
NUDGEE GOLF CLUB INCORPORATED

BY-LAWS

Updated

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NUDGEE GOLF CLUB INCORPORATED

BY-LAWS

1. (a) The Board of Directors of Nudgee Golf Club Incorporated ("the Association"), in pursuance of the powers conferred by Rule 7.2 of the Association's Rules, hereby makes the following by-laws.
- (b) The making of a by-law shall be notified by the display of the by-law and its contents for a period of 28 days on the notice board or other prominent place in the Association's premises. The by-law will become effective immediately upon such placement.
- (c) An expression or a word, to which a meaning is assigned by the Association's Rules, when used in these by-laws, has a like meaning.

2. **SUB-CLASSES OF VOTING MEMBERSHIP**

(2.1) 7 -Day Voting Members

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 a 7-Day Voting Member, on payment of the prescribed entrance fee and all other fees then due and payable by them, may in accordance with Rule 3.4, be admitted to membership of the Association as a 7-Day Voting Member.

(2.2) 5 -Day Voting Members

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 a 5-Day Voting Member, on payment of the prescribed entrance fee, and all other fees then due, may, in accordance with Rule 3.4, be admitted to membership of the Association as a 5-Day Voting member. A 5-Day Voting Member has access to clubhouse amenities at all times when such access is available to Members, but cannot play the course on Saturday or Sunday.

(2.3) Intermediate Voting Members

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 and all other fees then due and may in accordance with Rule 3.4, be admitted to membership of the Association as an intermediate member.

3. SUB-CLASSES OF RESTRICTED MEMBERSHIP

(3.1) Associate Members – Closed Class

- (a) 7- Day Associate Members, except those referred to in (d) below, will as at 1st October 2019, be transitioned to 7-Day Voting Membership over a 2-year period. Fees will be increased on a pro-rata basis until equal to 7-Day Voting Membership Fees.
- (b) Senior Associate Members will, as at 1st October 2019, be transitioned to Senior Membership over a 2-year period. Fees will be increased on a pro-rata basis until equal to Senior Membership Fees.
- (c) 5- Day Associate Members, except those referred to in (d) below will, as at 1st October 2019, be transitioned to 5-Day Voting Membership over a 2-year period. Fees will be increased on a pro-rata basis until equal to Five Day Membership Fees.
- (d) At the discretion of the Board, 7-Day and 5-Day Associate Members over the age of 65 yrs. may apply to be exempted from transitioning to Voting Membership.

(3.2) Country/Limited Playing Members

Persons to whom membership of the Association is open and who -

- (a) Are currently Members of a golf club located outside the Brisbane Metropolitan area; and reside greater than 100 kilometres from the Nudgee Golf Club, or
- (b) Are currently Voting Members of the Association and are prevented from regularly playing golf by infirmity or other such cause considered sufficient by the Board

may, on payment of the prescribed entrance fee and all other fees, in accordance with rule 3.4, be admitted to membership as Country/Limited Playing Members. Such membership is conditional upon retention of the qualifications outlined in paragraphs (a) or (b) of this sub-rule.

- (c) A Country/Limited Playing Member is eligible to play in Association events, other than the President's Trophy Competition, Club Championships and Honour Board events.
- (d) A Country/Limited Playing Member is not entitled to play more than 12 games on the Association's course in any financial year.
- (e) A Country/Limited Playing Member may play additional social games on the Association's course upon payment of the member's guest rate.

(3.3) Member's Guest

- (a) 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 Member's Guest to the Association's course and premises and shall pay the associated green fees to play on the Association's Course. The Member's Guest must play with the nominating Member.
- (b) The Board of Directors may suspend the operation of paragraph (a) above for a period and under circumstances that it considers fit.

(3.4) Honorary Members

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.
- (d) An honorary member is not liable to pay an annual subscription on account of membership of the Association, but, if they use the Association's course, is liable to pay charges as are determined by the Board of Directors.
- (e) An Honorary Member is eligible to play in Association events, other than President's Trophy Competition, Club Championships and Honour Board events.
- (f) Honorary membership may be granted for periods of 12 months but no longer than 3 years or as approved by the Board. (except in the case of (c) which shall expire upon the cessation of employment). The Board shall review all honorary memberships on an annual basis.

(3.5) Temporary Members

Persons to whom membership of the Association is open and whose usual place of residence is greater than 100 kilometres from Nudgee Golf Club who desire 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.

A temporary member -

- (a) shall be furnished with evidence of membership of the Association for the period specified by the Board of Directors; and
- (b) is eligible to play in Association events, other than President's Trophy Competition, Club Championships and Honour Board events.
- (c) A nominee for Temporary Membership shall not pay an entrance fee. A temporary member shall pay a subscription fee equivalent to 30% of the annual subscription fee payable by an Ordinary Member.

(3.6) Social Members

- (a) Social Membership of the Association is open to any person of good character and repute who attained the age of 18 years and whose membership is, in the opinion of the Board of Directors, likely to be compatible with existing members of the Association.
- (b) Social Members may use the amenities of the clubhouse during hours the clubhouse is open but are not eligible to play on the Association's course by virtue of that membership.
- (c) Visitor's fees must be paid by any Social Member wishing to play on the Association's course.
- (d) The entrance and subscription fees for Social Members are those determined by the Board of Directors.

4. MEMBERSHIP & FEES BYLAWS

(4.1) Leave of Absence

Leave of absence may be granted upon application for a minimum period of three (3) months

(4.2) Subscription and Entrance Fees

- (a) A pro-rate subscription fee payable by a person admitted to membership after the expiry of one month is reduced by 1/12 for each completed month of the financial year for which the person was not a member.
- (b) Members shall be notified of the amount of the subscription and other charges due at least 30 days before the due date.
- (c) All subscriptions are payable in advance and shall be due on the first day of the financial year. Members may elect to pay subscriptions in two equal amounts, which shall be due on the first day of the financial year and the first day of the second half of the financial year. Members electing to pay by instalments shall be debited with an administration charge (as determined by the board) to cover additional administration work
- (d) Members failing to pay subscriptions due within 21 days of the prescribed date shall be given notice by email/or in writing. If no arrangement is entered into and the default continues for a further 14 days, such member shall be declared by the Board to no longer be a member of the Association.
- (e) Where a membership subscription paid by any person in respect of a period commencing 1st October is less than the amount subsequently approved at the next Annual General Meeting after that date, the additional amount shall become due on the following 1st April.
- (f) Members wishing to change sub-classes of membership may apply in writing to the Board of Directors and, if approved, may incur additional entrance fees and subscription fees.
- (g) 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.
- (h) 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 3.4 but without payment of a further entrance fee. If the Board approves such nomination, the payment of a further entrance fee or part thereof is at the discretion of the Board.
- (i) All Fee paying members (except Juniors) shall be eligible for a discount (as approved annually by the Board) of the prescribed annual subscription fees providing the fees are paid:
 - (a) on an annual basis; and
 - (b) on or before the first day of the club's financial year

such discount shall be in the form of a credit to the members Food and Beverage Account and must be used within the club's financial year. Any unused credit will be returned to the Association's Accounts at the end of that financial year.

(4.3) Fees for Playing on Association's Course

- a) Competition fees payable by persons participating in an Association event and playing fees payable by visitors for playing on the Association's course are those determined by the Board of Directors.
- b) A member of the Association whose name is recorded as entered for play in an Association event at a time prior to the date of the event and remains so recorded at 8am on the day prior to that event is liable to pay the fees payable for that event whether or not they play in that event. Fees may be deducted from the members Account.
- c) Failure to pay fees for which a person is liable under paragraph (b) may result, at the discretion of the Board, in their being ineligible to participate in an Association event until the liability is satisfied.

(4.4) Reciprocal Arrangements

Reciprocal arrangements by which the Association's members may play on other courses and members of other golf clubs may play on the Association's course may be made with individual clubs subject to the proviso those clubs charge the Association's members playing on their courses the reduced green and competition fees. Members of reciprocal golf clubs whose place of residence is within 100 kilometres of the Nudgee Golf Club must pay the visitors fees current at the time.

(4.5) Life Member Elections

The process for the election of Life Members (Rule 3.1.1 c) by Special Resolution:

- a) Nominations for Life Members using the Life Members' Nomination Form (Available from office).
- b) Nominees for Life Membership must be present or past Voting Members of the Association
- c) No more than one Life Member may be elected at any Annual General Meeting (Rule 3.1.1c, x)
- d) A secret ballot vote will then be held on that Special Resolution.
- e) In accordance with the Rules of the Association, the passing of a Special Resolution requires at least 75% of the votes of members who are present and voting.

5. BOARD OF DIRECTORS

- (a) The Board of Directors of the Association consists of:
 - (i) President
 - (ii) Captain
 - (iii) Finance Director
 - (iv) Further 2 Directors
- (b) Members are not qualified to stand for any role on the Board unless they have been a Voting Member of the Association for more than 12 months and have paid all moneys owing by them under the Rules of the Association as at 1st October in the calendar year in which the election takes place.
- (c) A member is not eligible to hold more than one office on the Board of Directors at the same time.
- (d) Members are not qualified to stand for election as Director of Finance unless they are
 - (i) a member of the Institute of Chartered Accountants of Australia or the Australian Society of Certified Practising Accountants or

- (ii) a member whom the board considers, on reasonable grounds, to have qualifications and/or experience appropriate for the competent discharge of the functions of that office.
- (e) The Secretary of the Board shall be the duly appointed General Manager.
- (f) The board shall meet on a monthly basis.
- (g) Only the President, the Captain, or an authorized representative of the Board are to speak on matters pertaining to NGC to media entities and the public.
- (h) NGC and its members must conduct all Club business (including, without limitation, the election of Board members) in private, not in public or deliberately under media attention.
- (j) The Board of Directors shall appoint delegates to represent the Association for any purpose, with such powers as the Board thinks fit.

6. **ELECTIONS OF BOARD OF DIRECTORS**

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 (up to 3) 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 -
 - President
 - Captain
 - Director of Finance
 - Directors.Each voting paper shall be in a form approved by the Board and shall be certified by the Returning Officer.

- (f) The Secretary shall, at least 14 days prior to the date of the Annual Meeting, 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) Member shall mark the voting papers by placing an X in the square opposite the name of the candidate standing for each office for which they wish to vote. Where there is more than one position available (e.g. 2 Directors), members shall place an X in squares opposite the names of the two candidates for which they wish to vote.
- (h) If there is only one candidate for a position, Rule 5.2.1 (i) applies and the ballot paper for the office must have two boxes – one in favour and one against the appointment of the only candidate and the majority of voting members must approve the appointment.
- (i) 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 General Meeting.
- (j) The Returning Officer and the 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 votes received by each candidate standing for 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) 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) 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. The President shall read this statement to the Annual Meeting.

- (n) The Returning Officer shall, immediately 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 and shall securely fasten and seal up the packet and deliver it to the newly elected President of the Association. The President shall keep the same for 1 month before it can be destroyed. Should any candidate wish to view the documents, they may request the President to view the documents in the presence of the Secretary and one other person.
- (o) If, at an Annual Meeting, no member is elected to fill a particular office on the Board of Directors, a Casual vacancy is deemed to occur and Rule 5.4 applies.

7. CODE OF CONDUCT

7.1 Board Members

- (a) All Board Members are required to sign the Nudgee Golf Club 'Director's Code of Conduct' at the first Board meeting following the Annual General Meeting or upon appointment as a Board Member.
- (b) The Board shall, prior to calls for formal nomination, conduct a Board Familiarisation seminar for candidates.
- (c) Attendance is a requirement for candidacy and is noted on published voting material sent to members.

7.2 Members

- (a) All members of the Association are bound by the Association's Rules, By-Laws and Code of Conduct.
- (b) Any breach of these will be dealt with under Rule 3.5.3.

8. LADIES EVENTS COMMITTEE

The Ladies Events Committee exists to liaise with the Operations team to ensure the smooth and efficient running of competition events including assisting in the development of the yearly calendar of events,
Co-ordinating the Ladies Pennants teams and co-ordinating the associated social functions for the ladies

9. JUNIOR CONVENOR

The Junior Yearly Golf Calendar of events shall be developed and co-ordinated by a Junior Convenor appointed by the Board of Directors of the Association.

10. CLUB CHAMPIONSHIPS

10.1 Tied Scores

- (a) In the Club Championships over 72 holes of stroke play and the Nudgee Cup over 18 holes of stroke play, the winner shall be determined by a play off over 18 holes of stroke play;
- (b) After the play off round stipulated in para (a) has been played, stroke play shall continue over holes determined by the Match Committee of the Day,

players being eliminated hole by hole as they fail to maintain equality with other players until the winners or qualifiers are determined;

- (c) Occurring in the quarter finals, semi finals and finals of the Association's Matchplay Championships under match play rules play shall continue over holes determined by the Match Committee of the Day, until the winner is determined.

11. INTERCLUB COMPETITIONS (AMITEE, KINGAROY etc.)

- (a) All non-Nudgee members who wish to represent Nudgee Golf Club in an inter-club event must apply to the Board for permission to play in that event.
- (b) The Board reserves the right to refuse permission, or place such conditions that the Board deem necessary, on the applicant.
- (c) Visitors are not part of the calculation for interclub Trophy.
- (d) Visitors cannot win any individual prize
- (e) Visitors may win ball rundown and novelty prize.
- (f) Where Nudgee Golf Club provides bus transport, there may be fees payable for the bus trip for members or visitors.

12. MOTORISED BUGGIES

- (a) The use of motorised buggies on the Association's course is subject to course conditions and is at the discretion of the General Manager
- (b) The use of approved motorised buggies is permissible in all events.
- (c) The Club will establish a Register of Members, who are eligible as stipulated in the Licence Agreement, in chronological order of submission of a request for a storage bay. Upon a vacancy of a bay, the member whose name was first placed on the list, will be contacted and shall have 14 days to sign the stipulated Licence Agreement and move a motorised buggy into the facility.
Failure to do so will result in the vacant bay being offered to the next person on the register and the member who declined the offer will have his name removed from the register. He may reapply to be added to the register.

The storage bays cannot be traded or otherwise change hands except as set out in the Licence Agreement.

13. DAMAGE TO PROPERTY

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

14. USE OF NGC INTELLECTUAL PROPERTY AND LOGO

The use of NGC intellectual property and Logo or any publication by any member, employee or business is not permitted for any purpose without the written authorisation of the Board of Directors or their authorised representative. Penalties for a breach of this by law are as set out in Rule 3.5.3 of the Rules.

15. COURSE REDEVELOPMENT

- a) Upon the decision by the board of Directors to commence construction of the redevelopment of the course, members are to be advised of the total budget for the proposed redevelopment work including, the sub totals for each stage of development and including the contingency provision for risk
- b) A cost report for the redevelopment work is to be communicated to members at least every 3 months during redevelopment, showing expenditure to date against budget for each stage together with the updated forecast final cost for the total development. The cost report is to include a graphical representation of expenditure to date versus budget and actual physical progress achieved versus budget.

16. PATRON

The Patron of the Association shall be appointed at the Annual General Meeting for a period of Two years coinciding with Board elections.

P J RIGBY
President

D RICHARDS
General Manager