

**TAREE RSL AND GOLF CLUB LTD**  
**[CLUB TAREE]**



**CLUB TAREE GOLF**  
**CONSTITUTION**

Original – 20 December 2001  
Amended – 22 February 2004  
Amended – 13 February 2005 Amended – 22  
January 2007  
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## TRANSITION

### 1 Transition Arrangements

- 1.1 The provisions of this constitution shall apply with effect from the 2018 Annual General Meeting.
- 1.2 The provisions in this constitution relating to the election of the Committee (Clause 7) shall apply such that the outcome of that election can be declared at the 2018 Annual General Meeting.
- 1.3 The Committee at the time of the adoption of this constitution shall continue in office until the declaration of the results of the elections at the 2018 Annual General Meeting.

## INTRODUCTION

### 2 Name and Nature of the Club

The name of the Club is Club Taree Golf. The Club shall be a non-proprietary club and all profits, if any, shall be applied with the income of the Club from whatever source to the purposes of the Club and no portion thereof shall be distributed directly or indirectly by way of dividends in or amongst the members of the Club.

### 3 Definitions

In this Constitution unless the context otherwise specifies:

“**CEO**” means the person appointed by Club Taree to the position of Chief Executive Officer.

“**Club**” means Club Taree Golf.

“**Club Captain**” means the member of the Club elected to that position under this constitution.

“**Club Taree**” means Taree RSL and Golf Club Limited (ACN: 000 995 415).

“**Committee**” means the Golf Management Committee.

“**Club Notice Board**” means any board, cabinet or display unit inside or adjacent to the Club Taree Professional Shop and any display unit within Club Taree clubhouse.

“**Constitution**” means this constitution unless otherwise indicated in context.

“**Financial**” means that the member is up-to-date with the financial obligations of membership and has paid any entrance fee, subscription, joining fee or other charges relating to full playing membership; the term includes any life member who was previously a full playing member.

“**GNSW**” means Golf New South Wales, the governing body for the game in New South Wales.

“**Golf Coordinator**” means the person appointed by Club Taree to the position of Golf Coordinator.

“**Golf Course Manager**” means the person appointed by Club Taree to the position of Golf Course Manager.

“**Match Committee**” means the Match Committee appointed by the Committee.

“**Member**” means any member defined under Clause 5 of this constitution; it does not include any member of Club Taree in the [golfing] categories of junior member, colt member, country member or competition member.

“**Patron**” means any full playing member elected to that position at an Annual General Meeting.

“**Rules of Golf**” means the Rules of Golf, any Decisions on the Rules of Golf published jointly by the R&A Limited (R&A) and the United States Golf Association (USGA), as well as any local Conditions of Competition and Local Rules approved by the Committee pursuant to those Rules.

“**Special Resolution**” has the meaning specified in the *Corporations Act 2001 (Commonwealth)*.

## **OBJECTIVES**

### **4 Objects of the Club**

The objects of the Club shall be fourfold: (1) Development of the whole game of golf at Taree; (2) Management of Tournaments and Competitions conducted at the Taree course for men's and mixed golf; (3) Responsibility for the application of the Rules of Golf in respect of competition golf for men's and mixed golf at the Taree course; and (4) Representation of the Club for men's golf regarding golfing and other matters beyond the Club.

#### **4.1 Development of the Game of Golf**

The object of the Committee is to manage the affairs of the Club to ensure the fullest possible development of the Game of Golf through:

- 4.1.1** increasing member numbers eligible to play golf in all playing categories;
- 4.1.2** building increased member participation in midweek and weekend golfing activities;
- 4.1.3** broadening the appeal of the course to visiting golfers and GNSW Social Golf Clubs;
- 4.1.4** creating a fully integrated junior development programme in conjunction with local primary and high schools and the Jack Newton Junior Golf programme;
- 4.1.5** encouraging the development of members willing to represent the Club in district, regional, state and national competition; and
- 4.1.6** ensure resource identification and allocation adequate to service the ongoing needs of playing members and visiting competition golfers with respect to handicaps and trophy allocation.

#### **4.2 Management of Competitions and Tournaments**

The object of the Committee is to manage the Club's golfing competitions and tournaments for men's and mixed golf for maximum member satisfaction and to support the Committee's initiatives for growth in golfing activity. This will be achieved by the appointment of a Match Committee comprising the Club Captain (Chair), the Club Vice-Captain, the Secretary-Treasurer, the Women's Captain and any other members of the Club appointed by the Committee with the appropriate background and expertise. The role of the Match Committee shall be to:

- 4.2.1** provide suitable golfing competitions favourable to the majority of the playing membership whilst remaining mindful of the Rules of Golf both in terms of competition play and how they relate to amateur status;
- 4.2.2** devise and publish an annual programme of events and maintain and amend that programme as and when necessary;
- 4.2.3** determine and display conditions and rules for competitions and tournaments;
- 4.2.4** resolve disputes arising from the conduct of competitions and tournaments;
- 4.2.5** ensure all Local Rules remain relevant, clearly displayed and accurate,
- 4.2.6** ensure a Committee representative is available during competition or tournament play to make decisions, suspend or cancel play as required;
- 4.2.7** educate members about the Rules of Golf in relation to fairness and equity between competitors and in the care of fellow participants and the course;
- 4.2.8** monitor the application of the Rules of Golf and pace of play in all competition and, where appropriate, introduce guidelines and penalties within those Rules; and
- 4.2.9** in close association with the Golf Course Manager, keep course conditions under constant review introducing or amending playing conditions as deemed necessary from time to time to protect the course in all weather conditions.

### **4.3 The Rules of Golf**

The Committee is the “Committee” referred to in the Rules of Golf and, as such, is responsible for all matters relating to the Rules of Golf save that (1) the Club Captain or another member of the Committee, Match Committee or member of the Club may act as the representative of the Committee during and at the close of play of tournaments and competitions to adjudicate issues that relate to the Rules of Golf for men’s and mixed golf; and (2) the Club Captain or another member of the Committee may take decisions in close consultation with the Golf Course Manager relating to conditions of play and the application of particular Local Rules in order to protect the course.

### **4.4 Representation**

**4.4.1** representation of and communication by the Club to members, to the local community, to regional, state and national entities and organisations shall reside with the CEO and Golf Coordinator.

**4.4.2** Representation on and communication to district, regional, state and national golfing bodies relating to men’s golf shall reside with the Club Captain and any nominee of the Club Captain who is a member of the Club.

**4.4.3** Representation to the local community in relation to sponsorship of events for men’s and mixed golf shall rest with the Club Captain, Vice-Captain and Secretary-Treasurer

Any representation referred to above shall be subject to maintaining full communications with the Committee on any matters that may affect the Committee or Club Taree in the discharge of the representation and responsibilities indicated.

## **MEMBERSHIP**

### **5 Membership**

**5.1** Membership shall include any financial member of Club Taree in the category of full playing member, and any life member who, prior to being elected life member, was a full playing member. Member, for the purposes of the right to attend and vote at Annual General Meetings or Extraordinary General Meetings and to be eligible to be elected to the Club’s Committee, does not include Club Taree members in the categories of junior member, colt member, competition member or country member; nor does it include any member who has not been in good standing with Club Taree in the twelve months prior to any such general meeting.

**5.2** All members of the Club shall be governed by the Memorandum and Articles of Association and By-Laws of Club Taree.

**5.3** A copy of this Constitution is available to any member, if requested.-

## **THE COMMITTEE**

### **6 Golf Management Committee**

**6.1** The management and conduct of the business and affairs of the Club for men’s and mixed golf shall be vested in the Golf Management Committee (the Committee) elected biennially at an Annual General Meeting in even numbered years.

**6.2** The Committee shall consist of: (*ex officio*) the CEO (chair), the Golf Coordinator; and five elected members: the Club Captain, the Club Vice-Captain, the Secretary-Treasurer, a men’s representative, and a women’s representative.

**6.3** The Annual General Meeting shall appoint the Club Taree Financial Manager, or nominee, as Honorary Auditor.

**6.4** The decisions of the Committee shall be binding on the members of the Club.

**6.5** The Committee shall have the power to appoint a Match Committee and such sub-committees as it deems necessary.

**6.6** Any casual vacancy or vacancies which may occur in the Committee may be filled by the Executive or the Committee and any member or members appointed shall hold office until the next Annual General Meeting.

## **7 Election of The Committee**

**7.1** Prior to the Annual General Meeting the Committee shall appoint a Returning Officer and two (2) Scrutineers to conduct the election of the Committee.

**7.2** Nominations for election of the Committee will be in writing, signed by two (2) members of the Club and endorsed with the nominee's signature signifying consent, and delivered to the Secretary-Treasurer forty-eight (48) hours prior to the Annual General Meeting. If there are more nominations than the required number for any one position, an election by secret ballot shall take place at the Annual General Meeting. If no more than the number for any one position is nominated, the Returning Officer shall declare those nominated duly elected. In the event the required number of written nominations are not received prior to the Annual General Meeting, nominations may be made at the meeting in respect of any member present.

**7.3** No member of the Club who is an employee of Club Taree, golf professional of Club Taree or contractor who derives the majority of their employment income from Club Taree shall be eligible to be elected to the Committee. NOTE: the CEO and Golf Coordinator, employees of Club Taree, are *ex officio* members of the Committee and, as such, are not elected.

**7.4** To be eligible to attend, nominate, stand for, or be elected to the Committee, the member must have been in good standing for at least twelve (12) months prior to the relevant general meeting.

## **8 Meetings of the Committee**

**8.1** The Committee shall meet at least once each month.

**8.2** A full record shall be kept of the names of all members attending Committee meetings together with a comprehensive minute of the proceedings of each meeting.

**8.3** The quorum shall be four (4) members. The CEO, if present, shall preside at all meetings of the Committee; in his or her absence the Club Captain shall preside. In the event of both the CEO and Club Captain being absent, the meeting shall elect a member of the Committee to chair the meeting. The chairman of the meeting shall have a vote plus a casting vote. The President of Club Taree or his nominee may be requested to act as chairman to deal with matters of contention if invited by the Committee.

**8.4** The conduct of all meetings shall be regulated by the chair in accordance with the rules of debate and any standing orders adopted by the Committee.

## **9 Indemnity of Officers**

The members of the Committee who may, by authority of the Committee, accept or incur any liability on behalf of the Club shall be held indemnified by the Club against personal loss in respect of such liability.

## **GENERAL MEETINGS**

### **10 General Meetings**

**10.1** Only business of which due notice has been given in a published agenda for the general meeting shall be transacted at any general meeting, whether the Annual General Meeting or any properly called Special General Meeting.

**10.2** Members shall have the right at least one week prior to that general meeting, on request, to have access to the meeting papers for the Annual General Meeting and any Special General Meeting.

**10.3** It shall not be within the power of any Annual Meeting, Extraordinary General Meeting, Ordinary General Meeting or Committee of the Club to pledge or commit monies from any source outside the Club's own funds, for any purpose.

**10.4** The conduct of all general meetings shall be regulated by the chair in accordance with the rules of debate and any standing orders adopted by the Committee.

### **11 Annual General Meetings**

**11.1** The Annual General Meeting of the Club will be held in the month of May each year, subject to any variation sought and approved by Club Taree.

**11.2** At least fourteen (14) days' notice shall be given and such notice shall be placed on the Club Taree Notice Board, notifying the place and time of any Annual General Meeting, or Extraordinary General Meeting.

**11.3** The business of the Annual General Meeting shall be:

**11.3.1** to receive the Minutes of the previous Annual General Meeting;

**11.3.2** to receive reports from the CEO, the Club Captain and Secretary/Treasurer;-

**11.3.3** to receive and consider the audited Financial Statement for the previous financial year;

**11.3.4** to elect, in May 2018 and every second year thereafter the Committee for the ensuing two years;

**11.3.5** to elect, in May 2018 and every second year thereafter Patrons of the Club

**11.3.6** to deal with all other business of which due notice has been given.

### **12 Extraordinary General Meeting**

Extraordinary General Meetings may be convened by the Committee at any time or by application in writing signed by a minimum of thirty (30) members, or two thirds of the members whichever is the lesser, and forwarded to the Secretary-Treasurer specifying the business proposed to be transacted. Such meetings shall be called within one (1) month of receipt of application.

### **13 Quorum**

**13.1** A quorum at any Annual or Extraordinary General Meeting called by the Committee shall be twenty (20) members present and entitled to vote. A quorum at an Extraordinary General Meeting called on by the requisition of members shall be thirty (30) members present and entitled to vote.

**13.2** If a quorum is not present within thirty (30) minutes of the time fixed for an Annual or Extraordinary General Meeting, the meeting shall be adjourned to the same day in the next week at the same time and place and if at the adjourned meeting a quorum is not present within thirty (30) minutes from the time appointed for the meeting the members present shall be deemed a quorum.

### **14 Voting**

**14.1** Only members of the Club are eligible to attend, take part in or vote at any Annual or Extraordinary General Meeting.

**14.2** Every question or motion submitted at any General Meeting of the Club shall be decided in the first instance by a show of hands. The Chairman shall in the first instance put the motion to gain a decision by a show of hands. If any member calls for a ballot, such a ballot shall be held and its results taken as final. In the case of equality of votes, the Chairman shall have a casting vote, in addition to his or her deliberative vote, to which he or she is entitled as a member.

**14.3** No member of the Club who is an employee or golf professional of Club Taree, other than those employees of Club Taree who is *ex officio* a member of the Committee, or other contractor who derives the majority of their employment income from Club Taree shall be eligible to vote at any Annual or Extraordinary General Meeting.

**14.4** No person who is suspended by Club Taree within twelve months prior to an Annual General Meeting shall be eligible to take part in or vote at any Annual or Extraordinary General Meeting.

### **15 Notices of Motion – Alteration or Repeal of Constitution -**

**15.1** All notices of motion to be dealt with at an Annual General Meeting or an Extraordinary General Meeting shall be in writing and in the hands of the Secretary-Treasurer no later than twenty-eight (28) days prior to the date or dates of any such meetings. Notices of motion shall be displayed on the notice board by the Secretary-Treasurer fourteen (14) clear days prior to the holding of such meeting.

**15.2** The constitution of the Club shall be altered only at an Annual or an Extraordinary General Meeting called for that purpose by the Committee or by a request in writing signed by fifty (50) members of the Club. The majority required for the passage of a resolution relating to such alterations or amendments to the constitution shall be seventy-five (75) per cent of members present and entitled to vote at the meeting.

**15.3** Proposed amendments or alterations to the constitution of the Club must be subject to a notice of motion.

**15.4** The Board of Directors of Club Taree may, following consultation with the Committee, amend the constitution by alteration, change, addition, subtraction or retraction at any time it deems necessary to do so in the best interests of Club Taree or following any relevant change in laws governing the operation of licensed clubs.



**15.5** No notice of motion shall be considered nor shall the constitution of the Club be amended or altered if such notice of motion or alteration fails to conform with the policies and rules of Club Taree as laid down from time to time. Any notice of motion or proposal to alter the constitution must be submitted to the board of directors of Club Taree for approval prior to it being presented to any meeting and shall not be discussed or voted upon until such approval is received.

**15.6** In the event of the constitution of the Club being altered or amended, copies of the alteration or amendment, shall be forwarded to the board of directors of Club Taree and any other authority requiring such notice, within fourteen (14) days after the change has been made.

## **SECRETARY-TREASURER**

### **16 Duties of the Secretary-Treasurer**

**16.1** It is the responsibility of the Secretary-Treasurer to manage, control and record the financial affairs of the Club and to do so in the context of normal financial practice and to do so in such a way that the disposition of funds is not contrary to any policy of Club Taree. The CEO, or his or her nominee shall at all times be available to advise.

**16.2** The Secretary-Treasurer shall keep full and correct minutes of proceedings of all meetings of the Club and Committee, and generally perform such duties as are required to be performed by the secretary of a club. Among other duties the Secretary-Treasurer shall:

**16.2.1** receive and answer all Club correspondence;

**16.2.2** keep or cause to be kept all essential records;

**16.2.3** call all meetings in accordance with the constitution of the Club and;

**16.2.4** submit a report of the election of officers, copy of audited financial statement and matters of the Annual General Meeting to the board of directors of Club Taree within fourteen (14) days of the date of such meeting.

**16.2.5** issue receipts for all monies received by the Club and deposit such monies with an approved financial institution; eg. bank, building society or credit union within seven (7) days of receipt.

**16.2.6** keep accurate accounts showing the financial position of the Club.

**16.2.7** maintain full records of any function, competition or raffle conducted by the Committee on behalf of the Club

**16.2.8** submit a statement of the financial affairs of the Club to the Annual General Meeting after it is certified as a true and correct record by the Honorary Auditor.

**16.2.9** provide the Committee with a monthly statement of receipts and expenditure.

**16.3** All payments by the Club shall be made only by authority of the Committee or General Meetings and by the signature of any two (2) of the following officers: CEO, Golf Coordinator, Club Captain, Club Vice-Captain and Secretary-Treasurer.

## **MISCELLANEOUS**

### **17 Disciplinary Matters**

All disciplinary matters shall be conducted in accordance with Club Taree's Constitution and By Laws and the Clubs NSW Code of Conduct and Best Practice Guidelines for Disciplinary Matters.

### **18 Liability**

The Club will not accept any claim for liability arising from any accident, misadventure or whatever occurring to any member while that member is engaged in any Club pursuit, function or activity, except as provided for under the Public Liability Indemnity Insurance held by Club Taree.

### **19 Constitution of Club Taree**

In the event that any provision of this Constitution is inconsistent with any provision of the Constitution of Club Taree, that provision shall have no validity.