
**NUDGEE GOLF CLUB
INCORPORATED 11TH APRIL, 1985**

**RULES
(CONSTITUTION)**

**updated
12 December 2017**

RULES OF NUDGE GOLF CLUB INCORPORATED

1. The name of the Association is "NUDGE GOLF CLUB INCORPORATED".

OBJECTS

2. The Objects of the Association are -
 - (1) To promote, encourage and foster the game of golf and other sports and pastimes and to encourage social life among members of the Association or of any association or club established by the Association in furtherance of its objects.
 - (2) To promote and hold, either alone or jointly with any other association, club or persons, meetings, competitions and matches for the playing of golf or other sports or pastimes and to offer, give or contribute towards prizes, medals and awards therefor.
 - (3) To establish, promote, or assist in establishing or promoting, and to subscribe to or become a member of or associated or amalgamated with any other association or club whose objects are similar to the objects of the Association, or the establishment or promotion of which may be beneficial to the Association, or to join and become a member of any authority controlling golf in Queensland.
 - (4) To make and maintain provision for the playing of golf under suitable regulations at the course of the Association and to provide amenities for members referred to in sub-rule (1) and their guests.
 - (5) To purchase, hire or otherwise acquire for the purpose of the Association, any real or personal property, and in particular any lands, buildings, furniture, club and household effects and utensils, books, newspapers, periodicals, musical instruments, fittings, apparatus, appliances, conveniences and accommodations and to sell, demise, let, hire, mortgage or dispose of the same.
 - (6) The doing of all such other acts and things as are conducive or incidental to the abovementioned objects.

POWERS

3. The powers of the Association are -
 - (1) To take over the funds and other assets and liabilities of the unincorporated association.
 - (2) To subscribe to, become a member of, and co-operate with any other association, club or organisation, whether incorporated or not, whose objects are wholly or in part similar to those of the Association; Provided that the Association shall not subscribe to or support with its funds any association, club or organisation that does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association by rule 26(11).
 - (3) In furtherance of the objects of the Association, to buy, sell and deal in all kinds of articles, commodities and provisions, for members of the Association or persons using the Association's premises.

- (4) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges, that are requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association; Provided that if the Association shall take or hold property that is subject to any trusts, the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts.
- (5) To enter into arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association, to obtain from any Government or Authority rights, privileges and concessions that the Association may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- (6) To appoint, employ, remunerate, remove or suspend such employees and other persons as are necessary or convenient for the purposes of the Association.
- (7) To contract with and remunerate any person for services rendered, or to be rendered, and whether by way of brokerage or otherwise, in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the Association, or in or about the affairs of the Association or promotion of the Association or in furtherance of its objects.
- (8) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences that are calculated to advance, directly or indirectly, the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof.
- (9) To invest and deal with the money of the Association in such manner as may be thought fit.
- (10) To take, or otherwise acquire, and hold shares, debentures or other securities.
- (11) In furtherance of the objects of the Association, to lend and advance money or give credit to any person, to guarantee, and give indemnities for, the payment of money or the performance of contracts or obligations by any person and otherwise to assist any person.
- (12) To borrow or raise money, either alone or jointly with any other person, in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise; to represent or secure any moneys and further advances borrowed as aforesaid by notes, secured or unsecured, debentures or debenture stock, perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the Association's assets and to purchase, redeem or pay off any such securities.
- (13) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
- (14) In furtherance of the objects of the Association, to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association according to law.
- (15) To take or hold mortgages, liens or charges to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of whatsoever kind sold by the Association, or any money due to the Association from purchasers or others.

- (16) To take gifts, whether subject to any trust or not, for any one or more of the objects of the Association but subject to the proviso in sub-rule (4).
- (17) To take such steps by personal or written appeals, public meetings or otherwise, as may be expedient for the purpose of procuring contributions to the funds of the Association, in the form of donations, annual subscriptions or otherwise.
- (18) In furtherance of the objects of the Association, to raise money by the issue of debentures to members or by making levies on members.
- (19) To print and publish material that may be desirable for the promotion of the Association's objects.
- (20) In furtherance of the objects of the Association, to amalgamate with any one or more incorporated associations having objects wholly or in part similar to those of the Association and that prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed on the Association by rule 26(11).
- (21) In furtherance of the objects of the Association, to purchase or otherwise acquire all or any part of the property, assets and liabilities, and to undertake engagements, of any one or more of the incorporated associations with which the Association is authorised to amalgamate.
- (22) In furtherance of the objects of the Association, to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate.
- (23) To levy members of all classes of membership to pay for -
 - (a) personal accident cover against injury occasioned to them while playing golf on any golf course in Australia affiliated with the Australian Golf Union.
 - (b) insurance cover against loss of, or damage to, golfing equipment.
 - (c) levies imposed on the Association by the controlling golf associations within Queensland.
- (24) To make donations for patriotic, charitable or community purposes.
- (25) To transact any lawful business in aid of Australia in the prosecution of any war in which Australia may be engaged.
- (26) To do such things as are incidental or conducive to the attainment of the objects, or the exercise of the powers, of the Association.

CLASSES OF MEMBERS

- 4. (1) The classes of membership are -
 - (a) Life Members
 - (b) Senior Members
 - (c) Ordinary Members
 - (d) Provisional Ordinary Members
 - (e) Country Members

- (f) Honorary Members and Visitors
 - (g) Five Day Members
 - (h) Limited Playing Members
 - (i) Temporary Members
 - (j) Intermediate Members
- (2) The Board of Directors has power to limit the number of members in each class of membership; Provided that the number of ordinary members shall not be limited to less than 400.
- (3) Where the Board of Directors has duly limited the numbers of members in any class and such limitation subsists, no provision of these Rules shall be construed as entitling any person to become a member of that class if such limitations would thereby be exceeded.

MEMBERSHIP

5. (1) Membership of the Association is open to any person of good character and repute who has attained the age of 18 years, has an interest in playing golf, and whose membership is, in the opinion of the Board of Directors, likely to be compatible with existing members of the Association.
- (2) Membership of the Association shall be deemed not to be interrupted by reason of service by the member concerned as a member of the Australian Defence Forces during any war in which Australia has been or may be engaged.
- (3) Every applicant for any class of membership of the Association shall be proposed by a member of the Association who is entitled to vote under rule 11(1) and seconded by another such member. The application for membership shall be made in writing, signed by the applicant, his proposer and seconder, and shall be in such form as the Board of Directors prescribes.

LIFE MEMBERS

- (4) (a) One ordinary or senior member of the Association, and no more, may be elected a life member at any Annual or Special Meeting if notice in writing of the nomination for such election is given to the Secretary at least 21 days prior to the date of the meeting and the members present at the meeting desire, by a simple majority by way of secret ballot, to so elect the nominee.
- (b) A life member is not liable to pay an annual subscription.

SENIOR MEMBERS

- (5) (a) An ordinary member of the Association who -
- (i) joined the Association on or before 31 December, 1997; and
 - (ii) has been an ordinary member of the Association; or
 - (iii) has been an ordinary member of the unincorporated association and thereafter of the Association,
- for a continuous period of 25 years, paying full annual subscription rates, is entitled to become and be a senior member of the Association and upon his claiming the entitlement his name shall be entered in a register of senior members and shall be removed from the register of ordinary members;

Provided that any period of leave of absence approved by the Board of Directors or membership of a class paying less than full annual subscription rates shall not be taken to have interrupted the continuity of membership of an ordinary member but shall not be counted in calculating the period of membership of an ordinary member entitling him to senior membership.

- (b) It is the responsibility of the member to claim entitlement to admission as a senior member.
- (6) A senior member of the Association is liable to pay an annual subscription equivalent to 50 per centum of that applicable to ordinary members of the Association. The privilege conferred on a senior member by this sub-clause commences on the conclusion of the Association's financial year in which the member's name is entered in a roll of senior members.

ORDINARY MEMBERS

- (7) A person who has attained the age of 18 years to whom membership of the Association is open, and who desires to be admitted as an ordinary member, on payment of the prescribed entrance fee, may, in accordance with rule 7, be admitted to membership of the Association as an ordinary member.

PROVISIONAL ORDINARY MEMBERS

- (8) A person to whom membership of the Association is open, who desires to be admitted as an ordinary member, and has elected to pay the prescribed entrance fee by instalments may, in accordance with Rule 7, be admitted to membership of the Association as a provisional ordinary member only. On payment of the whole of the entrance fee and all other fees then due and payable by him, he shall be classified as an ordinary member.

COUNTRY MEMBERS

- (9) Persons to whom membership of the Association is open and who -
 - (a) are currently ordinary, senior or life members of a golf club located outside the Brisbane Metropolitan area; and
 - (b) reside not less than 100 kilometres from the G.P.O. Brisbane,
 may, on payment of the prescribed fees, in accordance with rule 7, be admitted to membership as country members. Such membership is conditional upon retention of the qualifications outlined in paragraphs (a) and (b) of this sub-rule.
- (8) Any ordinary member of the Association may apply in writing to the Board of Directors that he be admitted to membership as a country member. The Board may, in its discretion, grant the application if the applicant's usual place of residence is not less than 100 kilometres from the G.P.O. Brisbane, whereupon the applicant's name shall be entered in a register of country members and shall be removed from the register of ordinary members.
- (11) A country member is eligible to play in Association events, other than the President's Trophy Competition, Club Championships and Honour Board events.

- (12) A country member may play the Association's course and make use of the Association's premises and amenities upon payment of such charges as an ordinary member would be liable to pay; Provided that if the Board of Directors prescribes a limitation of a country member's entitlement, the use made by a country member of the Association's course, premises and amenities shall not exceed that limitation.

HONORARY MEMBERS AND VISITORS

- (13) The Board of Directors may grant honorary membership of the Association -
- (a) to any person to whom membership of the Association is open, who is temporarily visiting Brisbane and who is a member of a golf club with which the Association has reciprocal arrangements; or
 - (b) to any person to whom membership of the Association is open who, in the opinion of the Board, is a distinguished personage whom the Board desires to honour by the grant of such membership; or
 - (c) to employees of the Association to whom membership of the Association is open.
- (14) An honorary member is not liable to pay an annual subscription on account of membership of the Association, but, if he uses the Association's course, is liable to pay such other charges as are determined by the Board of Directors.
- (15) Honorary membership may be granted without limit of time or for a specified period and, if the latter, shall expire upon the expiration of the period for which it is granted.
- (16) Any person, upon the nomination of any member but subject to the veto of the senior officer on the Association premises, may be admitted as a visitor to the Association's course and premises and the introducing member shall enter the name of the person introduced as a visitor in the book provided for that purpose.
- (17) The Board of Directors may suspend the operation of sub-rule (16) for a period and under circumstances that it considers fit.

FIVE DAY MEMBERS

- (18) Persons to whom membership of the Association is open, and who desire to be admitted as five day members, on payment of the prescribed entrance fee, may, in accordance with rule 7, be admitted to membership of the Association as five day members. A five day member has access to clubhouse amenities at all times when such access is available to ordinary members, but cannot play the course on Saturday or Sunday.

LIMITED PLAYING MEMBERS

- (19) (a) Persons to whom membership of the Association is open, and who desire to be admitted as limited playing members, on payment of the prescribed entrance fee, may, in accordance with rule 7, be admitted to membership of the Association as limited playing members.
- (b) An ordinary member of the Association may apply in writing to the Board of Directors that he be admitted to limited playing membership. The Board may, in its discretion, grant the application if the member is prevented from regularly playing golf by infirmity or such other cause considered to be sufficient by the Board.

- (20) (a) Limited playing members have access to clubhouse amenities at all times when such access is available to ordinary members, but if the Board of Directors prescribes a limitation of limited playing members' entitlement to use the Association's course, the use made by limited playing members of the Association's course shall not exceed that limitation.
- (b) Limited playing members shall pay green fees as determined by the Board of Directors.

TEMPORARY MEMBERS

- (21) Any member of the Association may nominate, in writing, a person to whom membership of the Association is open and whose usual place of residence is not less than 100 kilometres from the G.P.O. Brisbane to be admitted as a temporary member of the Association for a period not exceeding three months in any financial year of the Association, and the Board of Directors may, in its discretion, admit the nominee to temporary membership.
- (22) A temporary member -
 - (a) shall be furnished with evidence of his membership of the Association for the period specified by the Board of Directors; and
 - (b) shall pay such fees as are prescribed by the by-laws of the Association, before he exercises his rights as a member.
- (23) Each member of the Association who nominates a person for temporary membership of the Association is liable to pay all fees payable by the temporary member and not duly paid by him.
- (24) Any person to whom membership of the Association is open, who has attained the age of 18 years of age and who has not attained the age of 25 years of age, who desires to be admitted as an intermediate member, on payment of the prescribed entrance fee may in accordance with rule 7, be admitted to membership of the Association as an intermediate member.

Intermediate Member

- (25) **Any person to whom membership of the Association is open, who has attained the age of 18 years of age and who has not attained the age of 25 years of age, who desires to be admitted as an intermediate member, on payment of the prescribed entrance fee may in accordance with Rule 7, be admitted to membership of the Association as an intermediate member.**

MEMBERSHIP AND ENTRANCE FEES

- 6. (1) An entrance fee-
 - (a) shall be as determined by the Board of Directors ; and
 - (b) shall be due and payable as determined by the Board of Directors.

A person admitted to membership as a country member, a five day member, a limited member or an Intermediate Member, who moves to another class of membership that attracts a higher entrance fee shall pay the difference in the entrance fees then prevailing.

A member who fails to pay an amount on account of entrance fee when it is due and payable by him, forfeits all rights had by him as a member, and his name shall be removed from the register of members.

- (2) The annual subscription for each class of membership shall be such sum as the members from time to time at any Annual or Special Meeting so determine, except that the Board of Directors shall have the power to increase annual subscriptions without obtaining the prior consent of members; Provided that the increase by the Board over annual subscriptions for the previous financial year shall not exceed five percent (5%) or the increase in the consumer price index as published on behalf of the Australian Government for the preceding 12 months, whichever is the higher.

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- (3) All subscriptions are payable in advance and shall be due on the first day of the financial year. A member may elect to pay his subscription by two equal amounts, which shall be due on the first day of the first half of the financial year and on the first day of the second half of the financial year.
- (4) (a) The Secretary shall notify all members of the amount of the subscription and other charges due for the financial year (or half if applicable) at least 30 days before the due date. Notice in writing shall be given to any member who has not paid his subscription within one month after the due date, addressed to the member at his residential address last recorded in the Association's register of members. If the default continues for a further 14 days from the date of the notice, such member shall be declared by the Board of Directors to be no longer a member of the Association, shall cease to be entitled to exercise any of the rights and privileges of membership, and his name shall be removed from the register of members; Provided that the Board, in its discretion, has power to reinstate him on such terms, including payment of arrears, as it thinks fit, within three months of his name being removed from the register of members.
- (b) Where a membership subscription paid by any person in respect of a period commencing on 1st October is less than the amount subsequently approved at the next Annual Meeting after that date the additional amount shall become due on the following 1st April.

NOMINATION AND ADMISSION OF MEMBERS

7. (1) Particulars of all nominations for membership of the Association shall forthwith upon the making of same be entered in the proposed members' register in the order of time in which such nominations were received by the Secretary. Every nomination for membership shall be dealt with and determined in the order of priority in which it is so recorded, but for the purpose of making inquiries with respect to the person proposed, the matter of dealing with and determining the nomination may be postponed for not longer than three months and other nominations may be dealt with and determined during that period but only if -
- (a) the vacancy in respect of which the postponed nomination is required to be dealt with and determined is kept open during the period of postponement; and
- (b) the postponed nomination is dealt with and determined forthwith upon the expiration of the period of the postponement thereof and in priority to every nomination then subsisting or thereafter to be made.
- (2) An applicant for admission to any class of membership of the Association shall sign and deliver to the Secretary an application in a form determined by the Board of Directors. Except where the applicant is one to whom rule 8 applies, such application shall, upon its delivery to the Secretary, be accompanied by the entrance fee. Such application shall be duly signed by two members who are entitled to vote under rule 11(1), the one proposing the other seconding the candidate's nomination, and shall be placed by the Secretary on the Notice Board of the Association, and shall remain there for at least 14 days prior to coming before the Board of Directors for determination.

- (3) The method of admission to membership is -
- (a) A nomination form shall not be submitted to the Board for consideration unless a deposit due in relation to the nomination has been paid. If the nomination is rejected, the deposit shall be refunded.

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- (b) Candidates for membership shall be regarded as honorary members from the date of nomination until the date of the Board's determination of the nomination. The period of honorary membership shall be not less than 14 days.
- (c) Except in the case to which rule 8 applies, a nomination shall not be submitted to the Board for consideration unless the entrance fee has been paid. Such fee shall be refunded in the event of the nomination being rejected.
- (d) In respect of each nomination for membership of the Association approved by the Board of Directors the Secretary shall keep in the register of members a record of -
- (i) the date of the Board of Directors meeting at which the nomination is dealt with; and
- (ii) the name of each candidate whose nomination has been approved, so as to identify the class of membership to which he has been admitted.
- (4) The Secretary shall post to every admitted candidate an account for his fees, which shall be paid within one month of his admission, and his membership shall be retrospective to the date of his nomination.
- (5) The Board of Directors in, its discretion, may charge pro-rata subscription fees where a person is nominated for membership after the expiry of one month of the financial year.
- (6) The Secretary shall supply every admitted candidate with an official receipt for fees paid and a copy of the Association's Rules and By-Laws. Every member shall be deemed to have agreed to be bound by the Rules and By-Laws.
- (7) The Board of Directors has power to make arrangements for leave of absence.

RE-ENTRY OF FORMER MEMBERS

8. (1) The nomination for membership of the Association of a former member who has previously paid an entrance fee may be submitted to the Board of Directors in accordance with rule 7 but without payment of a further entrance fee.
- (2) If the Board approves such nomination, the payment by the applicant of a further entrance fee or any fee is a matter within the discretion of the Board.

If the Board determines the applicant should pay a further entrance fee, or other fee, it may –

- (a) make it approval conditional upon payment of a fee determined by it; and
- (b) specify a time by or within which such payment must be made, and may extend such time as it thinks fit.

If payment of the fee is not made by or within the time specified or extended by the Board, the applicant's nomination shall be taken to have been rejected by the Board, and that rejection is final.

TERMINATION OF MEMBERSHIP

9. (1) A member may resign his membership of the Association by -

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- (a) giving written notice of his resignation to the Secretary; and
- (b) paying to the Association all monies owing by him to the Association at the time of his giving the notice, including his fees for the half year current at the time of his giving the notice.

A person who ceases to be a member of the Association, forfeits any rights he had as a member.

EXPULSION AND SUSPENSION

- (2) (a) The Board of Directors has power to reprimand, suspend, or expel from the Association any member who infringes any of the Rules and By-Laws of the Association or fails to comply with any decision of the Board, or whose conduct, in the opinion of the Board, renders him unsuitable for membership. Before a member is reprimanded, suspended, or expelled, his alleged infringement, failure to comply, or conduct shall be inquired into by the Board, and such member shall be given an opportunity to defend himself and justify or explain his alleged infringement, failure to comply or conduct. At least 21 days written notice shall be given to the member, at his residential address last recorded in the Association's register of members, of the matter to be inquired into, and of the date, place and time of the Board of Directors meeting at which such matter will be inquired into. If a majority of members of the Board present when the matter is inquired into are of the opinion that the member has infringed any of the Rules or By-Laws of the Association or has failed to comply with any decision of the Board or has been guilty of such conduct as aforesaid, and that the member has failed to afford proper justification or explanation the Board may forthwith reprimand, suspend for a period not exceeding three months, or expel the member.

If a member of the Association is expelled or suspended in accordance with these Rules, his membership -

- (i) in the case of an expulsion, terminates; and
- (ii) in the case of a suspension, ceases for the period of the suspension.

If a member, or ex-member so expelled, is aggrieved by the decision of the Board he may, within one month of written notification thereof being duly given to him, lodge with the Secretary written notice of his intention to appeal against such decision. If such notification has been lodged, the Board shall appoint three members, other than Board Members, who shall hear the appeal, which must be heard at the earliest possible date. The decision of the Board may be set aside or varied at such hearing by a majority vote and such majority vote shall take effect in accordance with these Rules in place of the decision of the Board.

Where a decision of the Board that a person be expelled is set aside or varied by an Annual or Special Meeting the membership of that person is

reinstated, subject to any suspension thereof decided upon by the meeting, without payment of an entrance fee.

- (b) The name of a member expelled from membership of the Association shall be removed from the register of members and particulars of any suspension of a member shall be entered in that register.

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REGISTER OF MEMBERS

- 10. (1) The Board of Directors shall cause a register to be kept in which shall be entered the name, date of birth and residential address of every person admitted to membership of the Association and the date of his nomination.
- (2) Particulars of deaths, resignations of membership, and terminations and reinstatements of membership and any further particulars that the Board of Directors or the members at any Annual or Special Meeting may require, shall be entered in the register.
- (3) The register shall be open for inspection at all reasonable times by any member who applies to the Secretary for such inspection.
- (4) Every member shall communicate any change of his residential address in writing to the Secretary, and all notices by post or otherwise, addressed to the last recorded residential address, shall be considered as duly given to the member.

VOTES OF MEMBERS

- 11. (1) At all Annual or Special Meetings, and at every election of the members of the Board of Directors, only life members, senior members, ordinary members and provisional ordinary members shall be entitled to vote. Each member shall have one vote and voting by proxy shall not be allowed. No member shall be entitled to vote at any meeting or poll, unless all monies due from him to the Association have been paid. The chairperson of a meeting shall have a primary vote and, in the case of equality of votes, a casting vote.
- (2) Except as provided elsewhere in these Rules, voting shall be by show of hands or a division of members unless not less than one-fifth of the members present demand a ballot, in which event there shall be a secret ballot. The chairperson shall appoint two members to conduct the secret ballot in such a manner as he shall determine and the result of the ballot as declared by the chairperson shall be deemed to be the resolution of the meeting at which the ballot was demanded.
- (3) At all Annual or Special Meetings, those in attendance who are entitled to vote shall sign a book to be kept for that purpose by the Secretary.

BOARD OF DIRECTORS

- 12. The Board of Directors of the Association consists of a President, a Captain, a Director of Finance and a further two Directors drawn from the classes of life, senior or ordinary membership.

For the purposes of the Associations Incorporation Act 1981 –

- (a) the Board of Directors is the Management Committee of the Association; and
- (b) the Director of Finance is the Treasurer of the Association.

ELECTION OF BOARD OF DIRECTORS

13. (1) The term of a member of the Board of Directors is two years.

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- (2) At the Annual Meeting all the members of the Board of Directors who have completed their term of office shall retire from office but, subject to this sub-rule, shall be eligible for re-election if nominated.

A member who has been elected to the office of President or Captain for a period of two consecutive terms shall not be eligible for re-election to the office so held by him until the expiration of one year from his ceasing to hold that office.

- (3) A member is not qualified to stand for election as Director of Finance unless he is -
- (a) a member of the Institute of Chartered Accountants in Australia or the Australian Society of Certified Practising Accountants; or
 - (b) a member whom the Board of Directors considers, on reasonable grounds, to have qualifications and/or experience appropriate for the competent discharge of the functions of that office.
- (4) A member is not eligible to stand for election as a member of the Board of Directors unless he has been an ordinary member of the Association for at least 12 months and has paid all moneys owing by him under these Rules as at the 1st October in the calendar year in which the election is to take place.
- (5) A member is not eligible to hold more than one office on the Board of Directors at the same time.
- (6) The method of election of the Board of Directors is as follows -
- (a) Nomination of members for election to offices on the Board shall be in writing signed by two members of the Association who are entitled to vote and by the nominee (by way of consent) and shall be delivered into the hands of the Secretary at least 28 days prior to the date of the Annual Meeting at which the election is to take place.
 - (b) The names of nominees for election to offices on the Board and the names of the proposers of each such nominee shall be displayed on the notice board or other prominent place on the Association's premises for at least 21 days prior to the date of the Annual Meeting at which the election is to take place.
 - (c) The Board shall appoint a Returning Officer and three assistants who shall be persons of good character and standing; Provided that none of the persons so appointed shall be a nominated candidate for any office on the Board.
 - (d) A member may be a candidate for more than one office on the Board.
If a member is a candidate for election for more than one office, the election for the various offices shall be determined in the order in which the positions are specified in rule 12, so that the election of President shall be determined before the election of Captain, the election of Captain shall be determined before the election of Director of Finance and the election of the further two Directors shall be determined last. Where a member is declared duly elected to any office, the member shall be deemed to have withdrawn his nomination as a candidate for any other office for which he was previously nominated.

- (e) The Secretary shall prepare voting papers (if necessary) containing the names in full, in the order determined by the Returning Officer by public ballot, of all candidates for election, arranged respectively in such of the following sections as the case requires namely -

14.

- President
- Captain
- Director of Finance
- Directors.

Each voting paper shall be in a form approved by the Board and shall be initialled by the Returning Officer.

- (f) The Secretary shall, at least 14 days prior to the date of the Annual Meeting, by post, send -

- (i) voting papers;
- (ii) an unmarked envelope;
- (iii) an envelope pre-addressed to the Returning Officer with provision for the member's name and address; and
- (iv) a pamphlet approved by the Board outlining brief historical details of the commercial and sporting backgrounds of each candidate, together with a photograph;

to every member entitled to vote in the election at his residential address last recorded in the Association's register of members. The inadvertent omission to give such voting paper, envelope or pamphlet, or non receipt of such voting paper, envelope or pamphlet shall not invalidate the election.

- (g) Each member shall mark the voting papers by placing a number 1 in the square opposite the name of the candidate standing for each office for whom he wishes to vote, a number 2 in the square opposite the name of the candidate to whom he wishes to give his second preference, and so on using numbers in ascending order to represent his preferences until all boxes opposite the candidates' names for each office have been completed.
- (h) The member shall place the voting papers completed in accordance with paragraph (g) in the unmarked envelope and return it to the Returning Officer, in the pre-addressed envelope signed by the member, so that it is received by him at the Locked Post Office Bag or at the Locked Ballot Box at the Association's premises at or before 9.00 am on the last business day immediately prior to the day of the Annual Meeting.
- (i) The Returning Officer and the three assistants shall, at the Association's premises, after 9.00 am on the last business day immediately prior to the day of the Annual Meeting, proceed to examine and count the number of first preference votes received by each candidate standing for each office.
- (j) In relation to each office the candidate who received the least number of first preference votes shall be eliminated from the poll and that eliminated candidate's first preference votes shall be redistributed to the remaining candidates in accordance with the second preference nominated by each member who gave a first preference vote to the eliminated candidate, and if more than one candidate then remains the candidate who has then secured the lowest number of votes shall be eliminated and his first and second preference votes redistributed and so on until there remains only one candidate in respect of each office.

- (k) Upon examination of the pre-addressed envelopes the Returning Officer shall make a check mark against the names of the respective voters on the list of members.
- (l) At the examination of the voting papers every voting paper that -
 - (i) does not bear the initials of the Returning Officer; or
 - (ii) is manifestly irregular; or
 - (iii) contains in respect of any office for which a poll is being held a greater or less number of numbers marked thereon in the squares opposite the names of the candidates than the number of candidates standing for election to the office in question; or
 - (iv) is so executed that the intention of the voter cannot with certainty be ascertained,

shall be rejected but in relation to a defect referred to in sub-paragraph (ii), (iii) or (iv) the voting paper shall be rejected only in respect of the office or offices affected by the defect.
- (m) At the conclusion of the counting of votes the Returning Officer shall prepare and sign a written statement containing the number of votes cast for each candidate as counted and shall deliver that statement to the President. This statement shall be read by the President to the Annual Meeting.
- (n) At the Annual Meeting the President shall announce the names of the successful candidates whose term shall be deemed to commence from the time of such announcement.
- (o) The Returning Officer shall, forthwith after the declaration of the results of the election, enclose in one packet all the voting papers, and the list of voters, signed by him as aforesaid, and shall securely fasten and seal up the packet and shall endorse upon it when so sealed a concise description of the contents thereof and the date of the closing of the poll and shall sign such endorsement with his name and shall cause such sealed packet to be delivered to the newly elected President of the Association. The President shall keep the same for 12 months after receipt by him and at the expiration of such period he shall cause the voting papers to be destroyed.
- (7) If, at an Annual Meeting, no member is elected to fill a particular office on the Board of Directors, the member who held that office immediately preceding the meeting shall be deemed to be re-elected by the meeting to that office.

VACANCIES ON BOARD OF DIRECTORS

- 14. (1) If a member of the Board of Directors -
 - (a) dies;
 - (b) resigns his office on the Board, in writing given to the Secretary; or
 - (c) is absent from three consecutive meetings of the Board without its prior leave,

the Board may declare the office of that member vacant, and, if it does so, may (except if the vacated office is that of the President) appoint a member, who is eligible to stand for election as a member of the Board and who agrees to serve as such a member, to hold the vacated office until the Annual Meeting is absent from three consecutive meetings of

the Board without its prior leave, the Board may declare the office of that member vacant, and, if it does so, may (except if the vacated office is that of the President) appoint a member, who is eligible to stand for election as a member of the Board and who agrees to serve as such a member, to hold the vacated office until the Annual Meeting when the term of the member being replaced would normally have expired under the Rules. Any time served by a member appointed is deemed to have constituted a term Rule 13 (1).

- (2) The office of a member of the Board of Directors shall become vacant if the member -
 - (a) becomes a patient under the Mental Health Act of Queensland;
 - (b) is convicted of an indictable offence;
 - (c) is made bankrupt, takes advantage of the laws relating to bankruptcy or compounds with his creditors; or
 - (d) ceases to be a member of the Association.
- (3) If the office that is vacated pursuant to sub-rule (1) or (2) is that of the President, the Board of Directors may -
 - (a) appoint a President from amongst Life Members, Senior Members or Ordinary Members who are eligible to stand for election as President; or
 - (b) appoint a President from amongst the remaining members of the Board; Provided that the member appointed is eligible to stand for election as President. The President so appointed shall hold office until the Annual Meeting when the term of the President being replaced would normally have expired under the Rules. Any time served by the a President appointed under this rule is deemed to constitute a term as defined in Rule 13 (1).
- (4) In the event that a President is appointed pursuant to sub-rule (3)(b) the Board of Directors may also fill the vacancy on the Board by appointing a member, who is eligible to stand for election as a member of the Board and who agrees to serve as such a member, to hold the vacated office until the Annual Meeting when the term of the member being replaced would normally have expired under the Rules. Any time served by a member appointed under this rule is deemed to constitute a term as defined in Rule 13 (1).
- (5) The Board of Directors has power to remove from office any officer who shall, by a resolution passed by a majority of the officers present at the meeting of the Board, be found to have been guilty of misconduct as an officer, or to have done any act prejudicial to the good name or interests of the Association. Before any charge against any officer is considered, the Board shall cause written notice to be sent to the officer at his residential address last recorded in the Association's register of members specifying the charge brought against the officer and the date, place and time, not less than 21 days after the date of such notice, of the Board of Directors meeting at which such charge will be inquired into, and at such meeting the officer shall be given an opportunity to defend himself and justify or explain his conduct. If the officer is aggrieved by the Board's decision he may appeal in the manner provided by rule 9(2) for appeals under that rule.
- (6) The continuing members of the Board of Directors may act notwithstanding any casual vacancy in the membership of the Board, but, if and so long as their number is reduced below the number fixed by these Rules as the quorum of the Board, the continuing member or members may act for the purpose of increasing the number of members of the Board to that number, or of convening a Special Meeting, but for no other purpose.

FUNCTIONS OF BOARD OF DIRECTORS

15. (1) Except as otherwise provided by these Rules and subject to resolutions of the members of the Association carried at any Annual or Special Meeting, the Board of Directors has -
 - (a) general control and management of the administration of the affairs, property and funds of the Association; and
 - (b) authority to interpret these Rules and to decide with respect to any matter relating to the Association on which these Rules are silent.
- (2) The Board of Directors may exercise all the powers of the Association -
 - (a) to borrow or raise or secure the payment of money in such manner as the members of the Association may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Association's property, both present and future, and to purchase, redeem or pay off any such securities; and
 - (b) to borrow money from members at a rate of interest not exceeding interest at the rate for the time being charged by bankers in Brisbane in respect of money lent by way of overdraft, and to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association, and to provide for and pay off any such securities.
- (3) The Board of Directors shall from time to time appoint a Secretary who shall hold office for such term and upon such conditions and at such a salary as the Board may determine.
- (4) The Board of Directors shall appoint delegates to represent the Association for any purpose, with such powers as the Board thinks fit.

MEETINGS OF BOARD OF DIRECTORS

16. (1) The Board of Directors shall meet at least once every calendar month to discharge its functions.
- (2) The President has the power to convene a meeting of the Board whenever he considers it necessary. A special Board of Directors meeting shall be convened by the Secretary upon a requisition in writing signed by not less than a majority of its members, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted.
- (3) At a Board of Directors meeting a simple majority of the full membership of the Board constitutes a quorum.
- (4) Subject as previously provided in this rule, the Board of Directors may meet and regulate its proceedings as it thinks fit; Provided that questions arising at any meeting of the Board shall be decided by a majority of votes of those present and entitled to vote upon the question, the Chairperson having a primary vote and, in the case of equality of votes, a casting vote. A member of the Board who abstains from voting on any business shall be taken to have voted in the negative.

- (5) A member of the Board of Directors shall not be entitled to vote in respect of any matter in which he has a pecuniary interest, or a conflict of interests.
 - (6) At least 14 days notice shall be given by the Secretary to members of the Board of Directors of any special meeting of the Board. Such notice shall clearly state the nature of the business to be discussed at the meeting.
 - (7) The Chairperson of a Board of Directors meeting shall be -

the President, if he is present; or

a member of the Board appointed by it for the purpose, if the President is absent;

Provided that if the person entitled under this sub-rule to be Chairperson is not entitled to vote on a question before the meeting he shall vacate the chair until that question is disposed of and for that period he shall be deemed to be not present at the meeting.
 - (8) If within half an hour from the time appointed for the commencement of a Board of Directors meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Board, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day at such time and place as the members present may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.
 - (9) The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Board of Directors meeting and every Annual or Special Meeting to be entered in a book to be open for inspection at all reasonable times by any financial member of the Association who previously applies to the Secretary for that inspection. For the purpose of ensuring the accuracy of the recording of such minutes, the minutes of every Board of Directors meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next Board of Directors meeting verifying their accuracy. Similarly, the minutes of every Annual or Special Meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next general meeting of the Association.
17. (1) The Board of Directors may cause to be established from amongst its members such sub-committees as it considers necessary for the proper functioning of the Association or for the proper management of the business and affairs of the Association. The President shall, ex officio, be a member of every sub-committee and shall have the power to appoint the Chairperson of such sub-committees.
- (2) To assist it in the discharge of any of its functions the Board of Directors may establish sub-committees consisting of such members of the Association as the Board thinks fit. Any sub-committee shall, in the discharge of its duties, conform to such requirements as are imposed by the Board.
- (3) If at any sub-committee meeting the Chairperson is not present within 10 minutes after the time appointed for holding the meeting, the members may choose one of their number to be Chairperson of the meeting.
- (4) A sub-committee may meet and adjourn as it thinks fit. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the question shall be deemed to be decided in the negative.
18. All acts done by any meeting of the Board of Directors or of a sub-committee or by any person acting as a member of the Board or sub-committee shall, notwithstanding that it is afterwards

discovered that there was some defect in the appointment of any member of the Board or of a person acting as aforesaid, or that the members of the Board or any of them were disqualified from holding office as such, be as valid as if every such person had been duly appointed and was qualified to be a member of the Board or sub-committee.

19. A resolution in writing, approved by a majority of the members of the Board of Directors entitled to receive notice of a meeting of the Board, shall be as valid and effectual as if it had been passed at a meeting of the Board duly convened and held. Any such resolution may consist of several documents in like form. Each member of the Board shall sign such document and indicate in writing his voting preference.

ANNUAL OR SPECIAL MEETING

20. At every meeting of the Association a quorum consists of 5 per centum of the number of members entitled to vote, or 50 of such members, whichever is the greater.

21.
 - (1) Every meeting of the Association shall be held at its premises.
 - (2) The Annual Meeting shall be held within three months after the end of the financial year on such day and at such time as the Board of Directors determines.
 - (3) Notice of the date of the Annual Meeting shall be posted on the Notice Board of the Association at least 42 days before the date of the meeting.
 - (4) Members may submit to the Annual Meeting motions which must be proposed and seconded by members entitled to vote in accordance with rule 11(1) and must be given to the Secretary at least 28 days prior to the date of the meeting.
 - (5) **At least 14 days notice of the Annual Meeting shall be given to each member entitled to vote, by electronic or other means, to his residential or email address last recorded in the Association's register of members. Such notice shall be accompanied by -**
 - (a) **a copy of the Annual Report and Balance Sheet; and**
 - (b) **a copy of each motion to be submitted to the meeting.**

Club printed copies are to be available to members at the office of the Secretary of the Association or posted to members if so requested.

The inadvertent omission to give any such notice or copy to, or the non-receipt of any such notice or copy by, any member shall not invalidate the proceedings at any Annual Meeting.

- (6) The business to be transacted at every Annual Meeting shall be -
 - (a) the receiving of the Board of Directors' report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Association for the preceding financial year;
 - (b) the receiving of the Auditor's report on the books and accounts for the preceding financial year;
 - (a) the consideration of motions, duly submitted;
 - (d) consideration of other business specified in the notice of meeting;

- (e) the appointment of an Auditor;
- (f) the appointment of a Patron;
- (g) any business that may be properly brought forward; and
- (h) the declaration of the results of the election of members of the Board of Directors.

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- (7) (a) The Secretary shall, whenever required by the Board of Directors or in accordance with rules 9(2) or 14(5) convene a Special Meeting of the Association.
- (b) The Secretary shall, upon a requisition made in writing by not less than 10 per centum of members of the Association entitled to vote, convene a Special Meeting. Any requisition so made by the members shall express the purpose of the meeting proposed to be called, and shall be left with the Secretary, and such requisition shall have priority over any subsequent requisition. Upon receipt of every such requisition, the Secretary shall forthwith display a copy of the requisition on the Notice Board of the Association and shall convene a Special Meeting to be held within 28 days from the date the requisition is received.
- (8) At least 14 days notice of every Special Meeting specifying the time and place of the meeting and its purpose shall be given to the members entitled to vote in the manner provided by these Rules. The inadvertent omission to give such notice to, or the non-receipt of such notice by, any member shall not invalidate the proceedings at any Special Meeting.
- (9) If within half an hour from the time appointed for a meeting a quorum is not present, the meeting, if convened upon the requisition of members shall lapse. In any other case it shall stand adjourned to a date fixed by the Chairperson, within 21 days of the date of the meeting so adjourned. Notice of the adjournment shall be given to all members entitled to vote, in the manner provided by these Rules.
- (10) The President, or in his absence, a member of the Board of Directors appointed by the Board, shall preside at every meeting of the Association. If within 10 minutes after the time appointed for the holding of a meeting, none of the persons aforesaid is present, the meeting may elect a Chairperson.
- (11) The Chairperson, with the consent of the meeting, may adjourn the meeting from time to time, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (12) At any meeting, unless a secret ballot is taken in accordance with these Rules, a declaration by the Chairperson that a resolution has been carried, or carried by a particular majority, or lost, and an entry to that effect in the Minute Book of the meeting shall be sufficient evidence of the fact without proof of the number or proportion of votes recorded in favour of or against such resolution.

PATRON

- 22. At every Annual Meeting the members shall appoint a Patron for the period until the next Annual Meeting.

BY-LAWS

23. (1) The Board of Directors may make by-laws, not inconsistent with these Rules, for the internal management of the Association, and may amend or repeal the same. A by-law may be set aside by a vote of members at any Annual or Special Meeting.
- (2) Without limiting the matters in relation to which by-laws may be made, by-laws may be made in relation to -
- (a) the benefits, privileges, rights and duties of members of the Association;
 - (b) the qualifications, restrictions and conditions affecting members of the Association;
 - (c) the conduct of members of the Association in respect of one another and in respect of employees of the Association;
 - (d) provisional members and honorary members of the Association and visitors to the Association's premises;
 - (e) the conduct and management of the Association's premises;
 - (f) the upkeep, control and management of the Association's course;
 - (g) the use of the Association's course and amenities by members of the Association and by visitors;
 - (h) the green fees and other charges payable by members of the Association and by visitors;
 - (i) the reciprocal arrangements by which Association members can play other golf courses and members of other golf clubs can play the Association's course;
 - (j) the regulation and control of play in sporting matches and competitions held on the Association's course and premises;
 - (k) the enforcement of the by-laws;
 - (l) the establishment or promotion of any association or club in furtherance of the objects of the Association under these Rules, and the administration, control, operation, and liquidation of any association or club so established;
 - (m) the conditions under which persons (generally or of particular description) may be admitted to any association or club established in furtherance of the objects of the Association under these Rules, and may utilise the Association's course and amenities.
 - (n) the conditions under which a local branch of the Association shall function; and
 - (o) the conditions under which persons may be admitted as social members and utilise the Association's clubhouse amenities.
- (3) The making of a by-law shall be notified by the display of notice thereof, and of the contents of the by-law, for a period of at least 28 days on the notice board or other prominent place in the Association's premises. Upon such notice being put on display the by-law shall become binding upon all persons to whom it is applicable and shall be observed by them.

ALTERATION OF RULES

24. Subject to the provisions of the Associations Incorporation Act 1981, these Rules may be amended, rescinded or added to by a special resolution of any Annual or Special Meeting. No such amendment, rescission or addition shall be valid unless it is registered by the Chief Executive of the Department or Authority administering the Act.

Any proposed special resolution shall be given to the Secretary at least 28 days prior to the date of the meeting.

COMMON SEAL

25. The Board of Directors shall provide for a Common Seal and its safe custody. The Common Seal shall only be used by the authority of the Board and every instrument to which the seal is affixed shall be signed by a member of the Board and shall be countersigned by the Secretary or by a second member of the Board or by some other person appointed by the Board.

FUNDS AND ACCOUNTS

26. (1) The funds of the Association shall be banked in the name of the Association in such bank as the Board of Directors directs.
- (2) Proper books and accounts shall be kept and maintained in the English language showing correctly the financial affairs of the Association and the particulars usually shown in books of a like nature.
- (3) All moneys shall be banked as soon as practicable after their receipt.
- (4) All cheques and other negotiable instruments drawn on behalf of the Association shall be signed by any two of the President, Director of Finance, other officer or Secretary of the Association.
- (5) The monetary level at which amounts due shall be paid by cheque shall be as determined by the Board of Directors from time to time. All cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupments, which may be open.
- (6) The Board of Directors shall determine the amount of petty cash which shall be kept on the imprest system.
- (7) All expenditure shall be approved or ratified at a Board of Directors meeting and all payments on behalf of the Association shall be made by order of the Board upon an account certified as correct for payment by the Chairperson of the sub-committee that is responsible for the matter to which the account refers.
- (8) The Secretary shall keep the accounts of the Association and a record of all monies received and disbursed and submit the same to the Director of Finance who shall report on the financial position of the Association to each ordinary meeting of the Board of

Directors, and at other times to the President or to the Board as the President or the Board requires of him.

- (9) As soon as practicable after the end of each financial year the Director of Finance shall cause to be prepared a statement containing particulars of -
 - (a) the income and expenditure for the financial year just ended; and
 - (b) the assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year.
- (10) All such statements shall be examined by the Auditor who shall present his report on such audit to the Secretary prior to the holding of the Annual Meeting next following the financial year in respect of which the audit was made.
- (11) The income and property of the Association whencesoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out in these Rules and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Association; Provided that nothing herein contained shall prevent the payment in good faith of interest to any such member in respect of moneys advanced by him to the Association or otherwise owing by the Association to him or the payment of remuneration to any employees of the Association or to any member of the Association or other person in return for any services actually rendered to the Association; Provided further that nothing herein contained shall be construed to prevent the payment or repayment to any member of out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Association or reasonable and proper rent for premises demised or let to the Association.
- (12) No member of the Association is entitled to any benefit or advantage from the Association that is not available to every member of the Association.

INDEMNITY

27. (1) Every member of the Board of Directors, the Secretary and every other employee of the Association, and every member of the Association authorised by the Board to engage in the Association's affairs shall be indemnified by the Association to the extent permitted by this sub-rule.

The Board shall pay from the Association's funds all costs, losses, damages and expenses for which any such person becomes liable because of a contract or omission made, or act done, in the course of his duly engaging in the Association's affairs.

A person is not entitled to be indemnified under this sub-rule in respect of costs, losses, damages or expenses due to his wilful act or default.
- (2) The amount for which an indemnity is duly given under sub-rule (1) attaches as a lien on the Association's property and, as between members of the Association, has priority over all other claims.
- (3) A person referred to in sub-rule (1) does not incur liability on account of loss or damage suffered by the Association due to his duly engaging in the Association's affairs except loss or damage caused by his wilful act or default.

DAMAGE TO PROPERTY

28. A person breaking or otherwise damaging property of the Association shall pay such sum as may be adjudged by the Board of Directors sufficient to cover the damage.

SALE OF LIQUOR

29. (1) The Association shall not sell or supply liquor or suffer liquor to be consumed on its licensed premises at any time other than on such days and during such hours as are stipulated in and permitted under the provisions of the Liquor Act 1992.
- (2) The Association shall not sell or supply liquor for consumption elsewhere than on its licensed premises or permit or suffer liquor to be carried away from its licensed premises other than as provided for under the provisions of the Liquor Act 1992.
- (3) No payment shall be made to any officer, the Secretary or employee of the Association, by way of commission or allowance from or upon the receipts of the Association for liquor sold or supplied or from any other source whatsoever.
- (4) The Association shall not sell or supply liquor or permit or suffer liquor to be consumed on its licensed premises by a person under or apparently under the age prescribed by the Liquor Act 1992 as the age under which persons may not consume liquor in licensed premises, a person in a state of intoxication, an habitual drunkard, a mentally ill person, or a person reasonably suspected to be mentally ill, or a prohibited person.

DOCUMENTS

30. The Board of Directors shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

FINANCIAL YEAR

31. The financial year of the Association shall close on 30th September in each year.

INTERPRETATION CLAUSE

32. In these Rules, unless the context indicates to the contrary -

"Annual Meeting" means an Annual General Meeting of the Association.

"Association" means Nudgee Golf Club Incorporated.

"Board of Directors" means the Board of Directors as constituted for the time being by the Association.

"branch" means any number of members of the Association who have a separate fund administered by themselves or by a committee or officers appointed by themselves.

"Board of Directors meeting" means a meeting of the Board of Directors.

"financial year" means the period commencing on the first day of October in one year and ending on the thirtieth day of September in the next following year.

"month" means calendar month.

"officer" means a member of the Board of Directors.

"person" means any individual, body corporate or other entity recognised in law.

"prescribed" means provided for by or pursuant to these Rules.

"Secretary" means the Secretary, Honorary Secretary or General Manager for the time being of the Association.

"Special Meeting" means a General Meeting of the Association other than the Annual Meeting.

"unincorporated association" means the entity known as "Nudgee Golf Club".

"writing" includes every means of recording words or figures on paper or other material so that they may be read.

Words importing the masculine gender include the feminine gender.

Words importing the singular number include the plural.

Words importing the plural number include the singular.

A derivative of a word to which a meaning is assigned by this rule has in these Rules a corresponding meaning.

DISTRIBUTION OF SURPLUS ASSETS

33. (1) The Association may be wound-up as provided by the Associations' Incorporation Act 1981.
- (2) If, upon winding-up of the Association, surplus assets remain after payment of its debts and liabilities, the assets shall not be paid or distributed to the members of the Association, but shall be transferred, if consistent with any trusts affecting the assets, to some other association, club or organisation, whether incorporated or not, whose objects are wholly or in part similar to those of the Association and whose rules prohibit the distribution of its assets among its members to an extent at least as great as that imposed on the Association by rule 26 (1).
- (3) With a view to winding-up the Association an Annual or Special Meeting may determine, by a special resolution, the entity or entities satisfying the requirements of sub-rule (2) to which the Association's surplus assets shall be transferred.

If such a determination is made, then subject to any trusts affecting the assets, surplus assets shall be transferred in accordance with the determination.

NOTE:

The foregoing rules were adopted by:

- (a) Special Resolutions approved at a Special General Meeting held on the 11th day of April, 2001, amended at Annual General Meeting 18th day of December, 2001, Annual General Meeting 18th day of December, 2002, Annual General Meeting 9th day of December 2003, Annual General Meeting 7th day of December 2004, Annual General Meeting 9th day of December 2008, Annual general Meeting 13th day of December 2011, Annual general Meeting 11th day of December 2012, Annual general Meeting 16th day of December 2014, Annual general Meeting 15th day of December 2015

P J RIGBY
President

D. J. RICHARDS
General Manager