- (2) in any other case, to the Public Officer of the Club; and
- (3) Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1985 and the Act as in force from time to time.

Objectives:

3. The Golf Club is operated for the purpose of:
 - a. Fostering the game of golf among serving members of the ADF and Defence Civilian personnel;
 - b. Providing social and sporting interaction between serving and ex-serving ADF members, Defence civilians, and members of the local community;
 - c. Providing interaction between Defence families, club members and the wider golfing community;
 - d. Maintaining affiliation with ~~the Golf Victoria, the Peninsula District Golf Association, Golf Peninsula Victoria, the Mornington Peninsula District Women's Golf Association,~~ and other such ~~A~~associations as deemed appropriate by the Committee.
 - e. In order to achieve the above objectives, the Golf Club is to provide a suitable golf course and clubhouse for members. The golf course is to be available to non club members, who are serving ADF personnel, Defence civilians or members of the wider community, on a fee for service basis.

Members' Arrangements

4. a. Every amateur golfer shall be qualified to ~~nominate for membership be elected a Member~~ of the Club, provided such amateur golfer agrees to pay the Entrance Fee and the annual Membership Fee as from time to time prescribed by the Committee in respect to the category of Membership to which ~~nomination election~~ is sought **PROVIDED ALWAYS** that no Member of the Club shall continue to be a Member of the Club unless that person has the status of an amateur golfer; but the Committee may, if it thinks fit, re-admit to Membership, any former Member whose membership may have been discontinued by reason of the provisions of this rule, if such former Member shall have been re-instated by the appropriate body, to amateur status as a golfer;
 - b. All classes of Membership of the Club are open to persons of either sex.
5. a. The Members of the Club shall be the following persons:
 - (1) Every person who is a Member of the Club at the date hereof; and
 - (2) Every person who on or after the date hereof, is elected as a Member of the Club.
- b. The General Body of Members of the Club shall be those set out hereunder:
 - (1) **Cat A:** Serving members of the ADF, Defence civilian personnel and members of foreign Defence Services serving or employed in HMAS CERBERUS, their spouses and dependants. Serving members include Reserves on Continuous Full Time Service (CFTS) only.
 - (2) **Cat B:** Ex serving members of the ADF only.
 - (3) **Cat C:** Civilians.
 - (4) **Cat D:** Honorary Life Members.

- (5) **Cat E:** (intentionally void per 17th Dec 2011 SGM)
- (6) **Cat F:** Club House Only - Persons as selected by the committee.
- (7) **Cat G:** Absentee Members: Persons who will be absent from the area for 12 months or more.
- (8) **Cat H:** Junior Members— - Persons under the age of 18 years, or attending secondary school may be elected Junior Members hereinafter. Junior membership will cease on turning 18 years of age, or leaving full time secondary school, whichever is the latter. The minimum age for a junior will be determined by the Committee and promulgated in the By-Laws.
- c. The right to elect the Officers and Committee to manage the affairs of the Club, to receive notices of, attend, and vote on any matter, at any meeting of the Club shall vest in and be limited to members from Categories A - D inclusive.

~~d. Joining Fees may be applied at the discretion of committee to all categories. All categories with the exception of categories A and H, are required to pay a Joining Fee.~~

~~e. In order to retain the ADF culture of the Club, categories A and B should comprise a minimum of 50% of total full membership. (Categories A-D inclusive).~~

Temporary Membership.

6. Temporary Membership may be granted by the Committee to members of the Australian Defence Force serving in HMAS CERBERUS for a period not exceeding six months on such terms and conditions as the Committee may determine.

Events

7. a. ~~Men's and Women's golf events Conducted under the auspices of the Golf Australia shall be managed by the General Committee whilst events conducted under the auspices of Golf Victoria Women's shall be managed by and the Ladies sub-Committee respectively. as defined by the By-Laws.~~
- ~~b. In order to retain the ADF culture of the Club, categories A and B should comprise a minimum of 50% of total full membership. (Categories A-D inclusive).~~
- ~~c. All categories with the exception of categories A and H, are required to pay a Joining Fee.~~

Register of Members

8. a. A Register of Members of the Club ~~for the time being~~ shall be kept on the Club's premises by the Club Manager a member of the committee designated to this role by the Committee, and such Register shall set forth in full, the names and addresses ~~and occupations~~ of all members of the Club, and the date of the latest payment of each member's ~~of his or her~~ Membership Fees;
- b. Any member changing his or her address ~~or description~~, must notify the Club Manager Secretary in writing ~~accordingly~~, and the Club Manager Secretary shall then cause the new address ~~and/or description~~ to be entered in the Register.

Honorary Life Members

9. The Committee may elect to Honorary Life Membership any member who has given outstanding service to the Club. Every Life Member shall be entitled to all the privileges and be subject to all the duties of a Member during his or her life (nevertheless subject to the provisions of these Rules) without further payment of Membership Fees.

Rights of Members

10. The General Body of Members shall be persons who when elected, are entitled to the privileges of Membership as defined by these Rules.

Junior Members

11. a. Junior Members shall be persons who when elected, shall have the rights and privileges as defined by the Committee;
- b. Three months prior to attaining the age of 18 years a junior member, wishing to become a full member is to submit an application for membership. Should the committee accept this membership ~~an entrance fee, to be determined by the committee, and~~ pro rata annual membership fees shall be paid.

Absentee Membership

12. a. Any Member who has left or intends to leave the State of Victoria and remain out of said State for a period (continuous) of not less than twelve months may, by notice in writing setting out the circumstances, make application to become an Absentee member during the period of his or her absence from Victoria.
- b. Such members may include those members of the Defence Force that proceed on posting unaccompanied, returning home periodically on leave to reside with their next of kin.
- b. A Member whose application is approved by Committee shall become an Absentee Member as from the date specified by the Committee. —During the period of absence and subject to his or her remaining out of Victoria for a continuous period of not less than twelve months, shall at the commencement of each Financial Year during which he or she is an Absentee member, pay such Membership Fees as the Committee may in the particular case determine from time to time as the fees payable by an Absentee member for that Financial Year.
- c. The Committee shall review the Membership of every Absentee Member at the commencement of each Financial Year and determine in each case whether or not a Member shall continue as an Absentee Member of the Club or cease to be a Member.

Leave of Absence

13. The Committee may approve leave of absence for members for sickness or personal reasons upon application by the member. This leave of absence shall be for a minimum period of ~~six~~ three months.

Reimbursement of Membership Fees

14. The committee may, at their discretion, approve reimbursement of pro rata annual membership fees for members with approved leave of absence (medical), for personal reasons or if leaving Victoria. For members transferring to Absentee Membership, the applicable absentee

membership fee is to be taken into account when calculating the remaining pro-rata fees to be returned.

Entrance Fees and Annual Membership Fees

15. a. The Entrance Fees and annual Membership Fees for the various categories of Members shall be such sums as the Committee shall from time to time prescribe and shall be payable ~~before~~ after the first day of July, and prior to the first day of August in each year. When a member is elected after the last day of July in any year, the first Annual Membership Fee of that Member shall be calculated on a pro-rata basis for the unexpired portion of the current Membership Year.
- b. Any member who fails to pay his or her Membership Fees on or before the first day of August next following the date ~~that of which the said dues fees~~ become due and payable, shall cease to be a member of the club and all rights and privileges of membership shall be forfeited and the member shall be advised accordingly.
- c. If within 28 days of notification of termination of Membership under Paragraph ~~15~~.b. hereof a member provides reasons in writing for his or her failure to pay the said fees, the Committee may reinstate to Membership that person, upon payment of the arrears of the annual Membership Fees.
- d. Membership renewals are to be forwarded to existing members by the date noted in the ~~B~~by ~~L~~laws.

Application for Membership

16. The procedure for membership shall be determined by the committee and be in accordance with that detailed in the ~~B~~by ~~L~~laws.
 - a. The Committee shall not be bound to accept the application for Membership of any person.
 - b. Any material omission from or inaccuracy in, or misrepresentation in the particulars relating to an application or in the description of that applicant, shall render his or her election voidable at any time at the discretion of the Committee.
 - c. All memberships shall be approved initially on a three month probationary period. Subject to no adverse submissions in writing to the Committee, membership will be confirmed three months following ~~acceptance~~approval by the committee. ~~-If~~ membership is not confirmed then all fees will be reimbursed.

Resignation and Expulsion of Members

17. a. A Member of the ~~Club~~Club, who has paid all monies due and payable by him/her to the Club, may resign from the Club by giving notice in writing.
 - b. The ~~Club Manager~~Secretary shall make an entry in the Register of Members recording the date on which the Member of whom notice was given, ceased to be a Member.
18. a. Subject to these Rules, the Committee may by resolution:
 - (1) ~~E~~expel a Member from the Club;
 - (2) ~~S~~suspend a Member from membership for a specified time; or

- (3) ~~F~~ine a Member not more than \$20.00 in accordance with the Regulations if the Committee is of the opinion that the Member has:
- (a) ~~R~~efused or neglected to comply with these Rules; or
 - (b) ~~B~~een guilty of conduct unbecoming a Member or prejudicial to the interests of the Club.
- b. A resolution of the Committee under Paragraph ~~186~~.a. hereof:
- (1) ~~D~~oes not take effect unless the Committee, at a meeting held not earlier than fourteen days and not later than twenty-eight days after the service on the Member of a notice under Paragraph ~~186~~.c. confirms the resolution in accordance with this Rule; and
 - (2) ~~W~~here a Member exercises a right of appeal to the Club under this ~~Rule~~~~Rule~~; the resolution does not take effect unless the Club confirms the resolution in accordance with this Rule.
- c. Where the Committee passes a resolution under Paragraph ~~186~~.a., the Secretary shall as soon as practicable, cause to be served on the Member, a notice in writing:
- (1) ~~S~~etting out the resolution of the Committee and the grounds on which it is based;
 - (2) ~~S~~tating that the member may address the Committee at a meeting to be held not earlier than fourteen days and not later than twenty-eight days after the service of the notice;
 - (3) ~~S~~tating the date, place and time of that meeting;
 - (4) ~~I~~nforming the Member that he or she may do one or more of the following:
 - (a) ~~A~~ttend the meeting;
 - (b) ~~G~~ive to the Committee before the date of that meeting, a statement seeking the revocation of the resolution;
 - (c) ~~N~~ot later than twenty-four hours before the date of that meeting, lodge with the Secretary, a notice to the effect that he or she wishes to appeal to the Club at a General Meeting, against the resolution.
- d. At a meeting of the Committee held in accordance with paragraph ~~186~~.~~bb~~, the Committee shall:
- (1) ~~G~~ive to the Member an opportunity to be heard;
 - (2) ~~G~~ive due consideration to any written statement submitted by the member; and
 - (3) ~~B~~y resolution, determine whether to confirm or revoke the resolution.
- e. Where the Secretary receives a notice under Paragraph ~~186~~.~~be~~, he/~~she~~ shall notify the Committee and the Committee shall convene a General Meeting of the Club to be held within twenty-one days after the date on which the Secretary received the notice.

- f. At a General Meeting of the Club convened under Paragraph 186.e.:
- (1) ~~N~~o business other than the question of the appeal shall be transacted;
 - (2) ~~T~~he Committee may place before the meeting, details of the grounds for the resolution and the reasons for the passing of the resolution;
 - (3) ~~T~~he Member shall be given an opportunity to be heard; and
 - (4) ~~T~~he Members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- g. If at the General Meeting:
- (1) ~~T~~wo-thirds of the Members vote in person or by proxy in favour of the confirmation of the resolution, the resolution is confirmed; or
 - (2) ~~I~~n any other case, the resolution is revoked.

Grievance Procedure

19. The grievance procedure applies to disputes between:

- a. A member and another member; or
- b. A member and the Cerberus Golf Club.

20. The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

21. If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator. The mediator must be:

- a. ~~A~~ person chosen by agreement between the parties; or
- b. ~~I~~n the absence of agreement:
 - (i) ~~I~~n the case of a dispute between a member and another member, a person appointed by the Committee, or
 - (ii) ~~I~~n the case of a dispute between a member and the Cerberus Golf Club, a person who is a mediator appointed by the Dispute Settlement Centre of Victoria (Department of Justice).

22. A member of the Cerberus Golf Club can be a mediator.

23. The mediator cannot be a member who is a party to the dispute.

24. The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

25. The mediator, in conducting the mediation, must:

- a. ~~G~~ive the parties to the mediation process every opportunity to be heard; and

- b. ~~A~~llow due consideration by all parties of any written statement submitted by any party; and
 - c. ~~E~~nsure that natural justice is accorded to the parties to the dispute throughout the mediation process.
26. The mediator must not determine the dispute.
27. If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

Annual General Meeting

28. a. The Club, in each calendar year, shall convene an Annual General Meeting of its Members.
- b. The Annual General Meeting shall be held on such day as the Committee determines.
- c. The Annual General Meeting shall be specified as such in the notice convening it.
- d. The ordinary business of the Annual General Meeting shall be to:
- (1) ~~C~~onfirm the Minutes of the ~~last~~ preceding Annual General Meeting and any General Meeting held since that meeting;
 - (2) ~~R~~eceive from the Committee, reports upon the transactions of the Club during the last preceding Financial Year;
 - (3) ~~E~~lect Officers of the Club and the Ordinary members of the Committee; and
 - (4) ~~R~~eceive and consider the statement submitted by the Club in accordance with Section 30(3) of the Act.
- e. The Annual General Meeting shall be in addition to any other General Meetings that may be held in the same year.

Special General Meeting

29. All General Meetings other than the Annual General Meeting shall be called Special General Meetings.
30. a. The Committee may whenever it thinks fit, convene a Special General Meeting of the Club, and where but for this Paragraph more than fifteen months would elapse between Annual General Meetings, shall convene a Special General Meeting before the expiration of that period.
- b. The Committee shall on requisition in writing of Members representing not less than five percent of the total number of Members, convene a Special General Meeting of the Club.
- c. The requisition for a Special General Meeting shall state the objects of the Meeting and shall be signed by the Members making the requisition, and be sent to the

address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.

- d. If the Committee does not cause a Special General Meeting to be held within one month after the date of the requisition being sent to the address of the Secretary, the Members making the requisition or any one of them may convene a Special General Meeting to be held not later than three months from that date.
- e. A Special General Meeting convened by Members in pursuance of these Rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee, and all reasonable expenses incurred in convening the meeting shall be refunded by the Club to the persons incurring the expenses.

Notice of Meeting

- 31. a. The Secretary of the Club shall, at least twenty one days prior to the date fixed for holding a General Meeting of the Club, post a notice of meeting on the Club Notice Board.
- b. No business other than that set out in the notice convening the Meeting shall be transacted at the Meeting.
- c. A Member desiring to bring any business before the Meeting may give notice of that business to the Secretary, who shall include the business in the notice calling the next General Meeting after the receipt of the notice.

Proceedings of Meetings

- 32. a. All business that is transacted at a Special General Meeting, and all business that is transacted at the Annual General Meeting, and all business with the exception of that specially referred to in these Rules as being the Ordinary Business of the Annual General Meeting, shall be deemed to be Special Business.
- b. No item of business shall be transacted at a General Meeting unless a quorum of Members entitled to vote under these Rules is present during the time when the Meeting is considering that item.
- c. THIRTY Members personally (being Members entitled under these Rules to vote at a General Meeting) constitute a quorum for the transaction of the business of the General Meeting.
- d. If within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present, the Meeting, if convened on the requisition of the Members, shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairman at the time of the ~~re~~ adjournment or by written notice to Members given before the day to which the meeting is adjourned), at the same place, and if at the adjourned Meeting the quorum is not present with~~in~~ half an hour after the appointed time of commencement of the Meeting, the Members present (being not less than three) shall be a quorum.
- 33. a. The President, or in his/her absence the Captain, shall preside as Chairman at each General Meeting of the Club.

- b. If the President and the Captain are absent from a General Meeting, the Members present shall elect one of their number to preside as Chairman.
34. a. The Chairman of a General Meeting at which a quorum is present may, with the consent of the Meeting, adjourn the Meeting from time to time and place to place, but no business shall be transacted at an adjourned Meeting other than the business left unfinished at the Meeting at which the adjournment took place.
- b. Where a Meeting is adjourned for fourteen days or more, a like notice of the adjourned Meeting shall be given as in the case of a General Meeting.
 - c. Except as provided in Paragraphs 34.2.a. and b., it is not necessary to give notice of an adjournment or of the business to be transacted at an adjournment Meeting.
35. A question arising at a General Meeting of the Club shall be determined on a show of hands and unless before or on the declaration of a show of hands, a poll is demanded, a declaration by the Chairman that a resolution has, on show of hands been carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minutes of the Club is evidence of the fact, without proof of the number of proportion of the votes recorded in favour of, or against, that resolution.
36. a. Upon any question arising at a General Meeting of the Club, a Member has one vote only.
- b. All votes shall be given personally or by proxy.
 - c. In the case of an equality of voting on a question, the Chairman of the Meeting is entitled to exercise a second or casting vote.
37. a. If at a Meeting a poll on any question is demanded by not less than three Members, it shall be taken at that Meeting in such a manner as the Chairman may direct and the resolution of the poll shall be deemed to be a resolution of the Meeting on that question.
- b. A poll that is demanded on the election of the Chairman or on a question of adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairman may direct.
38. A Member is not entitled to vote at any General Meeting unless all monies due and payable by him/her to the Club have been paid.
39. a. Each Member shall be entitled to appoint another member as his/her proxy, by notice given to the Secretary no later than twenty-four hours before the time of the Meeting in respect of which the proxy is appointed.
- b. The appointment of a proxy shall be in writing.

Committee of Management

40. a. The affairs of the Club shall be managed by a Committee of Management constituted as provided in Rule 28.
- b. The Committee:
 - (1) ~~S~~ shall control and manage the business and affairs of the Club.

- (2) ~~M~~ay, subject to these Rules, under the By-Laws made by themselves, the Regulations and the Act, exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are ~~R~~equired by these Rules to be exercised by General Meetings of the Members of the Club; and
- (3) ~~s~~Subject to these Rules, the Regulations, and the Act, has power to perform all such acts and things as appear to be essential for the proper management of the business and affairs of the Club.
- c. The Committee is authorised to collect fees from non Club Members in return for use of the golf course and limited usage of the clubhouse.
- d. The Committee is not authorised to amend the level of green fee payments, as applied to serving members of the ADF and Defence civilians, without the prior approval of the Commanding Officer HMAS CERBERUS. Green fee payments for ADF personnel and Defence civilians are to be maintained at the lowest possible level.
- e. The Committee is authorised to establish any long term arrangement with external organisations as necessary, in order to maintain the course, manage the use of the course and to ~~maintain the business in general~~collect fees.
41. a. The Officers of the Club shall be:
- (1) President;
 - (2) Captain;
 - (3) Vice-Captain;
 - (4) Secretary;
 - (5) Treasurer;
 - ~~(6)~~ Assistant Treasurer; Ladies President;
 - ~~(67)~~ Handicapper; and
 - ~~(8)~~ Social Secretary; Ladies Captain.
- b. The provisions of Rule ~~4338~~ so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices mentioned in Paragraph ~~4139~~.a.
- c. Each Officer of the Club shall hold office until the Committee Meeting following the AGM next after the date of his/her election, but is eligible for re-election.
- d. In the event of a casual vacancy in any office referred to in Paragraph ~~4139~~.a. the Committee may appoint one of its Members to the vacant office, and the member so appointed may continue in office up to and including the conclusion of the Committee Meeting following the Annual General Meeting next following the date of his/her appointment.
42. a. Subject to Section 23 of the Act, the Committee shall consist of:
- (1) ~~T~~he Officers of the Club,
 - (2) ~~A~~a maximum of eight members; and
 - ~~(3)~~ ~~T~~he Ladies' President and Ladies' Captain.

- b. Each member of the Committee shall be subject to these Rules and shall hold office until the Committee Meeting next following the AGM next after the date of his or her election, but is eligible for re-election.
- c. In the event of a casual vacancy occurring in the office of a member of the Committee, the Committee may appoint a Member of the Club to fill the vacancy and the Member so appointed shall be subject to these Rules and shall hold office until the Committee Meeting next following the Annual General Meeting next following the date of his or her appointment.
- d. The President shall wherever possible be a member of the Australian Defence Force serving in HMAS CERBERUS. Where this is not possible the President may be a Reserve Member of the ADF. Should neither be possible then a suitable member of the CGC may be elected by Committee to the position.
- e. Should the incumbent President be a Reserve Member of the ADF or a suitable member of the CGC elected by Committee, the CO Cerberus will nominate a Commissioned Officer of the ADF serving at HMAS Cerberus to act as Supervising Officer. The Supervising Officer shall provide Command oversight of the operation of the CGC while providing an effective line of communications direct to Command and HMAS Cerberus in general.
- f. The President is to ensure that the Golf Club operates in accordance with The Act and the policies of the Commanding Officer HMAS CERBERUS. If the Captain is not a serving member of the Australian Defence Force serving in HMAS CERBERUS, then where available the Vice-Captain shall be a serving member.

Election of Officers and Vacancies

- 43. a. The President of the Club shall be elected by the Committee, at the Committee Meeting prior to the Annual General Meeting and shall be approved by the Commanding Officer of HMAS CERBERUS.
- b. Nominations of candidates for election as Officers of the Club or as members of the Committee shall:
 - (1) ~~Be~~ made in writing, signed by two Members of the Club and be accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (2) ~~Be~~ delivered to the Secretary of the Club not less than seven days prior to the date fixed for the holding of the Annual General Meeting.
- c. If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
- d. If the number of nominations received is equal to the number of vacancies to be filled, the persons so nominated shall be deemed to be elected.
- e. If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be conducted.
- f. The ballot for the election of Officers and Members of Committee shall be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct.

44. For the purpose of these Rules, the position of an Officer of the Club, or of a Member of the Committee becomes vacant if the Officer or Member:

- a. ~~C~~eeases to be a Member of the Club;
- b. ~~B~~becomes an insolvent under the administration within the meaning of the Companies (Victoria) Code; or
- c. ~~R~~esigns his/~~her~~ office by notice in writing, given to the Secretary.

Proceedings at Committee Meetings

45. a. The Committee shall hold regular monthly meetings at such place and such time as the Committee may determine.
- b. Special Meetings of the Committee may be convened by the President or by a majority of the members of the Committee.
- c. Notice shall be given to members of the Committee of any Special Meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.
- d. A majority of members of the Committee shall constitute a quorum for the transaction of the business of a Committee Meeting.
- e. No business shall be transacted unless a quorum is present and if within half an hour of the appointed time for that meeting. If a quorum is not present, the meeting shall stand adjourned to the same place and at the same hour of the same day in which case it lapses.
- f. At the meetings of the Committee:
- (1) The President, or in his/her absence, the Captain, shall preside; or
 - (2) If the President and the Captain are absent, one of the remaining members of the Committee as may be chosen by the members, shall preside.
- g. Questions arising at a meeting of the Committee or of any sub-Committee appointed by the Committee, shall be determined by a show of hands or, if demanded by a member, a poll taken in such manner as the person presiding at the meeting may determine.
- h. Each Member present at the meeting of the Committee or of any sub-Committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- i. Written notice of each Committee Meeting shall be served on each member of the Committee by delivering it to him/ her at a reasonable time before the meeting or by sending it by pre-paid post addressed to him/her at his/her usual or last known place of abode at least two business days before the date of the meeting.
- j. Subject to Paragraph ~~45~~34.d. the Committee may act notwithstanding any vacancy on the Committee.

Secretary

46. The Secretary of the Club shall keep electronic Minutes of the resolutions and proceedings of each General Meeting and each Committee Meeting, and a record of the names of persons present at each Meeting.

Treasurer

47. a. The Treasurer of the Club shall:

- (1) ~~Oversee the financial conduct of the Club Manager in the collection and receipt of all monies due to the Club and all payments made by the Club, collect and receive all monies due to the Club and make all payments authorised by the Club;~~ and
 - (2) ~~With the assistance of the Club Manager maintain~~ keep accurate correct electronic and hard copies of all ~~accounts and books~~ showing the financial affairs of the Club with full details of all receipts and expenditure connected with the activities of the Club.
- b. ~~All The~~ accounts including bank accounts and books referred to in paragraph 475.a. shall be available for inspection by Members.

Removal of a Member of Committee

48. a. The Club, at a General Meeting, may by resolution, remove any member of the Committee before the expiration of his/her term of office and appoint another member in his/her stead to hold office until the expiration of the term of the first-mentioned Member.
- b. Where a Member to whom a proposed resolution referred to in Paragraph 486.a. makes representation in writing to the Secretary or President of the Club (not exceeding a reasonable length) and requests that those representations be notified to the members of the Club, the Secretary or the President may send a copy of the representations to each Member of the Club or, if they are not so sent, the member may require that they be read out at the Meeting.

Cheques

49. All Cheques, Drafts, Bills of Exchange, Promissory Notes and other negotiable instruments shall be signed by the Treasurer provided such document is prior approved for signature by the committee person/s authorised and able to confirm such commitment.

Seal

50. The Common Seal of the Club shall be kept in the ~~Club Safe~~custody of the Secretary. The Common Seal shall not be affixed to any instrument except by the authority of the Committee, and the fixing of the Common Seal shall be attested by the signatures either of two Committee members or of one of the Committee and of the Public Officer.

Alteration of Rules

51. These Rules and the Objectives of the Club shall not be altered except in accordance with the Act.

By Laws

52. a. The Committee shall have power from time to time to make, alter and repeal By-Laws as it may deem necessary or convenient for the proper conduct and management of the Club provided that no By-Law shall be inconsistent with or affect or repeal anything in these Rules.
- b. No By-Law shall be made or repealed in whole or in part otherwise than by a special resolution of the Committee.
- c. The Committee shall adopt such means as it deems sufficient to bring to the notice of the Members of the Club, all such By-Laws amendments and repeals thereof and all such By-Laws so long as they shall be in force shall be binding upon all Members of the Club.

Notices

53. a. A notice may be served by or on behalf of the Club upon any Member either personally or by sending it by post to the member at his/her address shown in the Register of Members.
- b. Where a document is properly addressed pre-paid to a person as a letter, the document shall, unless the contrary is proven, be deemed to have been given to the person at the time at which the letter would have been delivered in the normal course of post.

Income and Assets

54. The income and property of the Club whencesoever derived, shall be applied solely towards the promotion of the objectives of the Club, and no portion thereof shall be paid or transferred directly or indirectly, by way of dividends, bonus or otherwise howsoever by way of profit or gain to the individual members of the Club. Provided that nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration, to any officer or servant or to any member of the Club in return for any services actually rendered to the Club nor prevent the payment for out-of-pocket expenses, interest on money lent or reasonable and proper rent for premises demised or let by any officer or servant of the Club or member of the Club.

Winding-Up or Dissolution

55. If upon the winding-up or dissolution of the Club there remains after satisfaction of all debts and liabilities, any property, whatsoever, the same shall not be paid to or distributed among the members of the Club but shall be given or transferred to some other Entity having similar objectives of the Club and which shall prohibit the distribution of its income and property amongst its members to an extent at least as great as is imposed on the Club, such organisation to be determined by the members of the Club at or before the time of dissolution and in default thereof by such judge of the Supreme Court of Victoria as may have, or acquire, jurisdiction in the matter.

Custody of Records

56. Except as otherwise provided in these Rules, the Secretary shall keep in his/her possession or under his/her control, all books, electronic records, hard copy documents and securities of the Club.

Funds

57. The funds of the Club shall be derived from Entrance Fees when applied, Annual membership Subscriptions, green fees from non-members, revenue from goods and services sold, donations and such other sources as the Committee determines.