



# **RULES**

**WOLSTON PARK GOLF CLUB INCORPORATED**

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**RULES**  
**OF**  
**WOLSTON PARK GOLF CLUB INCORPORATED**

Effective from the 6<sup>th</sup> of December 1989 being the date of the issue  
of the Certificate of Incorporation under  
the provisions of the Associations Incorporation Act, 1981.

Originally adopted as Rules of the Wolston Park Golf Club at an  
Extra-ordinary General meeting of the members held on the 22<sup>nd</sup>  
October 1993.

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General Meeting 16<sup>th</sup> February 2016.  
Passed by the Office of Fair Trading 3<sup>rd</sup> June 2016.

Dated 3<sup>rd</sup> June 2016

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**CONTENTS**

<b><u>Rule No.</u></b>	<b><u>Title</u></b>	<b><u>Page No.</u></b>
1.	Name and Colours	4
2.	Objects of the Association	4
3.	Powers of the Association	4-6
4.	Membership	6-9
5.	Members Applications	9
6.	Membership Fees	9
7.	Admission and Rejection of Members	10
8.	When Membership Ends	10
9.	Appeal Against Rejection or Termination of Membership	11
10.	Leave of Absence as Opposed to Resignation	11
11.	Re-Admission	11
12.	Register of Members	12
13.	Office Bearers	12
14.	Handicapper	12
15.	Ex-Officio	13
16.	Executive Management Committee	13
17.	Management Committee	13
18.	Election of Office Bearers, Handicapper and Management Committee	13-14
19.	Vacancies on the Management Committee	14
20.	Powers of the Management Committee	15
21.	Functions of the Management Committee	15-16
22.	Meetings of the Management Committee	16-17
23.	Delegation of Management Committee without Meeting	17
24.	Acts not Affected by Defects or Disqualification	18
25.	Resolutions of Management Committee without Meeting	18
26.	Patron	18
27.	Manager	18-19
28.	Secretary	19
29.	Auditor	20
30.	Subsequent Annual General Meeting	20
31.	Business to be Conducted at Annual General Meeting	20
32.	Special General Meeting	20
33.	Notice of General Meeting	21
34.	Quorum for, and Adjournment of, General Meeting	21-22
35.	Procedure at General Meeting	22
36.	By-Laws	23
37.	Alteration of Rules	23
38.	Common Seal	23
39.	Funds and Accounts	24
40.	Documents	25
41.	Financial Year	25
42.	Distribution of Surplus Assets to another Entity	25
Appendix I	Interpretation of Terms	26
Schedule I	Conduct of Postal Ballot	27-30

**1. NAME AND COLOURS**

1. The name of the Incorporated Association is WOLSTON PARK GOLF CLUB INCORPORATED (“the Association”).
2. The colours shall be Green and Gold.

**2. OBJECTS OF THE ASSOCIATION**

The objects of the Association are:

- a) To promote the game of golf; and
- b) To promote and encourage membership of the Association; and
- c) To provide and maintain from the funds of the Association a suitable golf course, club house and other facilities for the members and their guests; and
- d) To encourage and support other individuals and organisations (including companies, trusts, charitable bodies and Associations whether incorporated or unincorporated) with compatible objects; and
- e) To encourage contributions from individuals and organisations (including companies, trusts, charitable bodies and Associations whether incorporated or unincorporated) with compatible objects; and
- f) The doing of all such other acts and things as are conducive or incidental to the above mentioned objects; and
- g) The Association shall not be carried on for the purpose of profit or gain to its individual members, and no distribution whether in money, property or otherwise shall be made to its members.

**3. POWERS OF THE ASSOCIATION**

1. The Association has the powers of an individual
2. Without limitation of the powers set out in rule 3.1 the Association shall have the power to:
  - a) issue secured and unsecured notes, debentures and debenture stock for the Association
  - b) appoint, employ, remove or suspend such managers, clerks, secretaries, employees and other persons as may be necessary or convenient for the purpose of the Association; and
  - c) buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members, visitors and guests; and
  - d) purchase, sell, hire, take on lease, lease out, exchange, trade or otherwise deal in plant, machinery and equipment necessary for the development, improvement and maintenance of the buildings, grounds and conveniences of the Association; and

- e) subscribe to, become a member of, and cooperate with any other association, club or organization, whether incorporated or not, whose objects are altogether or in part similar to those of the Association; and
- f) amalgamate with any one or more incorporated associations having objects altogether, or in part, similar to those of the Association and which shall 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 upon the Association under or by virtue of these Rules; and
- g) purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorized to amalgamate; and
- h) 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 authorized to amalgamate; and
- i) purchase, take on lease or in exchange, take any gift, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purpose of, or capable of being conveniently used in connection with any of the objects of the Association; provided that where the Association takes or holds any property which may be 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; and
- j) 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; and
- k) construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated to advance directly or indirectly the Association's interests. To also contribute to, subsidize or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof; and
- l) 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, or any money due to the Association from purchasers and others; and
- m) invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit; and
- n) borrow or raise money either alone or jointly with any person or legal entity 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 or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, lien or other security upon the whole or any part of the Association's property or assets present or future and to purchase, redeem or pay-off any such securities; and
- o) draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange and other negotiable or transferable instruments; and
- p) make donations for patriotic, charitable or community purposes; and
- q) institute, prosecute and compromise legal proceedings; and

- r) do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.
- s) to conduct a postal ballot.

#### 4. **MEMBERSHIP**

1. The classes of membership of the Association shall be:

- LIFE
- ORDINARY
- CORPORATE
- HONORARY ANNUAL
- SENIOR
- SIX DAY
- FIVE DAY
- SOCIAL
- JUNIOR
- PROVISIONAL
- INTERMEDIATE
- CORPORATE MEMBERSHIP

2. Definition of Membership Classes

The various classes of membership, as listed in these Rules, are defined as follows: -

##### **LIFE**

On the recommendation of the Management Committee, life membership (exempt from the payment of entrance fee and subscription) may be granted by resolution passed at a General Meeting by a majority of the Golfing Members present and entitled to vote at the meeting.

Life members shall be entitled to the same privileges and shall be bound by the Rules of the Association in the same manner as Ordinary members.

The Management Committee must provide the General Meeting with the following details –

- a) The date the member became a member of the Association.
- b) The type and length of continuous service given to the Association.
- c) Distinguished achievements gained by the Association through the members personal efforts.

### **ORDINARY**

Any person who is eligible for Ordinary membership of the Association under these Rules may be elected in accordance with the provisions herein contained as a Golfing Member of the Association.

### **HONORARY ANNUAL**

The President of the Queensland Golf Union the President of the Brisbane and District Golf Association, the President of the Queensland Ladies Golf Association, the President of the Brisbane and District Ladies Golf Association, any person distinguished by services rendered to the game of golf in the State or National sphere, the Manager of the Association and any other person as the Management Committee may from time to time decide may be elected by the Management Committee as Honorary Annual members of the Association.

### **SENIOR**

Any member of the association will become a Senior Member at the commencement of the next Financial Year after having attained the age of sixty (60) years.

### **SIX DAY**

Six Day members shall be entitled to play only from Sunday to Friday inclusive.

### **FIVE DAY**

Five Day members shall be entitled to play only on Monday to Fridays inclusive.

### **SOCIAL**

Social members shall be entitled to the privileges and use of the amenities of the club house only and not those amenities relating to the golf course.

### **JUNIOR**

Persons under the age of eighteen (18) years may be admitted as Junior members of the Association.

Junior members shall be permitted to play on the course and use the facilities of the non-licensed portion of the club house and participate in Association competitions upon such terms and conditions and subject to such restrictions on payment of such fees as the Management Committee may from time to time determine.

Junior members shall not be permitted to purchase or be supplied with or consume alcoholic liquor on the Associations premises

Junior members shall be subject to the Rules of the Association and on attaining the age of Eighteen (18) years shall become Intermediate members of the Association

### **PROVISIONAL**

Persons desirous of membership of the Association in any class of membership where no vacancy exists in that class of membership may be admitted as a Provisional member in that class. Provisional members shall be entitled to such limited use of the Association golf course club house, and premises of the Association and shall be subject to other such restrictions as the Management Committee may from time to time determine. Subject to the approval of the Management Committee, Provisional members shall be transferred to full membership in their respective class as and when vacancies occur and in the order of priority in which they were elected as Provisional members.

### **INTERMEDIATE**

Intermediate members shall be persons eighteen (18) to thirty(30) years of age, inclusive.

### **CORPORATE MEMBERSHIP**

Any Corporate Body or Registered Company by application, election and payment of the prescribed fees, as determined by the Management Committee may be admitted to the category of Corporate Membership in accordance with the Rules.

The Corporate Body or Registered Company admitted to Corporate membership shall be entitled to the following benefits:-

- a) One (1) Nominee (Corporate Member) shall have the same rights, privileges and conditions of any Ordinary Member; except that the Nominee shall not be entitled to vote at Association Meetings, and
- b) Ten (10) Nominees with the rights, privileges and conditions of a Social Member; and
- c) the waiving of daily green fees for One Hundred and Twenty (120) games of Social golf as Corporate days at the times and days approved by the Management Committee.

The Corporate Body and Registered Company and its Nominees shall be subject to the Rules.



The Corporate Body and Registered Company shall be responsible for notification in writing to the Secretary of details of Nominees and changes thereto in accordance with the Association's Rule 9. No changes of Nominee shall be valid until the same have been submitted to and approved by the Management Committee.

3. The Management Committee shall have the power to limit, from time to time, the number in each class of membership.
4. Life, Ordinary, Senior, Six Day and Five Day members are collectively here and after referred to as 'Golfing Members'.
5. Golfing members shall be the only members entitled to attend and vote at any Extraordinary General Meeting or Annual General Meeting of the Association, hold the position of alt office bearer, hold office on the Management Committee or otherwise take part in management or conduct of the Association's affairs and shall be entitled to all of the privileges connected therewith.

#### **5. MEMBERSHIP APPLICATIONS**

1. An applicant for membership of the Association must be proposed by one (1) member of the Association (the "proposer") and seconded by another member (the "seconder").
2. An application for membership must be:
  - a) in writing; and
  - b) signed by the applicant and the applicant's proposer and seconder; and
  - c) in the form decided by the Management Committee.

#### **6. MEMBERSHIP FEES**

The membership fee for each class of membership—

- a) is the amount decided by the Management Committee from time to time; and
- b) is payable when, and in the way, the Management Committee decides.

**7. ADMISSION AND REJECTION OF MEMBERS**

1. The Management Committee must consider an application for membership at the next meeting of the committee held after it receives:
  - a) the application; and
  - b) the appropriate membership fee for the application.
2. The Management Committee must decide at the meeting whether to accept or reject the application.
3. If a majority of the Management Committee members present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member to the class of membership applied for.
4. The Secretary of the Association must, as soon as practicable after the Management Committee decides to accept or reject an application, give the applicant written notice of the decision.

**8. WHEN MEMBERSHIP ENDS**

1. A member may resign from the Association by giving a written notice of resignation to the Secretary.
2. The resignation takes effect on:
  - a) the day and at the time the notice is received by the Secretary; or
  - b) if a later day is stated in the notice, the later day.
3. The Management Committee may terminate a member's membership if the member has membership fees in arrears for at least two (2) months.
4. The Management Committee may terminate a member's membership if the member:
  - a) is convicted of an indictable offence; or
  - b) does not comply with any of the provisions of these Rules; or
  - c) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the Association

Before the Management Committee terminates a member's membership under this Rule, the Committee must give the member an opportunity to show why their membership should not be terminated.

After considering all representations made by the member, the Management Committee must cause the Secretary to give written notice to the member of its decision.

**9. APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP**

1. A person whose application for membership has been rejected, or whose membership has been terminated, may give the Secretary written notice of the persons intention to appeal against the decision.
2. A notice of intention to appeal must be given to the Secretary within 1 month after the person receives written notice of the decision.
3. If the Secretary receives a notice of intention to appeal, the Secretary must, within 3 months after the day of receipt, call a general meeting to decide the appeal,
4. At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
5. The Management Committee and the committee members who rejected the application or terminated the membership must be given an opportunity to show why the application should be rejected or the membership should be terminated.
6. An appeal must be decided by a vote of the Golfing Members present at the meeting and entitled to vote.
7. If a person whose application has been rejected does not appeal against the decision within 1 month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the Secretary must, as soon as practicable, refund the application fee paid by the person.

**10. LEAVE OF ABSENCE AS OPPOSED TO RESIGNATION**

The Management Committee may, at its discretion, grant a Golfing Member leave of absence for periods of international travel, business, hospitalisation or accident immobility, etc.

**11. RE-ADMISSION**

1. An application for re-admission by a former member of the Association, who has previously paid a nomination fee and has paid up all arrears and subscriptions may, subject to the provisions relating to membership and election, be submitted for membership.
2. A member re-admitted to the Association shall pay all fees, subscriptions and levies and take priority as a new membership applicant.

**12. REGISTER OF MEMBERS**

1. The Management Committee must keep a register of members,
2. The register of members must include the following particulars for each member:
  - a) the full name and residential address of the member;
  - b) the date of admission as a member;
  - c) the date of death or resignation of the member;
  - d) details about the termination or reinstatement of membership;
  - e) any other particulars the Management Committee or the members at a general meeting decide.
  - f) the financial status of the Member.
3. The register must be open for inspection by any member who has previously made a written application to the Secretary.

**13. OFFICE BEARERS**

1. The following Office Bearers of the Association shall be elected by Postal Ballot conducted in accordance with Schedule 1 of these Rules unless a Ballot is not necessary. The Result of such Election shall be declared at the Annual General Meeting:
  - a) President
  - b) Vice President
  - c) Captain
  - d) Vice Captain
  - e) Treasurer
2. All Office Bearers shall be Golfing Members of at least one (1) years membership of the Association as at the date of nomination for election as Office Bearer.

**14. HANDICAPPER**

The Management Committee shall from time to time appoint a person to assume the role of Handicapper and to appoint the Members of sub-committee to be chaired by the Handicapper if necessary.

**15. EX-OFFICIO**

The President, Vice President, Captain, Vice Captain and Treasurer shall be ex-officio members of the Management Committee and of all sub-committees of the Association.

**16. EXECUTIVE MANAGEMENT COMMITTEE**

The Office Bearers of the Association shall form the Executive Management Committee of the Association. The Executive Management Committee shall supervise the day to day running of the affairs of the Association.

**17. MANAGEMENT COMMITTEE**

- a) There shall be a Management Committee which shall consist of ex-officio members as hereinbefore provided and the three (3) elected members, one (1) of which is to be known as "LADY MEMBERS REPRESENTATIVE".
- b) The members of the Management Committee, including the ex-officio members shall be elected by Postal Ballot conducted in accordance with Schedule 1 of these Rules unless a Ballot is not necessary. The Result of such Election shall be declared at the Annual General Meeting.
- c) all Members declared elected at the Annual General Meeting shall hold Office until the closure of the next Annual General Meeting.

**18. ELECTION OF OFFICE BEARERS AND MANAGEMENT COMMITTEE**

The following provisions shall apply to the nomination and election of Office Bearers and members of the Management Committee: -

- a) no candidate shall be eligible for election unless that person shall be a Golfing Member of one (1) or more years standing in the Association.
- b) at least thirty-five (35) clear days before the date determined by the Management Committee for holding of the Annual General Meeting, the Secretary shall notify members that nominations may be made of candidates for positions as Office Bearers or membership of the Management Committee for the ensuing year by affixing a notice to that effect to the notice board of the Association.
- c) nominations shall be lodged with the Secretary not later than 6:00 pm on the twenty-first (21) day before the Annual General Meeting. A member may nominate for one (1) Officer Bearer position or for one (1) position as a member of the Management Committee.
- d) nominations must be made in writing and signed by two (2) members (one being the proposer and one being the seconder). Such nomination shall have endorsed thereon the consent in

- writing of the nominee therein named to act if elected. The nominations shall be posted in the club house at least fourteen (14) clear days prior to the date of the Annual General Meeting.
- e) any candidate so nominated desiring to withdraw from the election may do so by notice in writing to the Secretary prior to the specified closing time for nominations and such withdrawal shall operate in every way as if such candidate had not been nominated.
  - f) nominees for positions as Office Bearers or on the Management Committee plus their respective proposers and seconders must be financial at 6:00 pm on the twenty-first (21) day before the Annual General Meeting.
  - g) the names on the ballot papers shall be printed in an order decided by lot.
  - h) whenever the number of candidates who receive an equal number of votes exceeds the number of vacancies to be filled, the President of the Annual General Meeting shall have a second or casting vote for as many candidates as there are vacancies to be filled. A tied vote for the position of President shall be determined by the vote of the Returning Officer.
  - i) where there are either insufficient or no nominations received for positions on the Management Committee then such positions shall be declared vacant and filled in accordance with Rule 19.
  - j) where, following the closure of nominations, there are positions which are not to be contested, then the postal ballot shall advise the details of these positions and the successful nominee and the postal ballot shall be conducted in respect of the remaining contested positions.
  - k) only Golfing Members who are financial as at the last day of the Calendar Month immediately preceding the date upon which nominations for positions on the Management Committee close shall be entitled to vote in such postal ballot.

**19. VACANCIES ON THE MANAGEMENT COMMITTEE**

1. Any vacancy in the Management Committee shall be filled by the Management Committee. Every member so chosen shall retain office only as long as the vacating member would have done if no vacancy had occurred.
2. Any member of the Management Committee who:
  - a) is convicted of an Indictable Offence and
  - b) becomes bankrupt, insolvent or compounds with Creditors; or
  - c) is absent without leave of the Management Committee from all meetings of the Management Committee for three (3) consecutive months, shall vacate the position, unless in the second and third cases the disqualification shall be dispensed with in any special case by a resolution of the Management Committee.
3. The seat of any member of the Management Committee who shall die or who shall, in writing, signify the desire to resign may be declared vacant by the Management Committee, who may appoint a successor to hold office until the ensuing Annual General Meeting.

**20. POWERS OF THE MANAGEMENT COMMITTEE**

The business and general affairs of the Association shall be under the management of the Management Committee. In particular, but without derogating from the general powers hereinbefore conferred, the Management Committee shall also have power from time to time:

- a) to appoint from among their number or other members of the Association, sub-committees, to act for any purpose, which from time to time they may think desirable, and to delegate to any sub-committee such powers as they may think fit and any such appointments or delegation from time to time revoke or alter;
- b) to appoint any delegate or delegates to represent the Association for any purpose with such powers as may be thought fit.
- c) to authorise the reimbursement to any Member of the Management Committee of expenses incurred by such Member on behalf of the Club or as previously authorised by the Management Committee as being in the performance of the duties as a Member of the Management Committee.

**21. FUNCTIONS OF THE MANAGEMENT COMMITTEE**

1. Subject to these Rules or a resolution of the Association members carried at a general meeting, the Management Committee has:
  - a) the general control and management of the administration of the affairs, property and funds of the Association; and
  - b) authority to interpret the meaning of these Rules and any matter relating to the Association on which the Rules are silent.
2. The management committees may exercise the powers of the Association:
  - a) to borrow, raise or secure the payment of amounts in a way the Association members decide; and
  - b) to secure the amounts mentioned in paragraph (a) 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, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Association's property, both present and future; and
  - c) to purchase, redeem or pay off any securities issued; and
  - d) to borrow amounts from members and pay interest on the amounts borrowed; and
  - e) to mortgage or charge the whole or part of the Association's property; and
  - f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association; and
  - g) to provide and pay off any securities issued; and
  - h) to invest in a way the members of the Association may from time to time decide; and
  - i) For subrule 21. 2d), the rate of interest must not be more than the current rate being

- charged for overdrawn accounts on money lent (regardless of the term of the loan) by the financial institution for the Association; or
- j) if there is more than one (1) financial institution for the Association the financial institution nominated by the Management Committee.

**22. MEETINGS OF MANAGEMENT COMMITTEE**

1. Subject to subrules 1. to 16. the Management Committee may meet and conduct its proceedings as it considers appropriate.
2. The Management Committee must meet at least once every 2 months to exercise its functions,
3. The Management Committee must decide how a meeting is to be called.
4. Notice of a meeting is to be given in the way decided by the Management Committee.
5. If the Secretary receives a written request signed by at least 33% of the Management Committee Members, the Secretary must call a special meeting of the Management Committee.
6. A request for a special meeting must state:
  - a) why the special meeting is called; and
  - b) the business to be conducted at the meeting.
7. At a Management Committee meeting, more than 50% of the members elected or appointed to the Management Committee as at the close of the last general meeting of the members form a quorum.
8. A question arising at a Management Committee meeting is to be decided by a majority vote of committee members present at the meeting and, if the votes are equal, the question is decided in the negative.
9. A Management Committee member must not vote on a question about a contractor proposed contract with the Association if the member has an interest in the contract or proposed contract, and if the member does vote the member's vote must not be counted.
10. The Secretary must give each Management Committee member at least seven (7) days notice of a special meeting of the committee called in accordance with subrule 5 of this Rule.
11. A notice of a special meeting must state:
  - a) the day, time and place of the meeting; and
  - b) the business to be conducted at the meeting.



12. The President or, if there is no President or if the President is not present then ten (10) minutes after the time fixed for a Management Committee meeting, the Vice-President is to preside as Chairperson at the meeting.
13. If the President and the Vice-President are absent from a Management Committee meeting, the members may choose one (1) of their number to preside as Chairperson at the meeting.
14. If a quorum is not present within 30 minutes after the time fixed for a Management Committee meeting called on the request of committee members, the meeting lapses.
15. If a quorum is not present within 30 minutes after the time fixed for a Management Committee meeting called other than on the request of Management Committee Members, the meeting is to be adjourned to:
  - a) the same day, time and place in the next week; or
  - b) a day, time and place decided by the Management Committee.
16. If, at an adjourned meeting mentioned in subsection (15) a quorum is not present within 30 minutes after the time fixed for the meeting, the meeting lapses.

**23. DELEGATION OF MANAGEMENT COMMITTEE POWERS**

1. The Management Committee may delegate the whole or part of its powers to a subcommittee consisting of the Association members considered appropriate by the Management Committee.
2. A subcommittee may only exercise delegated powers in the way the Management Committee decides.
3. A subcommittee may elect a Chairperson of its meetings.
4. If a Chairperson is not elected, or if the Chairperson is not present within ten minutes after the time fixed for a meeting, the members present may choose one (1) of their number to be Chairperson of the meeting.
5. A subcommittee may meet and adjourn as it considers appropriate.
6. A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

**24. ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS**

1. An act performed by the management committee, a subcommittee or a person acting as a member of the Management Committee is taken to have been validly performed.
2. Subrule 1 applies even if the act was performed when:
  - a) there was a defect in the appointment of a member of the management committee, subcommittee or person acting as a member of the management committee; or
  - b) a Management Committee member, subcommittee member or person acting as a member of the Management Committee was disqualified from being a member.

**25. RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING**

1. A written resolution signed by each member of the Management Committee for the time being entitled to receive notice of a committee meeting is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.
2. A resolution mentioned in subrule 1 may consist of several documents in like form, each signed by 1 or more members of the committee.

**26. PATRON**

At each Annual General Meeting the members may appoint a Patron for the period until the next Annual General Meeting. Any vacancy in the position of Patron may be filled by the Management Committee.

**27. MANAGER**

1. The Manager, and if there shall be no Manager, the secretary shall be the Secretary for the purpose of the Queensland Associations Incorporation Act 1981. The person shall be responsible for and perform the duties of Secretary, and where applicable the duties of Manager, in transacting the business of the Association in accordance with the Rules of the Association.
2. A Manager appointed by the Management Committee, in accordance with the Associations Incorporation Act, shall hold that office for such term and upon such salary, benefits and conditions as the Management Committee may from time to time determine.
3. If the person so appointed is a member of the Association, he or she shall retain the rights and privileges of the category of membership of his or her membership prior to the appointment as Manager for as long as he or she remains a financial member of the Association.

4. The Manager may:
  - a) Vacate that office by giving notice in writing to the President of the Association; or
  - b) Be removed from that office by a majority vote of the members of the Management Committee.

**28. SECRETARY**

1. Subject to the overall supervision of the Management Committee, and the Manager, the Secretary shall:
  - a) be responsible for the day to day operations of the Association;
  - b) keep all the records of the Association by these presents required to be kept in a proper manner and such other records as may be required by the Annual General Meeting and or a Special General Meeting;
  - c) deposit in the bank account or bank accounts of the Association all moneys coming into the possession of the Association for on behalf of the Association;
  - d) carry out and perform all such other duties as the Annual General Meeting or the Management Committee may from time to time determine;
  - e) arrange the part-time staffing of the Association in accordance with the staffing restrictions as set by the Management Committee;
  - f) be responsible for the efficiency, diligence and conduct of all employees under his or her control and shall report any adversaries concerning staff.
2. A Secretary appointed by the Management Committee, in accordance with the Associations Incorporation Act, shall hold that office for such term and upon such salary, benefits and conditions as the Management Committee may from time to time determine.
3. If the person so appointed is a member of the Association, he or she shall retain the rights and privileges of the category of membership of his or her membership prior to the appointment as Secretary for as long as he or she remains a financial member of the Association.
4. The Secretary may:
  - a) Vacate that office by giving notice in writing to the President of the Association; or
  - b) Be removed from that office by a majority vote of the members of the Management Committee.

**29. AUDITOR**

There shall be one or more Auditor(s). Such Auditor shall not be members of the Management Committee or members of the Association. The Auditor or Auditors shall be elected at the Annual General Meeting. Such Auditor or Auditors shall audit the accounts annually and have power at any time to call for all books, papers, accounts, etc, relating to the affairs of the Association. The Management Committee shall have the power to fix the remuneration of such Auditor(s) and to fill any temporary vacancy in the office of Auditor.

**30. SUBSEQUENT ANNUAL GENERAL MEETINGS**

Each subsequent annual general meeting must be held:

- a) at least once each year; and
- b) within six (6) months after the end of the Association's financial year.

**31. BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING**

The following business must be conducted at each Annual General Meeting:

- a) receiving the statement of income and expenditure, assets, liabilities and mortgages, charges and securities affecting the property of the Association for the last financial year;
- b) receiving the Auditor's report on the financial affairs of the Association for the last financial year;
- c) presenting the audited statement to the meeting for adoption;
- d) declaring the elected members of the Management Committee;
- e) appointing an Auditor.

**32. SPECIAL GENERAL MEETING**

1. The secretary may only call a special general meeting by giving each Member notice of the meeting within 14 days after:

- a) being directed to call the meeting by the Management Committee; or
- b) being given a written request signed by at least 5% of the Golfing Members of the Association.
- c) being given a written notice of an intention to appeal against the decision of the Management Committee:
  - (i) to reject an application for membership; or
  - (ii) to terminate a person's membership.

2. A request mentioned in subsection (1)(b) must state:

- a) why the special general meeting is being called; and
- b) the business to be conducted at the meeting.

**33. NOTICE OF GENERAL MEETING**

1. The Secretary shall call a general meeting of the Association whenever directed to do so by the Management Committee.
2. The Secretary must give at least 14 days notice of the meeting to each Association member.
3. The Management Committee may decide the way in which the notice must be given.
4. However, notice of the following meetings must be given in writing:
  - a) a meeting called to hear and decide the appeal of a member against the rejection or termination of the member's membership by the management committee;
  - b) a meeting called to hear and decide a proposed special resolution of the Association
5. A notice of a general meeting must state the business to be conducted at the meeting.

**34. QUORUM FOR, AND ADJOURNMENT OF, GENERAL MEETING**

1. Subject to subrule 34.5 at a general meeting 5% of the Golfing Members of the Association form a quorum.
2. No business may be conducted at a general meeting unless a quorum of Golfing Members is present when the meeting proceeds to business.
3. If a quorum is not present within 30 minutes after the time fixed for a general meeting called on the request of members of the Management Committee or the Association, the meeting lapses.
4. If a quorum is not present within 30 minutes after the time fixed for a general meeting called other than on the request of members of the Management Committee or the Association, the meeting is to be adjourned to—
  - a) the same day, time and place in the next week; or
  - b) a day, time and place decided by the management committee.
5. If, at an adjourned meeting, a quorum under subrule 34.1 is not present within 30 minutes after the time fixed for the meeting, the Golfing Members present form a quorum.
6. The Chairperson may, with the consent of any meeting at which a quorum is present, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
7. If a meeting is adjourned under subrule 34.6 only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.

8. The Secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
9. If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

### **35. PROCEDURE AT GENERAL MEETING**

1. Subject to these Rules, at each general meeting:
  - a) the President or, if there is no President or if the President is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the Vice-President is to preside as Chairperson; and
  - b) if the Vice-President is absent or unwilling to act as Chairperson, the members present must elect one (1) of their number to be Chairperson of the meeting; and
  - c) the Chairperson must conduct the meeting in a proper and orderly way; and
  - d) each question, matter or resolution must be decided by a majority of votes of the Golfing Members present; and
  - e) each Golfing Member present and entitled to vote is entitled to 1 vote only and, if the votes are equal, the Chairperson has a casting vote as well as a primary vote; and
  - f) a Golfing Member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting; and
  - g) voting may be by a show of hands or a division of members, unless at least 20% of the Golfing Members present demand a secret ballot; and
  - h) if a secret ballot is held, the Chairperson must appoint 2 members to conduct the secret ballot in the way the Chairperson decides; and
  - i) the result of a secret ballot as declared by the Chairperson is taken to be a resolution of the meeting at which the ballot was held; and
  - j) the Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Management Committee meeting and general meeting are entered in a minute book; and
  - k) the Secretary must ensure the minute book for each general meeting is open for inspection at all reasonable times by any financial member who previously applies to the Secretary for the inspection.
2. To ensure the accuracy of the minutes recorded under subrule 35.1.J
  - a) the minutes of each Management Committee meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next Management Committee meeting, verifying their accuracy; and
  - b) the minutes of each general meeting must be signed by the Chairperson of the meeting or the Chairperson of the next general meeting verifying their accuracy; and
  - c) the minutes of each annual general meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next meeting of the Association that is a general meeting or annual general meeting, verifying their accuracy.

36. **BY-LAWS**

1. The Management Committee may make, amend or repeal by-laws, not inconsistent with these Rules, for the internal management of the Association:
2. A by-law may be set aside by a vote of members at a general meeting of the Association.

37. **ALTERATION OF RULES**

1. Subject to the *Associations Incorporation Act 1981*, these Rules may be amended , repealed or added to by a special resolution carried at a general meeting.
2. However amendment, repeal or addition is valid only if it is registered by the Chief Executive.

38. **COMMON SEAL**

1. The Management Committee must ensure the Association has a common seal.
2. The common seal must be:
  - a) kept securely by the management committee; and
  - b) used only under the authority of the management committee.
3. Each instrument to which the seal is attached must be signed by a member of the Management Committee and countersigned by:
  - a) the Secretary; or
  - b) another member of the management committee; or
  - c) someone appointed by the management committee.

39. **FUNDS AND ACCOUNTS**

1. The funds of the Association must be kept in an account in the name of the Association in a financial institution decided by the management committee.
2. Records and accounts must be kept showing full and accurate particulars of the financial affairs of the Association.
3. All amounts must be deposited in the financial institution account as soon as practicable after receipt.
4. All cheques must be signed by any 2 of the following:
  - a) the President;
  - b) the Secretary;
  - c) the Treasurer;
  - d) another member authorized by the Management Committee for the purpose.
5. Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable
6. A petty cash account must be kept on the imprest system, and the Management Committee must decide the amount of petty cash to be kept in the account,
7. All expenditure must be approved or ratified at a Management Committee meeting.
8. The treasurer must, as soon as practicable after the end of each financial year, ensure a statement containing the following particulars is prepared—
  - a) the income and expenditure for the financial year just ended;
  - b) the Association's assets and liabilities at the close of the year;
  - c) the mortgages, charges and securities affecting the property of the Association at the close of the year.
9. The auditor must examine the statement prepared under subrule 39.8 and present a report about it to the Secretary before the next annual general meeting following the financial year for which the audit was made.
10. The income and property of the Association must be used solely in promoting the Association's objects and exercising the Association's powers.
11. The Treasurer, in conjunction with the Secretary/Manager, shall prepare periodical Financial Reports as directed by the Management Committee.



**40. DOCUMENTS**

The Management Committee must ensure the safe custody of books, documents, instruments of title and securities of the Association.

**41. FINANCIAL YEAR**

The financial year of the Association closes on the 30<sup>th</sup> September in each year.

**42. DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY**

1. This section applies if the Association:
  - a) is wound-up under part 10 of the Act; and
  - b) it has surplus assets.
2. The surplus assets must not be distributed among the Association members.
3. The surplus assets must be given to another entity:
  - a) having objects similar to the Association's objects; and
  - b) the Rules of which prohibit the distribution of the entity's income and assets to its members.
4. In this section 'surplus assets' has the meaning given by section 92(3) of the Act.

## **INTERPRETATION OF TERMS**

In these Rules and By-Laws, unless there be something in the subject or context inconsistent therewith:

“The Association”	means	The Wolston Park Golf Club Incorporated.
“Member of the Association”	means	All persons who have been nominated and accepted in a category provided for in Rule 7.
“Golfing Member”	means	A member of the Association in a category of membership as provided for in Rule 7, who is eligible for affiliation with the Queensland Golf Union or Women’s Golf Queensland.
“Social Member”	means	A member of the Association in the Category of membership provided in Rule 7.
“Junior Member”	means	A member of the Association as provided in Rule 6.
“The Management Committee”	means	the Management Committee elected by the members in accordance with Rule 18 as the Management Committee for the purpose of the Queensland Association Incorporation Act 1981.
“Sub-committee”	means	a number of persons, from time to time, formed to consider and advise on a specific agenda.
“Annual Meeting”	means	the Annual General Meeting.
“Special Meeting”	means	any other Special General Meeting of the Association.
“Resolution”	means	an ordinary resolution passed in accordance with these Rules by a simple majority of those members present, in person, and entitled to vote under these Rules.
“Special Resolution”	means	a resolution which refers to changes to the Rules, in accordance with Rules 5.1 and 5.2.
“Extraordinary Meeting”	means	a meeting called in accordance with Rule 16.
“Management Committee Meeting”	means	a meeting of the Management Committee.
“General Manager”	means	the person appointed by the Management Committee in accordance with Rule 23 as the Secretary for the purpose of the Queensland Association Incorporation Act 1981.
“Notice Board”	means	the board provided by the Management Committee for the purpose of affixing official Association notices; such board being located in the Club House of the Association at a location determined by the Management Committee.
“Book or Register”	means	a method of storing, in writing, a recorded information in readable form for the periods specified in Rule 26.3.
“In Writing”	means	Text written or printed in English and delivered by hand, general postage, facsimile or e-mail so that it can be read.
“Week”	means	Seven (7) days.
“Month”	means	Calendar month, except for pro-rata purposes when it will be 1/12 <sup>th</sup> of the Year.
“Clear Days”	means	in all cases in which any particular number of days is prescribed for doing any act, or for any other purpose, the same shall be reckoned exclusive both of the First and Last day.
“Financial Days”	means	the period of time from October 1 <sup>st</sup> , in any Year, until September 30 <sup>th</sup> in the following Year.
“Liquid Assets”	means	cash, bank deposits or other authorised Trustee Investments.

NOTE :  
Words importing the masculine gender include the feminine gender.  
Words importing the singular number include the plural, and vice-versa.  
Words importing the whole of the matter, or thing, include part of the matter, or thing.

## SCHEDULE 1 - CONDUCT OF POSTAL BALLOTS

### **1. BALLOTS**

- 1) The Management Committee must:
  - (a) cause the details of the proposal on which the ballot is to be held to be set out in a statement, and
  - (b) fix the dates for:
    - (i) the forwarding of ballots to members, and
    - (ii) the closing of the ballot, and
  - (c) appoint a returning officer for the ballot.
- 2) Every ballot must be conducted by the returning officer appointed by the Management Committee.

### **2. RETURNING OFFICERS**

- 1) A Management Committee member of the Association may not be appointed as a returning officer.
- 2) The returning officer may be assisted in the performance of his or her duties by any person (who would be eligible to be a returning officer) appointed by the returning officer.

### **3. PREPARATION OF VOTING ROLL AND BALLOT PAPERS**

- 1) The returning officer must prepare a roll of the full names and addresses of the members of the Association who are eligible to vote.
- 2) A person whose name is on the roll is entitled to vote in the ballot, and no person is otherwise so entitled.
- 3) The returning officer must cause ballot papers to be prepared in such form as the Management Committee determines.
- 4) Each ballot paper must:
  - a) be initialed by the returning officer or an appointed assistant, or
  - b) bear a mark that identifies it as a genuine ballot paper.
- 5) The returning officer must, at least fourteen (14) days before the date fixed for the closing of the ballot, send by post or otherwise deliver to every member entitled to vote in the ballot one set of the following material:

- a) one ballot paper,
- b) an envelope (in this Schedule referred to as *the outer envelope*) addressed to the returning officer and the reverse side of which is noted or printed with the name and address of the member,
- c) a small envelope (in this Schedule referred to as *the inner envelope*) in which the ballot paper is to be enclosed.

#### 4. **DUPLICATE BALLOT PAPERS**

- 1) The returning officer may send a duplicate ballot paper to any voter if the returning officer is satisfied:
  - a) that the voter has not received a ballot paper, or
  - b) that the ballot paper received by the voter has been lost, spoilt or destroyed and that the voter has not already voted.
- 2) If a duplicate ballot paper is sent, the relevant outer envelope is to be marked with the word "Duplicate".

#### 5. **VOTING**

A member casts a vote in the ballot by:

- a) marking his or her vote on the ballot paper according to the instructions on the ballot paper, and
- b) sending the ballot paper, in the envelopes provided, to the returning officer.
- c) depositing the ballot paper, in the envelopes provided, to the ballot box to be kept at the office of the Association

#### 6. **SAFE KEEPING OF BALLOT PAPERS**

- 1) The returning officer must provide a ballot box that must be secured immediately before the ballot papers are delivered to members in accordance with clause 3 (5) and must remain secured until the close of the ballot.
- 2) The returning officer must place the outer envelopes in the ballot box not later than the time and date fixed on the ballot paper for the closing of the ballot.

## **7. COUNTING OF THE VOTES**

- 1) As soon as practicable after the date fixed for the closing of the ballot, the returning officer must, in the presence of such scrutineers as may be appointed by the Management Committee, open the ballot box and deal with the contents in accordance with subclause (3).
- 2) The returning officer must:
  - a) examine the outer envelopes, and
  - b) if a duplicate outer envelope has been issued and the original outer envelope is received, reject the original envelope and mark it "rejected", and
  - c) mark the voter's name on the roll by drawing a line through the name, and
  - d) remove the inner envelopes from the outer envelopes, and
  - e) when all the inner envelopes have been dealt with in the above manner, open all unrejected inner envelopes and take the ballot papers from them.
- 3) The ballot papers must be scrutinised by the returning officer who must reject as informal any ballot paper that:
  - a) is not duly initialed by the returning officer or appointed assistant or does not bear a mark that identifies it as a genuine ballot paper, or
  - b) is so imperfectly marked that the intention of the voter cannot be ascertained by the returning officer, or
  - c) has any mark or writing not authorised by this Schedule that, in the opinion of the returning officer, will enable the voter to be identified, or
  - d) has not been marked as prescribed on the ballot paper itself.

## **8. STATEMENT BY RETURNING OFFICER**

- 1) The returning officer must count all votes cast and make out and sign a statement of:
  - a) the number of formal votes cast, and
  - b) the number of informal votes cast, and
  - c) the number of envelopes marked "rejected", and
  - d) the members of the Management Committee elected by the ballot.
- 2) The returning officer must forward a copy of the statement to the President or such other person who will be Chairperson at the Annual General Meeting who must announce the result of the ballot at the Annual General Meeting.

## **9. RETENTION OF BALLOT PAPERS**

- 1) The returning officer must retain:
  - a) all ballot papers (whether formal or otherwise), and
  - b) all rejected outer envelopes, and
  - c) all rolls, used in connection with the conduct of the postal ballot, locked in the ballot box, in accordance with this clause.
  
- 2) The returning officer must retain those items for a period of not less than 8 weeks after the date fixed for the closing of the ballot unless directed in writing by the Management Committee to retain those items for a longer period.