

BDLGA Constitution

Approved QLD Government, Department of Justice and Attorney General – July 7, 2009

ASSOCIATIONS
INCORPORATION ACT 1981

RULES OF THE

**BRISBANE AND DISTRICT
LADIES' GOLF ASSOCIATION
INCORPORATED**

July 7, 2009

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ADMINISTRATION

1. NAME

The name of the incorporated association shall be **Brisbane and District Ladies Golf Association Incorporated** (in these Rules called “the Association”).

1.1 DEFINITIONS

In these Rules the following words shall have the following meanings:

“the Association”	BRISBANE AND DISTRICT LADIES GOLF ASSOCIATION
“Affiliated Clubs”	Those clubs which shall be admitted to membership of the Association in accordance with Rule 5 hereof.
“Member”	Unless the context otherwise permits, an Affiliated Club.
“Delegate”	A financial person appointed by an Affiliated Club to represent that Club at any General, Special or Annual General Meeting of the Association.
“President”	The president of the Association
“Management Committee”	The Committee of the Association constituted in accordance with the provisions of Rule 12 hereof.
“Office Bearers”	The persons specified as Office Bearers in accordance with Rule 12 hereof.
“GA”	Golf Australia
“GQ”	Golf Queensland

2. OBJECTS

The objects for which the Association is established are:

- 2.1. To uphold the rules of the game of golf in accordance with the rules as adopted by the Royal and Ancient Golf Club of St Andrews, Scotland.
- 2.2. To advance and safeguard the interests of women’s golf and to decide all doubtful disputed points in connection therewith within the guidelines designated by the Golf Australia.
- 2.3. To maintain and enforce the Golf Australia system of handicapping.
- 2.4. To employ the funds of the Association in the best interests of women’s golf.
- 2.5. To organise and regulate Pennant Matches, District Championships, Competitions and other events deemed desirable.
- 2.6. To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them

3. POWERS

The powers of the Association are:

- 3.1. To subscribe to, become a member of and co-operate with any other association, club or organisation whether incorporated or not, whose objects are altogether or in part similar to those of the Association PROVIDED THAT the Association shall not subscribe to or

support with its funds any club, association or organisation which 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 under or by virtue of Rule 25.11 hereof.

- 3.2. In furtherance of the objects of the Association to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Association or persons frequenting the Association's premises.
- 3.3. To purchase, take on lease or in exchange, hire or 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 if the Association shall take or hold any property which may be subject to any trust then the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts.
- 3.4. To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects of the exercise of the power of the Association; to obtain from any such Government or Authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- 3.5. To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association.
- 3.6. To remunerate any person or Body Corporate 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 incorporated association, or in or about the incorporated association or promotion of the incorporated association or in the furtherance of its objects.
- 3.7. To establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit employees or past employees of the Association or the dependents or connections of any such persons; and to grant pensions and allowances; and to make such payments towards insurance; and to subscribe or guarantee money for charitable or benevolent objects, or for any public, general or useful object; PROVIDED THAT the Association shall not exercise its powers pursuant to this Clause 3-8 for the purpose of "pecuniary gain to its members" within the meaning of that term in Section 7(1) of the Associations Incorporation Act 1981 as amended from time to time.
- 3.8. To construct, improve, maintain, develop, work manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, managements, carrying out, alteration or control thereof.
- 3.9. To invest and deal with the money of the association not immediately required in such manner as may from time to time be thought fit.
- 3.10. In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate.
- 3.11. To borrow or raise money either alone or jointly with any other 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, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to purchase, redeem or pay-off any such securities.
- 3.12. To open and operate upon any bank account, building society account or account with any recognised financial institution as may be approved by the Management Committee and to draw, make accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
 - 3.13. In furtherance of the objects of the Association to sell, improve, management, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association; PROVIDED ALWAYS that the Management Committee shall not be empowered to sell, dispose of, lease, exchange or dispose of or purchase, take on lease, or otherwise acquire land for the Association without a resolution being passed for such purpose at a special general meeting in accordance with Rule 18 hereof.
 - 3.14. 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 and others.
 - 3.15. To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Association but subject always to the proviso of Sub-rule (4) thereof.
 - 3.16. To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise.
 - 3.17. To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects.
 - 3.18. In furtherance of the objects of the Association to 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 Rule 25.11 hereof.
 - 3.19. In furtherance of the objects of the association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities or engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate.
 - 3.20. 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.
 - 3.21. To make donations for patriotic, charitable or community purposes.
 - 3.22. To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged.
 - 3.23. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds or schemes for the benefit of, and give or procure the giving of donations, gratuities, pensions, allowance or emoluments to any persons who are or were at any time in the employment or service of the Association, and the spouses, widows, widowers, families and dependants of any such persons, and also establish and subsidise and subscribe to any institutions, t

associations, clubs or funds calculated to be for the benefit of or to advance the interests and well-being of the Association and make payments to or towards the insurance of any such person as aforesaid and do any of the matters aforesaid either alone or in conjunction with any such other institutions, associations, clubs or funds as aforesaid; PROVIDED THAT the Association shall not support with its funds any activity or endeavour to impose on or procure to be observed by its members or others any regulations or restrictions, which if an object of the Association would make it a trade union within the meaning of Industrial Conciliation and Arbitration Act (1961) as amended; PROVIDED THAT the Association shall not exercise its powers pursuant to this Clause 3.24 for the purpose of "pecuniary gain to its members" within the meaning of that term in Section 5(1) of the Associations Incorporation Act 1981 as amended from time to time.

- 3.24. To develop, construct, alter, maintain and manage any house, building, works, structures and grounds which the Association considers may be necessary or convenient.
- 3.25. To undertake and execute any trusts that the Association considers necessary or desirable and accept any gift, endowment, bequest or devise made to the Association generally or for the purpose of any trust attached to any gift, endowment, bequest or devise.
- 3.26. To 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.

MEMBERSHIP

4. CLASSES OF MEMBERS

- 4.1. The Membership of the Association shall consist of "affiliated clubs" pursuant to Rule 5 hereof.
- 4.2. The number of such clubs shall be unlimited except as hereinafter provided.

5. MEMBERSHIP

- 5.1. Subject to these rules every affiliated club presently formed or to be formed in accordance with the rules of Golf Queensland and which shall be within the particular geographical boundaries of the Association as determined by Golf Queensland shall be eligible to become a member of the Association upon payment or tender to the Association of its annual subscription for the current financial year.
- 5.2. Every such affiliated club that has paid its annual levy to the association shall be admitted by the Management Committee to be a member.
- 5.3. Every such affiliated club wishing to apply for membership shall make application for membership in writing signed by the applicant and shall be in such form as the Management Committee from time to time prescribes and shall be accompanied by the requisite fee as determined by the Management Committee from time to time and shall comply with the rules and guidelines as to membership as set out herein.
- 5.4. Each club shall be represented by one (1) Delegate appointed or elected for that purpose and each of whom shall be eligible to vote individually at any General, Special General or Annual General Meeting.

6. MEMBERSHIP FEES

- 6.1. The membership fees (which shall be made of the Annual Subscription Fee and the Capitation Fee as set out herein) for affiliated clubs shall be determined from time to time by the Management Committee. Any such determination shall be subject to the ratification of the Association in General Meeting.
- 6.2. Each affiliated club shall pay to the association the annual subscription fees levied by the Association at such time as may be prescribed.
- 6.3(a) In addition to the annual subscription fee, every affiliated club shall pay to the Association the capitation fees of such amounts and at such time as may be prescribed by the Management Committee from year to year. Such capitation fee is to be based in the case of each affiliated club on the number of women members.
- 6.3(b) In the case of a newly affiliated club capitation fees for the current financial year shall be paid to the Secretary within one calendar month from the date of receipt of notice in writing from the Secretary of such acceptance into the Association.
- 6.4. Prior to the Annual General Meeting in each year the Management Committee shall cause notice of the annual subscription fee and of the capitation fee (where appropriate in each case) payable by each affiliated club to be sent to such affiliated club. Such notice shall specify the date upon which the annual subscription fee and the capitation fee is to be paid.
- 6.5. If any affiliated club shall fail to pay its annual subscription fee within the time specified by the Management Committee, then the affiliated club so in default shall be precluded from representation or voting at any meeting of the Association or Management Committee until such payment is made.

- 6.6 If any affiliated club shall fail to pay its capitation fee within the time specified by the Management Committee, the Management Committee may in its absolute discretion exclude such affiliated club from representation or voting at Meetings of the Management Committee and the Association until such payment is made.

7 ADMISSION AND REJECTION OF CLUBS AS MEMBERS

- 7.4 Each affiliated club applying for membership shall have been approved as a financial affiliated club by Golf Queensland and shall also have its golf course clubhouse situated within the boundaries of the Association as determined by Golf Queensland. The application for membership shall be in such form and shall contain such particulars as the Management Committee may from time to time reasonably prescribe. The application form shall be deposited with the Secretary with the applicant's subscription fee for the current financial year.
- 7.5 Upon receiving notice from Golf Queensland as to the acceptance of an application for membership the Secretary shall forthwith give to the applicant notice in writing of such acceptance of membership. If any affiliated club should be excluded from membership of the Association in accordance with these Rules, none of its members shall be eligible to compete in any tournament or competition that is organised and run by the Association.

8 TERMINATION OF MEMBERSHIP

- 8.1 A member may resign from the Association at any time giving notice in writing to the Secretary who shall give notice in writing to the Management Committee Golf Queensland. Such resignation shall only take effect after:
- a) Notice is received by the Secretary
 - b) Is accepted by the Management Committee of Golf Queensland and;
 - c) Notice that resignation has been accepted by Golf Queensland is forwarded to the member.
- 8.2 If a member:
- a) fails to comply with any of the provisions of these rules; or
 - b) has membership fees in arrears for a period of twelve months or more then the Management Committee shall consider whether a club's membership shall be terminated and make a recommendation to Golf Queensland pursuant to Rule 9 hereof that such membership be terminated.
- 8.3 If a Delegate:
- a) is convicted of an indictable offence; or
 - b) conducts herself in a manner considered to be injurious or prejudicial to the character or interests of the Association; then the Management Committee shall consider whether a Delegate's status shall be terminated.
- 8.4 The Delegate concerned shall be given a full and fair opportunity of presenting her case and if the Management Committee resolves to terminate the Delegate's status, it shall instruct the Secretary to advise the Delegate in writing accordingly.

9 APPEAL AGAINST TERMINATION OF MEMBERSHIP

- 9.1 A member appealing against termination of membership shall lodge written notification with the Secretary of the Association within four (4) days from the date of termination.

The Association shall give notice to Golf Queensland of such appeal in accordance with Golf Queensland Rules. The Association shall accept the decision Golf Queensland.

- 9.2 A Delegate, whose status has been terminated under Rule 8, may within one (1) month of receiving written notification thereof, lodge with the Secretary written notice of her intention to appeal against the decision of the Management Committee.
- 9.3 Upon receipt of notification of intention to appeal against termination of Delegate status, the Management Committee shall convene within three (3) months of the date of receipt by the Secretary of such notice, a General Meeting to determine the appeal. At any such meeting the Delegate shall be given the opportunity to fully present her case and the Management Committee or those members thereof who terminated the Delegate's status subsequently shall likewise have the opportunity of presenting its or their case. The appeal shall be determined by the vote of those of the Delegates (being delegates of a financial club) present at such meeting.

10 REGISTER OF MEMBERS

- 10.1 The Management Committee shall cause a Register to be kept in which shall be entered the names of all clubs and number of financial members of each affiliated club. Each and every affiliated club shall maintain a current list of all its financial members and shall advise names and addresses of office bearers together with the total number of financial members to the Association by 25th November in every year or such date as shall be determined.
- 10.2 Particulars shall also be entered into the Register of resignations, terminations and reinstatements and any further particulars as the Management Committee or the Association in General Meeting may require from time to time.
- 10.3 The Register shall be open for inspection at all reasonable times by any financial person of an Affiliated Club who previously applies to the Secretary for such inspection.

MANAGEMENT COMMITTEE

11 MEMBERSHIP OF MANAGEMENT COMMITTEE

- 11.1 Every Committee Member, or office bearer, save for the Secretary thereof, shall continue as a Committee Member, or office bearer of the Association until the next Annual General Meeting or until that person retires whichever is the earlier.
- 11.2 The Management Committee of the Association shall consist of the President, Vice-President, Honorary Secretary, Honorary Treasurer, Handicap Manager and a minimum of three and a maximum of six other members, each of whom shall be a financial member of an affiliated club of the Association.
- 11.3 At the Annual General Meeting of the Association all the members of the Management Committee for the time being shall retire from office, but shall be eligible upon nomination for re-election.

12 ELECTION OF MANAGEMENT COMMITTEE

- 12.1 The President of the Association must be a current financial member of an affiliated club within the Association and who must be or have been an office bearer of the Management Committee (pursuant to Clause 5.4 of this constitution) or a Delegate (pursuant to Clause 11.1 of this Constitution) at some time prior to her election to the Office of President. The President shall hold office for a term not exceeding four (4) consecutive years provided always that after having held office for four (4) consecutive years she shall be eligible for reelection to the office of President after an absence of one (1) year.
- 12.2 The Secretary of the Association shall be appointed by the Management Committee. The Secretary shall have voting rights at any meeting of the Management Committee.
- 12.3 The Vice-President, Treasurer, Handicap Manager and other committee members shall be elected by the affiliated clubs at the Annual General Meeting and shall hold office until the appointment of their successors and shall be eligible for reelection, but the Vice-president shall hold office for no more than six (6) consecutive years.
- 12.4 Previous experience in a Golf Club Committee is a desirable quality of each of the Management Committee members, although not essential.
- 12.5 The election of office bearers shall take place in the following manner :
 - a) Each affiliated club may nominate one or more financial member(s) from any one of the District Clubs for election to any position of office bearer. Each affiliated club shall be entitled to be represented by more than one (1) member of the Management Committee.
 - b) Nominations for the position of office bearers shall be in writing signed by the president (or in the absence of such an official, the person appointed in place of such officer) and one other committee member of an affiliated club with the nominee's consent and by the nominee and shall be delivered to the Secretary for the time being of the Management Committee and must be received at least 21 days, or such date as shall be determined prior to the Annual General Meeting when such election shall be held. A list of names, and club of such nominees for the committee shall be forwarded to clubs by the Secretary no later than ten (10) days prior to the Annual General Meeting.
 - c) In the event that insufficient nominations are received within such period, nominations may be received at the Annual General Meeting for such positions.

- d) Should the secretary receive more than one nomination for any position on the Management Committee the election shall be held by secret ballot.
- e) Upon election to the Management Committee an office bearer shall cease to hold the position of Delegate to any affiliated club and subject to these rules shall not be entitled to vote at any Annual, Ordinary or Special General Meeting of the District Association.

13 VACANCIES ON AND RESIGNATIONS BY MANAGEMENT COMMITTEE

- 13.1 If any member of the Management Committee shall fail to attend a Management Committee meeting during a period of three (3) consecutive management meetings without leave of absence, her office shall be declared vacant by the Management Committee and such member shall not be entitled to a review of this termination.
- 13.2 Any member of the Management Committee may resign from membership of the Management Committee at any time by giving notice in writing to the Secretary but such - resignation shall only take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date.
- 13.3 Any member of the Management Committee may be removed from office at a General Meeting of the Association where that member shall be given the opportunity to present fully her case. The question of removal shall be determined by the vote of the Delegates present at such General Meeting.
- 13.4 The Management Committee shall have power at any time to appoint any financial member of a club to fill any casual vacancy of the Management Committee until the next Annual General Meeting, PROVIDED THAT the person so appointed complies with the requirements set out for that position pursuant to Rule 12 hereof.
- 13.5 The continuing members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee, but if and so long as their number if reduced below the number fixed by or pursuant to these Rules as a necessary quorum of the Management Committee, the continuing member or members may act for the purpose of increasing the number of members of the Management Committee to that number or of summoning a General Meeting of the Association, but for no other purpose.

14 FUNCTIONS AND POWERS OF THE MANAGEMENT COMMITTEE

- 14.1 Except as otherwise provided by these Rules and subject to the resolutions of the Delegates carried at any General Meeting the Management Committee :
 - a) shall have the general control and management of the administration of the affairs, property and funds of the Association; and
 - b) shall have authority to interpret the meaning of these Rules and determine any matter relating to the Association on which these Rules are silent.
- 14.2 The Management Committee may exercise all the powers of the Association as set out in Rule 3 hereof, and in addition :
 - a) to appoint such officials and committees and sub-committees necessary to manage competitions and open meetings :
 - b) to make, maintain and publish such regulations and by-laws as the Management Committee may in its absolute discretion consider necessary for the carrying on of

the business and affairs of the Association and in the exercise of powers of the Management Committee herein contained.

- 14.3 All acts done by any meeting of the Management Committee or of a subcommittee or by any person acting as a member of the Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified be as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.

15 MEETINGS OF MANAGEMENT COMMITTEE

- 15.1 The Management Committee is to hold its meetings at least six (6) times per year and at least once in every three (3) months exclusive of the Annual General Meeting of the Association.
- 15.2 A special meeting of the Management Committee shall be convened by the Secretary on the requisition in writing of not less than two (2) members of the Management Committee or the President which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
- 15.3 In the event that a special meeting of the Management Committee shall be called for a specific purpose, notice of the meeting shall be sent to each office bearer and shall specify such purpose and no business other than the consideration of the matter specified in such notice may be transacted at such special meeting.
- 15.4 At every meeting of the Management Committee, one half of the voting members of the Management Committee plus one (rounded down) for the time being shall constitute a quorum for such meeting.
- 15.5 Subject as previously provided in this Rule, the Management Committee may meet together and regulate its proceedings as it thinks fit; PROVIDED THAT questions arising at any meeting of the Management Committee shall be decided by a majority of votes, and in the case of an equality of votes, the Chairperson of the meeting shall have a casting vote.
- 15.6 A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Association in which she is interested, or any matter arising thereof and if she does so vote, her vote shall not be counted. However, she may be counted in the quorum and may sign witnessing the affixing of the seal.
- 15.7 Not less than seven (7) days' notice shall be given by the Secretary to members of the Management Committee of any special meeting of the Management Committee. Such notice shall clearly state the nature of the business to be discussed thereat.
- 15.8 The President, who shall not be entitled to vote save pursuant to Rule 15.5 hereof, shall preside as Chairperson at every meeting of the Management Committee, or if there is no president, or if at any meeting she is not present within (15) minutes after the time appointed for holding the meeting, the Vice-president shall be chairperson, or if she is not present at the meeting then the members may choose one of their number to be chairperson at the meeting provided that an officer other than the President who shall act as chairperson shall be entitled to vote at Management Committee meetings and shall also be entitled to a casting vote pursuant to Rule 15.5 hereof.
- 15.9 No office bearer shall be entitled to attend or vote by proxy at any Management Committee meeting.

- 15.10 If, within thirty (30) minutes from the time of commencement of any Special Meeting of the Management Committee called for any purpose, a quorum be not present, the meeting shall lapse.
- 15.11 No office bearer shall be entitled to attend or vote by proxy at any Management Meeting.

16 SUB-COMMITTEES

- 16.1 The Management Committee may appoint sub-committees and in so doing shall co-opt such persons in such numbers and for such periods of time as the Management Committee in its absolute discretion shall determine PROVIDED HOWEVER that each person co-opted is a financial member of an affiliated club, and PROVIDED THAT at least one (1) member of the Management Committee shall serve on every such subcommittee.
- 16.2 The President shall be an ex-officio member of all such sub-committees.
- 16.3 Each sub-committee shall consider only such matters as shall be referred to it by the Management Committee and such other matters as shall be incidental to or ancillary to its frame of reference and shall furnish a report of its proceedings at each meeting of the Management Committee.
- 16.4 The first meeting of each such subcommittee shall be called by the Secretary of the Management Committee acting on the President's instructions and at such meeting the members of the sub-committee shall elect a chairperson who shall hold office for the term of existence of the subcommittee. Subsequent meetings of the sub-committees shall be called at such times as the sub-committee may determine or in default of such determination at such times as the chairperson, or the President of the Management Committee shall in their and either of their absolute discretions determine.

MEETINGS

17 ANNUAL GENERAL MEETINGS

- 17.1 The Annual General Meeting shall be held by the end of June each year at such time and place as the Management Committee may determine.
- 17.2 The business to be transacted at every Annual General Meeting shall be
- a) The receiving of the Management Committee's 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 upon the books and accounts for the preceding financial year
 - c) the election of office bearers of the Management Committee
 - d) the appointment of an Auditor, and
 - e) any other business

18 SPECIAL GENERAL MEETING

- 18.1 The Secretary shall convene a Special General Meeting
- a) when directed to do so by the President if in her opinion such a meeting is necessary; or
 - b) when directed to do so by the Management Committee : or
 - c) upon being given a requisition in writing signed by not less than three (3) members of the Management Committee or not less than eight (8) Delegates and clearly stating the purpose for which the Special General Meeting is being convened and the nature of the business to be transacted thereat : or
 - d) on being given a notice in writing of intention to appeal against the decision of the Management Committee to reject any application for membership or to terminate the membership of any club.
- 18.2 Twenty-one (21) days' notice of such meeting and of the business to be brought before it, to which the discussion shall be strictly confined, shall be sent by the Secretary to all affiliated clubs in writing. Two thirds of the delegates shall form a quorum and no resolution shall be carried thereat unless three-fourths of the Delegates present and entitled to vote cast their votes in its favour.

19 QUORUM FOR GENERAL MEETING

- 19.1 The number of Delegates required to constitute a quorum at any Annual or General Meeting shall be at least one quarter of the number of Delegates entitled to attend such meeting. Subject to these rules, a Delegate may be present either in person or by proxy.
- 19.2 If within thirty (30) minutes from the time of commencement of any Annual or General Meeting, a quorum be not present, the meeting shall stand adjourned for four (4) weeks from the time and place and to a date of which every Delegate or club shall receive due notice. In this regard, due notice shall be deemed to be given if set within fourteen (14) days of the date of such adjourned meeting.
- 19.3 If, within thirty (30) minutes from the time of commencement of such adjourned meeting, a quorum be not present, the meeting shall proceed with those Delegates present.

- 19.4 If, within thirty (30) minutes from the time of commencement of any Special General Meeting called for any purpose, a quorum be not present, the meeting shall lapse.
- 19.5 The Chairperson may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, 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.
- 19.6 When a meeting is adjourned for thirty (30) days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. It shall not otherwise be necessary to give any notice of an adjourned meeting or of the business to be transacted at an adjourned meeting.

20 GENERAL MEETINGS

- 20.1 At least three (3) general meetings shall be held in each year
- 20.2 The Secretary shall convene all General Meetings of the Association by giving not less than twenty-one (21) days notice in writing of any such meeting to the Delegates and Clubs.
- 20.3 The manner by which such notice shall be given shall be in writing. Notice of a General Meeting shall state clearly the nature of the business to be discussed.
- 20.4 Unless otherwise stated by these Rules at every General Meeting:
 - a) The President shall be the Chairperson and in her absence a chairperson shall be elected by a resolution of a majority of Delegates (being Delegates of the financial clubs) present at the meeting.
 - b) Every Delegate (being an appointee of a financial club) present shall be entitled to one (1) vote and in the case of an equality of votes only the Chairperson shall have a casting vote.
 - c) The Chairperson shall maintain order and conduct the meeting in a proper and orderly manner.
 - d) Every question, matter or resolution shall be decided by a majority of votes of the Delegates (each Delegate being an appointee of a financial club) present and the Chairperson in the case of an equality of votes shall have a casting vote.
 - e) Voting shall be by show of hands or a division, unless not less than three (3) Delegates (being appointees of financial clubs) present demand a ballot, in which event there shall be a secret ballot. The Chairperson shall conduct the strict ballot in such manner as she 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.
 - f) The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee Meeting and General Meeting to be entered in a book to be open for inspection at all reasonable times by any Delegate who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee Meeting shall be signed by the chairperson of that meeting or the chairperson of the next succeeding Management Committee Meeting to verify their accuracy. Similarly, the minutes of every General Meeting shall be signed by the chairperson of that meeting or the chairperson of the next succeeding General Meeting PROVIDED THAT the minutes of any Annual General Meeting shall be signed by the chairperson of that meeting or the chairperson of the next succeeding General Meeting or Annual General Meeting.

21 PROXIES

21.1 Any Delegate wishing to appoint a proxy shall do so in writing and such notice of appointment shall be delivered by post or handed to the Secretary prior to the meeting at which such proxy is to be exercised.

21.2 A notice appointing a proxy may be in or to the effect of the following form or in any other form which the Management Committee may approve in lieu thereof from time to time

I,.....(Delegate of)hereby
appoint as my proxy to vote for me and on my
behalf at the Annual General, General Meeting or Special General Meeting to be held
on theday of20..... and
at any adjournment thereof and in particular to vote for/against the following
resolution(s) :

Date

Signature of Delegate.....

No person shall hold more than one proxy. Such proxy shall be a financial member of a financial club

22 BY-LAWS

The Management Committee may from time to time make, amend or repeal by-laws, not inconsistent with these Rules, for the internal management of the Association. Any such by-laws may be set aside by a General Meeting of the members.

23 ALTERATION OF RULES

Subject to the provisions of the Associations Incorporation Act 1981, these Rules may be amended, rescinded or added to from time to time by a special resolution carried at any Special General Meeting PROVIDED THAT no such amendment, rescission or addition shall be valid unless the same shall have been previously submitted to and approved by the Department of Fair Trading, Brisbane.

24 COMMON SEAL

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

FINANCES

25 FUNDS AND ACCOUNTS

- 25.1 The income and property of the Association shall be applied in promotion of its objects.
- 25.2 The funds of the Association shall be banked in the name of the Association in such bank or financial institution as the Management Committee may from time to time direct.
- 25.3 Proper books and accounts shall be kept and maintained showing correctly the financial affairs of the Association and the particulars usually shown in books of a like nature.
- 25.4 All moneys shall be banked as soon as practicable after receipt of them.
- 25.5 All amounts of or over that specified by Regulation 19(d) of the associations Incorporated Regulations as amended from time to time shall be paid by cheque signed by any two (2) of the President, Secretary or Treasurer.
- 25.6 Cheques shall be crossed "Not Negotiable" except those in payment of wages, allowances or petty cash recoupment which may be open.
- 25.7 The Management Committee shall determine the amount of petty cash which shall be kept on the imprest system.
- 25.8 All expenditure shall be approved or ratified at a Management Committee Meeting.
- 25.9 As soon as practicable after the end of each financial year the Treasurer 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.
- 25.10 All such statements shall be examined by the auditor who shall present his report upon such audit to the Secretary prior to the holding of the Annual General Meeting next following the financial year in respect of which such audit was made.
- 25.11 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 herein 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 clubs PROVIDED THAT nothing herein contained shall prevent the payment in good faith of interest to any member in respect of moneys advanced by her to the Association or otherwise owing by the Association to her or of remuneration to any officers or servants of the Association or to any club or other person in return for any services actually rendered to the Association PROVIDED FURTHER that nothing herein contained shall be constructed so as to prevent the payment or repayment to any affiliated or other club or 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

26 DOCUMENTS

The Management Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

27 FINANCIAL YEAR

The financial year of the Association shall close on the 31st December in each year.

28 OBLIGATION TO PAY CHARGES

In addition to the obligations set out in Rule 6 hereof, each affiliated club shall be bound to pay to the Association all such fines, subscription fees, capitation fees, affiliation fees and all other charges whatsoever which the Management Committee shall in its absolute discretion determine are payable by the clubs.

29 ASSOCIATION MONEYS

Notwithstanding anything contained in the provisos to Rule 25.1 1 hereof, the Management Committee may in its absolute discretion pay to or reimburse to any member of the Management Committee, including office bearers, Treasurer, Secretary or other officer, or agent or member or district such moneys as may be necessary in consequence of any costs of expenses incurred or to be incurred by any such person or member in the course of her or its discharge, or attempted discharge of her or its duties to the Association or incurred or to be incurred in respect of any act or thing done for or on behalf of the Association.

30 INTERPRETATION

In these rules and in the by-laws of the association from time to time unless contrary intention appears, words importing the singular shall include the plural, the masculine shall include the feminine and the neuter, and vice versa

31 NOTICES

Any notices given in accordance with any provision of these Rules and sent by post shall be deemed to be served at the time when the ordinary course of post it should have been delivered to the address to which it was sent For the purposes of computation of periods of notice such period shall be deemed to commence on the date on which in the ordinary course of posting it should have been so delivered.

32 DISSOLUTION

The Association shall be dissolved:

- a) if the membership includes less than ten (10) affiliated clubs; or
- b) if a resolution to that effect is carried by a vote of three-quarters (3/4) majority of the Delegates (being Delegates of the financial affiliated clubs) present at a General Meeting convened to consider the question.

33 If the Association shall be wound up in accordance with the provisions of the Associations Incorporation Act 1981, and there remains, after satisfaction of all debts and liabilities. any property whatsoever, the same shall not be paid to or distributed among members of the Association but shall be handed over to some other organisation or organisations (having similar objects or in part similar objects) and gifts to which are allowable deductions under the provisions of Section 78(1)(a) of the Income Tax Assessment Act as the majority of Delegates present at such General Meeting, by resolution, may decide.

BY-LAWS

BY-LAW NO 1

The following by-law was passed at our Management Committee Meeting held on Monday 22nd June, 1992.

Women who hold a membership of an affiliated Golf Club which does not entitle them to play golf, are exempt from paying Capitation Fees and are not included on the register of Club Members as per rules 10.1.6.3(a), 5.

BY-LAW NO 2

The following amended By-Law was passed at a Management Committee Meeting held on Monday 7th November, 1994.

Categories of Affiliated Clubs and Courses

Category 1 A Golf Club conducted by a Club Committee under a Constitution or under Rules of an Incorporated Club.

Ladies holding a category of membership of such Club which entitles the playing of golf are to pay annual capitation fees to Golf Australia and Golf Queensland and the District Association.

Clubs pay an annual affiliation fee to Golf Queensland through the District Association. Clubs are members of District Associations and have voting rights within the District.

Category 2. A Club where ladies golf competitions are conducted by Course Managers or Committees on courses managed by private or corporate owners.

Ladies are to pay an annual membership or subscription fee to the governing body of the Course or Club and also pay annual capitation fees to Golf Australia and Golf Queensland and District Associations.

Such Clubs have voting rights within District Associations and are to pay an annual fee to Golf Queensland.

District Associations will control Handicapping and included those ladies for proportional representation on Golf Queensland.

Category 3 A resort course does not conduct regular competitions for lady golfers but has an AWCR.

Affiliated lady golfers may return cards duly countersigned by Course Management for Golf Australia handicapping purposes.

Such courses to pay an administration fee direct to Golf Queensland and are not attached to any District Association.

Category 4 A public course does not conduct regular competitions for lady golfers but has a AWCR

Affiliated lady may return cards duly countersigned by Course Management to Home Clubs for Golf Australia handicapping purposes.

Such courses to pay an administration fee direct to Golf Queensland and are not attached to any District Association.

BY-LAW NO 3

This By-Law is to be read in conjunction with the Rules of the Association and must not contravene any of the said Rules.

1. This By-Law shall be applicable to all General Meetings, including the Annual General Meeting.
2. Any Delegate may move the suspension of the By-Law for a particular purpose and if appropriate for a stated length of time. Any motion to this effect shall be open to debate and be decided by a simple majority of those present. A return to the agenda must be moved by a Delegate.
3. Alterations to this By-Law shall be made only at a General Meeting and only when notice of intention to alter them has been given at the previous General Meeting
4. A quorum shall be determined under the provision of Clause 19.1 of the Rules of the Association.
5. Subject to the presence of a quorum meetings shall start at the time stated on the Notice and the order of the meeting shall follow the published agenda. Delegates may introduce new business only after the business of the agenda has been completed.
6. If no quorum is present within 30 minutes of the stated starting time the meeting shall lapse. The procedure to be followed is set out in Clauses 19.2 to 19.6 of the Rules of the Association.
7. When the Chairperson rises to address the meeting all others shall take their seats immediately.
8. Any Delegate or member of the Management Committee desiring to speak at a meeting shall rise to her feet and when recognized by the Chairperson, shall address the Chair. If two or more rise simultaneously the chairperson shall call upon the person who first caught her eye.
9. All formal proposals made to the meeting shall be in the form of motions.
10. No Delegate other than the proposer of a motion or an amendment shall speak to it until it has been seconded. A motion or amendment lapsing for want of a seconder shall not be recorded in the Minutes.
11. If required to do so by the Chairperson the proposer of any motion or amendment shall submit it in writing.
12. A motion or amendment before the meeting may be reworded but without altering its meaning subject to the approval of the meeting.
13. A motion or amendment before the meeting shall not be withdrawn except by its mover and with the approval of the meeting.
14. Motions of which Notice has been given can not be amended at that Meeting.
15. No person shall speak more than once to any motion with the exception of the mover who shall have the right of reply at which point the debate shall be closed.
16. An amendment shall constitute a separate question from the original motion and from any other amendment. The mover of an amendment has no right of reply.
17. A Delegate moving a motion or amendment shall be deemed to have spoken to it. A Delegate seconding a motion or amendment but without speaking to it may reserve her right to speak to it subsequently.
18. An amendment must be relevant to the motion and so worded that it forms a logical modification of the original motion. A simple negation of the motion is not acceptable.

19. When an amendment is before the meeting all discussion shall be confined to that amendment. No further amendments shall be proposed until the amendment before the meeting has been disposed of. They may however be foreshadowed
20. If the first amendment is lost the original motion again becomes open for amendment.
21. The Chairperson shall as far as practicable call on speakers for and against a motion or amendment alternately remembering that the seconder has the right to speak immediately after the mover or can reserve her right to speak.
22. In speaking to either a motion or an amendment if two consecutive speakers put the argument for one side of the question and there are no speakers for the opposite view subject to the mover of a motion's right of reply the question may be put without further debate.
23. A delegate who had not taken any part in the debate may at any time move "That the question be now put" whether any speaker has the floor or not. This motion does not require a seconder. If the Chairperson accepts the motion (the Chairperson has absolute discretion in this matter) the motion shall be put to the meeting without amendment or debate. The mover of the motion under discussion still may exercise her right of reply. (Closure Motion).
24. The Chairperson of their own volition may also put "That the question be now put" before the meeting if the Chairperson feels that adequate discussion had taken place. The mover of the motion under discussion still may exercise their right of reply.
25. If the closure motion is put as in (23) or (24) when an amendment is before the meeting, such a motion will be deemed to end discussion on the amendment only.
26. Any Delegate may raise a point of order which shall take precedence over all other business and which shall be open to discussion. The point must be raised at the time the alleged irregularity occurred. An explanation or contradiction shall not constitute a point of order.
27. Any Delegate who disagrees with the Chairpersons ruling on a point of order may move dissent. The Chairperson shall then vacate the chair and such motion shall be put immediately without further debate. Should the voting be tied then the motion of dissent is lost
28. A Delegate may at any time move "That the speaker be no longer heard" or "That the speaker be heard for (a limited time)". Such motions shall be put without amendment or debate. No other action except the closure motion shall be moved while the speaker has the floor.
29. A Delegate may move at any time "That the meeting proceed to the next business" either on a motion or an amendment. A seconder is required. There can be no discussion before this motion is put. The question under discussion is effectively disposed of.
30. Voting on all issues put to meetings shall be conducted according to Clauses 20.4 (b), (d) and (e) of the Rules of the Association.
31. Should a resolution be passed which contravenes the Rules of the Association it shall be null and void.
32. Any matters not dealt with in this By-Law shall be governed by customary meeting procedure.

BY-LAW NO 4

Sub-Committees

Sub-Committees to Meet.

The Chairperson, shall subject to these Rules, preside at every sub-committee meeting. If the Chairperson is not present, or is unwilling or unable to preside, the members of the sub-committee shall appoint one of their number to preside as Chairperson in her place for that meeting only, PROVIDED THAT the elected Chairperson is a member of the Management Committee.

Notice of Meeting and Quorum

Without limiting the power of the sub-committees to regulate their meetings in accordance with these Rules, the notice of meeting is to be given to all members of the sub-committee.

Acknowledgement of the holding of a meeting of the sub-committee shall be sufficiently evidenced by member's apology, presence or attendance in accordance with Rule 16.4.

The quorum of subcommittees shall be in accordance with Management Committee Rules 15.4, 15.9.

Voting Rights.

Subject to these rules, each member of the sub-committee shall have the right to exercise one vote at meetings of the sub-committee. Proxy voting shall not be permitted. The President or Chairperson, or acting Chairperson shall have a casting vote where the voting is equal.

Term of Co-opted Member of a District Sub-Committee

If an invitee accepts the position of Co-opted Member of a District Sub-Committee, his or her term shall commence immediately on acceptance. If any invitee rejects the invitation, such further invitations may be issued as are appropriate to fill the available positions.

The term of the co-opted members shall be determined by resolution of the Management Committee from the time of acceptance of the appointment and no longer than the conclusion of the next following Annual General Meeting.

Subject to these rules, the co-opted member of the sub-committee shall have the right to exercise one vote at meetings of the sub-committee.

Conflict of Interest

In accordance with Rule 15.5, members of the sub-committee shall declare such matters in which a conflict of interest arises or may arise and shall not be entitled to vote in respect of such matter.

Management Committee may delegate function.

If there is any conflict between delegation of the Management Committee and the Sub-Committee, the delegation of the Management Committee shall prevail, and any decision of the Management Committee in this regard shall be final.