

WEST GIPPSLAND DISTRICT GOLF ASSOCIATION INCORPORATED

Reg No A 15725F

ABN 99013591821

Association Incorporation Act 1981.

Schedule 3.

RULES FOR AN INCORPORATED DISTRICT GOLF ASSOCIATION.

1. The name of the incorporated association is "West Gippsland District Golf Association Incorporated".
The name shall not be changed without the prior approval of the Victorian Golf Association.

2. DEFINITIONS - INTERPRETATIONS.

In these rules, unless the contrary intention appears:-

"The Association means West Gippsland District Golf Association Incorporated.:

"The executive Committee" means the Executive Committee thereof appointed pursuant to these Rules.

"Member Club" unless the contrary intention appears means a club duly admitted to membership of the Association and continuing to be a member thereof.

"The V.G.A." means The Victorian Golf Association.

"The District" means the region or district defined from time to time by the V.G.A. as the region or district in which the association is required to exercise its functions. Such definitions if thought fit by the V.G.A. need not be affected by reference to delineated territorial boundaries but may instead be affected by reference to a group of named clubs.

"The President" means the person holding office as President of the Association.

“The Secretary” means the person holding office as Honorary Secretary.

“The Treasurer” means the person holding office as Honorary Treasurer.

“Financial year” means year ending on 31st October.

“General Meeting” means a general meeting of members convened in accordance with rules 9-10-11.

“Member” means a member club of the Association.

“The Act” means the Association Incorporation Act 1981

“The Regulations” means regulations under the Act.

(2) a reference to the Secretary of an Association is a reference:-

- a. where a person holds office under these Rules as secretary of the Association -
to that person: and
- b. in any other case, to the public officer of the Association.

(3) Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Acts Interpretations Act 1958 and the Act as in force from time to time.

3. OBJECTS

The Association is formed under the auspices of the Victorian Golf Association and its objects shall be:-

- a. To promote interest in the game of Golf within the boundaries of the District allotted by the Victorian Golf Association.
- b. To assist the Victorian Golf Association in establishing a uniform system of handicapping.
- c. To arrange inter-club pennant and other matches and competitions within the District.
- d. To select teams to represent the district in the Annual Country Week in Melbourne.
- e. To select teams for Inter-District matches.
- f. To recommend to the Victorian Golf Association those Clubs to which and the links over which Victorian Golf Association contests should be allotted and played.
- g. To allot regulate and fix dates for Club Open Meetings subject to the Clubs consent within the District and to recommend such to the Victorian Golf Association
- h. Subject to the control of the Victorian Golf Association to regulate all matters relating to the game of golf within the District.

4. APPLICATION FOR MEMBERSHIP.

- a. A Golf Club affiliated with the V.G.A. the course of which is within the District and which agrees to abide by and be bound by these rules shall be eligible to be admitted as member of the Association.
- b. An application to become a member club shall be in writing addressed to the Secretary including:-
 - i. a list of Office Bearers

- ii. a statement verifying the number of its male members with playing rights.
- iii an undertaking by the applicant Club to abide by and be bound by the Rules of the Association if admitted.

Simultaneously with making its application the applicant Club shall pay to the Association one full year's membership fee at the current rate, to be refunded if the application shall fail. The Executive Committee shall consider the application within a reasonable time and may accede thereto or refuse to admit the applicants as a member club. If the Executive Committee shall fail to give a decision on any such application within a reasonable time or shall refuse to admit the applicant as a member Club the applicant may appeal to the V.G.A.. The V.G.A. after consideration of such facts and matters as it shall think relevant and necessary shall take such action as it shall think fit and in particular may confirm the decision of the Association or may admit the applicant to membership of the Association upon such terms and conditions as shall seem appropriate in the circumstances.

5. OBLIGATIONS OF MEMBERSHIP

A member club on accepting membership of the Association shall abide by and be bound by its Rules and shall conform with all decisions of the Association and its executive Committee.

6. ENTRANCE FEE AND ANNUAL MEMBERSHIP FEE.

1. The entrance is \$1.00.
2. The Annual membership fee shall be by capitation fee fixed by resolution at the Annual General Meeting in accordance with Rule 19 (5).

7. REGISTER OF MEMBERS.

The Secretary shall keep and maintain a register of members in which shall be entered the full name, address and date of entry, of the name of each member, and the register and all Books and Documents shall be available for inspection by members at the address of the Public Officer.

8. TERMINATION OF MEMBERSHIP

- (1) A member club may terminate its membership of the Association by notice in writing to that effect. Provided that no such notice shall have any effect unless and until all membership fees due and payable to become payable shall have been paid to the Association.
- (2) If the membership fees of a member club remain unpaid for a period in excess of three calendar months after the date before which they are required to be paid the Executive Committee may terminate the membership of the member club in default. Provided that on payment of all arrears the Executive Committee may reinstate any such member club if it shall think fit to do so.
- (3) If a member club fails to comply with these rules and any decision made by the Association or the Executive Committee thereunder or if a member club is found guilty of conduct and prejudicial to the interest of the Association it shall be liable to be expelled from membership of the Association or be subjected to suspension of membership and/or be fined:-

The procedure shall be as follows:-

The Executive Committee shall call a Special General Meeting of the Association for the purpose of hearing and deciding upon the charge made and shall at the same time give to the member club written particulars thereof and of the alleged facts giving rise thereto.

After hearing the charge and the evidence supporting the same delegates present at such Special General Meeting shall give an opportunity to the member club alleged to be in default to be heard and submit evidence in its own defence. Voting at the meeting on all questions (other than procedural questions) required to dispose of the matter shall be by ballot and no motion for the expulsion of a member or for inflicting any other penalty shall be deemed to have been carried unless at least three-fourths of the delegates present at the meeting and entitled to vote thereat vote in favour of the motion. A member club aggrieved by any such decision of a Special General Meeting of the Association may appeal to the Council of the V.G.A. The Council of the V.G.A. may entertain the appeal by way of rehearing or otherwise and shall give such decision thereon as it shall think fit, which shall be binding on the Association and member clubs.

9. ANNUAL GENERAL MEETING

- (1) The Association shall in each calendar year convene an Annual General Meeting of its Members.
- (2) The Annual Meeting of the Association shall be held in the month designated by the President who, nevertheless, in selecting such place, shall have due regard to its suitability and accessibility to the majority of delegates likely to attend such meeting.
- (3) The Annual General Meeting shall be specified as such in the notice convening it.
- (4) The business of the Annual Meeting shall include:-
 - (a) confirmation of the minutes of the last preceding annual meeting and of any general meeting held since that meeting.

- (b) submission of the Annual Report and Statement of Income and Expenditure for the past financial year.
 - (c) Office Bearers to be elected for a period of two years in accordance with the Association member club rotational system.
 - (d) Determination of the Annual Capitation Fee payable by each Member Club.
 - (e) Approving any honorarium if one is intended to be paid to any office bearer out of funds belonging to the Association.
 - (f) Appointment of an Auditor.
 - (g) Deciding so far as practicable what course or courses shall be recommended to the V.G.A. as the venue for any competition or contest conducted by the V.G.A. provided however that where two or more Associations appoint a programme Co-ordinating Committee these functions shall be carried out by such co-ordinating committee.
 - (h) to receive and consider the statement submitted by the Association in accordance with Section 30 (3) of the Act.
 - (i) The Annual General Meeting may transact special business of which notice is given in accordance with these rules
- The Annual General Meeting shall be in addition to any other General Meetings that may be held in the same year.

10. SPECIAL GENERAL MEETINGS

The President and Hon. Secretary may, and at the request of not less than five member clubs, shall call a special meeting of the Association (of which 14 days notice shall be given, specifying the purpose of the meeting) at such time or times as they shall deem expedient. At special meetings no business shall be transacted other than that of which notice shall have been given to all member clubs at least 14 days before the meeting.

11. GENERAL MEETINGS.

All General Meeting other than the Annual General Meeting shall be called Delegates Meetings. At least 30 days notice of any general meeting specifying the business to be transacted and the day, place and hour of meeting, shall be sent to the Secretary of every club belonging to this Association by letter addressed to such Club Delegates. Meetings shall be held Quarterly and minutes of all resolutions and proceedings of such Meeting shall be entered in a book provided for that purpose.

Each member club may be represented at any Association Meeting by two (2) Delegates for each Club which is a financial member of the Victorian Golf Association and of its District Association.

- (a) Each member Club shall be entitled to one (1) vote.
- (b) The latest Annual Report of the V.G.A. may be accepted as evidence of the number of male members of a Member Club.
- (c) The appointment of a delegate shall be verified in writing by the Secretary or other officer of the Member Club making the appointment. The Chairman of the meeting shall decide whether or not the appointment of a delegate has been sufficiently verified.
- (d) A delegate appointed to represent a member club at an Annual General Meeting shall unless the contrary appears to be deemed to have been appointed to represent the Club at subsequent General Meetings until the next ensuing Annual General Meeting of the Association provided always that:-
 - i. If a member club shall revoke the appointment of a delegate or if a delegate shall die or be unable or unwilling to act as a delegate for the member club then the member club concerned may appoint another delegate to represent it instead of the delegate in respect of whom a casual vacancy shall have occurred. A letter under the hand of the Secretary or another officer of the member club shall be evidence of any such substitute appointment.

- ii. At any General Meeting a delegate may be represented by a proxy appointed in writing by the member club for which such delegate is a representative.
- (e) The President or Vice-President shall preside at all meetings of the Association. In their absence the delegates present at the meeting shall appoint a chairman. The chairman shall have a casting vote, but shall not have a deliberate vote unless he is an elected delegate of a member club. The Honorary Secretary and Honorary Treasurer shall not have a vote at meetings of the Association unless they are elected delegates of member clubs.
 - (f) If there shall be an election for the appointment of any office bearer or for members of the Executive Committee voting shall be conducted by ballot according to the method known as "first past the post". The election shall proceed in the following order;
 - i. Office of President
 - ii. Office of Vice President
 - iii. Office of Secretary
 - iv. Office of Treasurer
 - v. Members of the Executive Committee.

A candidate having been declared elected as an office bearer shall not at the same meeting continue to be a candidate for any other office or for any other position on the Executive Committee. Save as aforesaid the Chairman of the meeting shall decide all matters of procedure for the election of an Executive Committee.

- (g) Representatives of five clubs shall constitute a quorum. If a quorum be not present within half an hour from the time appointed for the Meeting it shall:-
 - i. In the case of an Annual General Meeting stand adjourned to the same day in the next week at the same time and place when delegates present irrespective of their number shall constitute a quorum and
 - ii. In the case of any other General Meeting be dissolved for want of a quorum.

- (h) A question arising at a general meeting of the Association shall be determined on a show of hands and unless before or on declaration of the show of hands a poll is demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Association is evidence of the fact. without proof of the number of proportion of the votes recorded in favour of, or against that resolution.

12. CONTROL OF MANAGEMENT

Control of the business management and affairs of the Association is vested in member clubs in General Meeting assembled but subject thereto is vested in the Executive Committee.

13. OFFICE BEARERS.

The Association shall have the following Officer Bearers namely:-

- (a) President
- (b) Vice President
- (c) Hon. Secretary
- (d) Hon. Treasurer

All of whom shall be male members of a Member Club and shall have given their consent to serve if elected.

14. EXECUTIVE COMMITTEE.

- (a) The Executive Committee shall consist of the Officer Bearers and five (5) other persons.
- (b) No person shall be eligible for appointment as a member of the Executive Committee unless he shall be a male member of a member club and shall have given his consent to serve if elected.

- (c) The Executive Committee shall be elected at each Annual General Meeting and shall hold office until the Annual General Meeting to be held in the next ensuing calendar year.
- (d) At meeting of the Executive Committee five (5) shall form a quorum.
- (e) In the event of a vacancy on the Executive Committee during the year the Executive Committee shall have power to elect any persons to the vacancy. The Executive Committee shall also have power to fill any vacancy which may occur during the year in the office of Auditor.
- (f) A resolution in writing signed by all members of the Executive Committee shall be as valid and effectual as if it had been passed by a meeting of the Executive Committee duly convened and held. Any such resolution may consist of several documents in like form.

15. SUB-COMMITTEES

The Association may elect sub-committees to carry out any of the business or purposes of the Association. Such sub-committees shall consist of financial members of clubs affiliated with the West Gippsland District Golf Association and shall include at least one delegate.

16. ELECTION OF OFFICERS AND VACANCY.

- (1) Nomination of candidates for election as officers of the Association or as members of the Executive Committee.
 - (a) Shall be made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination) and
 - (b) Shall be delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the Annual General Meeting.

- (2) If insufficient nominations are received to fill all vacancies on the Executive Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
- (3) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (4) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
- (5) The ballot for the election of officers and members of the Executive Committee shall be conducted at the Annual General Meeting in such usual and proper manner as the Executive Committee may direct.
- (6) A nomination of a candidate for election under this clause is not valid if that candidate has been nominated for another office for election at the same election.
- (7) For the purpose of these rules, the office of an officer of the Association or of a member of the Executive Committee becomes vacant if the officer or member:-
 - (a) Ceases to be a member of a member club.
 - (b) Becomes an insolvent under administration within the meaning of the company (Victoria) Code; or
 - (c) Resigns his office by notice in writing given to the Secretary.

17. SECRETARY

The Honorary Secretary shall conduct the correspondence of the Association and shall have the custody of all documents belonging to the Association. He shall keep full and correct minutes of all proceedings and records of all activities of the Association.

18. TREASURER

The Treasurer shall collect and receive all moneys due to the Association and make all payments authorised by the Association and shall keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association. The accounts and books shall be available for inspection by members.

19. ADMINISTRATION

The following provisions shall apply in relation to the administration of the affairs of the Association.

- (1) Minutes shall be kept of all Meetings of the Association and the Executive Committee.
- (2) Subject to any contrary decision of the Executive Committee the Secretary shall have control of all documents belonging to the Association and the Secretary shall conduct all correspondence and be responsible for convening all meetings of the Association and the Executive Committee.
- (3) The Treasurer shall have control of all books of accounts and Bank Books, he shall keep the accounts of the Association and as at the end of each financial year shall prepare the balance sheet and statement of income and expenditure of the Association for submission to the Auditor and (subject to the Auditors certificate) to Member Clubs at the Annual General Meeting.

The financial year of the Association shall be twelve calendar months beginning on the 1st day of November and ending on the last day of October.

- (4) At each Annual General Meeting an Auditor shall be appointed to audit the accounts of the Association and report thereon to Member Clubs and to the Annual General Meeting.
- (5) Membership fees to be paid by member clubs shall be a capitation fee fixed by resolution at the Annual General Meeting and based on the number of all male members with playing rights possessed by the member club at the date of their previous Annual General Meeting. Failure to pay same within the prescribed time shall preclude delinquent clubs from representation or voting at any meeting of the Association whilst in arrears and shall debar members of such clubs from entering for and playing in the Association Team Matches.
- (6) The receipts from dues shall be devoted to carrying out the objects of the Association and in particular to defraying the cost of inter-club pennants and other matches and trophies and for printing and other incidental and necessary expenses incurred in the Association.

20. REMOVAL OF MEMBERS OF THE EXECUTIVE COMMITTEE.

- (1) The Association in General Meeting may by resolution remove any member of the Executive Committee before the expiration of his term of office and appoint another member in his stead to hold office until the expiration of the term of the first mentioned member.
- (2) Where the member to whom a proposed resolution referred to in sub-clause (1) relates and makes representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and requests that the representatives be notified to the members of the Association, the Secretary or President may send a copy of the representations to each member of the Association or, if they are not so sent, the member may require that they be read out at the meeting of the Association.

21. CHEQUES

All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two members of the Executive Committee.

22. SEAL

- (a) The Common Seal of the Association shall be kept in the custody of the Secretary.
- (b) The Common Seal shall not be affixed to any instrument except by the authority of the Executive Committee and the affixing of the Common Seal shall be attested by the signatures either of two members of the Executive or one member of the Executive Committee and of the Public Officer of the Association.

23. ALTERATION OF RULES AND STATEMENT OF PURPOSES.

Proposed amendments to these Rules and the statement of Purposes of the Association may be brought forward at any ordinary or special meeting of the Association called for that purpose, provided that 30 days notice shall have been given to all Member Clubs stating the proposed amendments and on being approved by a vote of at least three-quarter of member clubs present at the meeting such amendments shall then be submitted to the Victorian Golf Association for approval and if though fit, adopted.

24. LIFE MEMBERS

Any member club affiliated with the Association may nominate a person for Life Membership of the Association. Such nomination must be unanimously approved by the Executive Committee of the Association, before being submitted to a General Meeting of the Association, where a Three-Fourths majority of delegates present shall be required to select such person as a life member. There shall be no more than four (4) life members at any one time.

25. NOTICES.

- (a) A notice required to be given to a member club or to a delegate of a member club may be given by post by pre-paid letter addressed to the last known postal address of the member club or delegate as the case may be and any such letter shall be deemed to have been received 48 hours after the same shall have been put in the post.
- (b) A notice required to be given to the Association or the Executive Committee may be given by post by prepaid letter addressed to the Secretary at his last known postal address and any such letter shall be deemed to have been delivered 48 hours after the same shall have been put in the post.

26. WINDING UP OR CANCELLATION.

In the event of the winding up or the cancellation of the Incorporation of the Association, the assets of the Association shall be disposed of in accordance with the provisions of the Act.

27. CUSTODY OF RECORDS.

Except as otherwise provided in these Rules, the Secretary shall keep in his custody or under his control all books, documents and securities of the Association.

28. FUNDS

The income and property whencesoever derived of this Association shall be applied solely towards the promotion of its objects and no member of the Executive Committee shall be appointed to any Salaried Officer

or office of profit in the Association and no remuneration or other benefit in money or monies worth shall be given by the Association to any member except payment out of pocket expenses, interest on money lent or reasonable and proper rent for premises demised or let to the Association.

29. BY LAWS

The delegates of the Association shall have the power to make, alter and repeal by-laws for the conduct and management of the Association, provided however that no by law shall be inconsistent with or affect or repeal anything contained in the Incorporated Constitution.