

**CONSTITUTION OF  
THE MELVILLE GLADES GOLF CLUB**

**PART ONE**

- |  |            |   |
|--|------------|---|
| <b>Name</b>                                      | <b>1.1</b> | The name of the Club is the Melville Glades Golf Club   |
| <b>Description</b>                               | <b>1.2</b> | The Club shall be an association incorporated under the Associations Incorporation Act 1987 as amended.   |
| <b>Objects</b>                                   | <b>1.3</b> | The objects of the Club are to: <ul style="list-style-type: none"> <li><b>1.3.1</b> Conduct a golf club and to provide a golf course; a clubhouse and associated facilities for the use of members and such other persons as may be permitted by this Constitution.</li> <li><b>1.3.2</b> Promote, encourage and foster the playing of the game of golf and to provide all things incidental to the attainment of these objects.</li> </ul>   |
| <b>Income &amp; Property</b>                     | <b>1.4</b> | The income and property of the Club shall be applied solely to the promotion of the objects, and no part thereof shall be paid or otherwise distributed directly or indirectly to the members provided that remuneration may be paid in good faith to officers and servants of the Club or other persons in return for services actually rendered to the Club.  |
| <b>Members bound by Constitution and By-Laws</b> | <b>1.5</b> | Every member shall be bound by this Constitution and the By-Laws of the Club and payment of any monies in respect of membership shall be conclusive evidence of a member's agreement to be so bound.  |
| <b>Definitions and Interpretation</b>            | <b>1.6</b> | In this Constitution, unless the contrary intention appears, <ul style="list-style-type: none"> <li>"accounts" means profit and loss account, income and expenditure account and balance sheets, and includes statements, reports and notes attached to or intended to be read with any of those profit and loss accounts and balance sheets.</li> <li>"Board" means the Board of Management of the Club.</li> <li>"By-Laws" means the By-Laws as made and amended from time to time by the Board, in accordance with this Constitution.</li> </ul> |

"Club" means the Melville Glades Golf Club

"clubhouse" means the clubhouse buildings, including the changing rooms, dining room, bars, lounge, patios and verandahs.

"club premises" means the land upon which the golf course operated by the Club is situated and includes the golf course and buildings thereon, and all practise areas, driveways and paths.

"competition" means any competition set down in the Fixture Book or any other competition sanctioned by the Board.

"competition fee" means the fee set by the Board for a particular competition.

"Constitution" means this Constitution and all supplementary amendments and substituted paragraphs for the time being in force.

"course" means all areas of the club premises upon which the playing of golf is permitted.

"general body of members" means the persons elected to the categories/classes of membership as prescribed in this Constitution.

"General Meeting" means any Special General, Annual General or Extra Ordinary General meeting of the Club.

"grounds" means all areas of the club premises other than the course and clubhouse.

"guest" means a person who not being a member of the Club is introduced to the Club in accordance with this Constitution.

"in writing" includes any mode of representing or reproducing words in tangible and permanently visible form and includes facsimile transmission and email

"interests of the Club" includes without limitation, the following:

- (1) the prevention of the theft of Club or member's property;
- (2) the promotion of sportsmanship, fair play and the observance of the rules and etiquette of golf, either on the course, in the Clubhouse or elsewhere whilst representing the Club;
- (3) the promotion and enforcement of appropriate standards of behaviour on the course or in the Clubhouse;
- (4) the exclusion from the Club of persons who have been convicted of, a criminal offence, the nature of which, after consideration of the interests of members and the reputation of the Club and its members, is deemed by the Board, in its absolute discretion, to be unacceptable."

"Liquor Act as amended" means the Liquor Licensing Act 1988.

"member" unless otherwise qualified, means a member of any category/class of membership, male or female, as set out in this Constitution.

"month" means calendar month.

"notice board" means the members' notice board located in the Clubhouse.

"office" means the registered office for the time being of the Club.

"playing rights" means those conditions upon and those times within which a member of any category/class may play golf on the course as may be determined from time to time by the Board.

"prescribed fee" means the fee set by the Board for participation and or use of a club facilities.

"reciprocal membership" means members from golf clubs with whom the Board of Management has entered into a reciprocal agreement.

"register" means the register of members of the Club.

"significant capital nature" in relation to works, means a single item of work, e.g. fencing, where the estimated cost is expected to exceed 10% of the estimated annual income

"Special Resolution in the Act" means a resolution passed by a majority of not less than three fourths of the votes cast in secret ballot by the voting members present and entitled to vote at a General meeting of which notice in writing specifying the intention to propose the resolution as a special resolution has been proposed and seconded by Ordinary members of the Club and posted on the Club noticeboard at least twenty eight (28) days prior to the date of the General Meeting.

"the Act" means the Associations Incorporation Act 1987 as amended.

"voting members" means all ordinary members and life members.

"voting rights" means the right to vote and to be heard at any General meeting of the Club.

"weekdays" means Monday to Friday (both inclusive).

"year" means a calendar year.

- 1.7** The headings of this Constitution shall not be taken as any part thereof or in any manner affect the interpretation or construction of the same.
- 1.8** In this Constitution, if not inconsistent with the subject or the context, words denoting any gender shall include all genders, and words denoting the singular number shall include the plural and vice versa.
- 1.9** A reference to any statute in this Constitution includes a reference to that statute as amended, repealed, consolidated or substituted and includes orders, ordinances, regulations, rules and by-laws made under or pursuant to that statute.
- 1.10** A decision of the Board on the construction or interpretation of the Constitution or of any By-law made pursuant thereto shall be subject to confirmation or revision by the members of the Club in General Meeting or by a Court, having appropriate jurisdiction in Western Australia. Any such decisions shall be binding on all members of the Club.

**Amendments to the  
Constitution**

- 1.11** This Constitution may not be amended, suspended or substituted except by a Special Resolution.
  - 1.11.1** The notice of motion of a Special Resolution proposing an amendment or suspension or substitution of the Constitution shall be lodged with the General Manager and posted on a notice board in the clubhouse in a conspicuous place accessible to all members at least twenty-eight (28) days before the date of the General Meeting.
  - 1.11.2** The General Manager shall notify the Commission and Director as required by the Acts within one month after the Special Resolution was duly passed by members. An alteration of the Constitution does not take effect without the prior approval of the Commissioner and Director.

## PART TWO

### MEMBERSHIP

#### Section One: Categories, Classes and Limits

##### Categories

##### General

- 2.1** Membership of the Club shall not be admitted to or transferred to except as an ordinary member, provisional member, senior member, life member, country member, corporate body member, junior member, sub junior member, summer member, 9 hole member, social member, house member, temporary member, transient member and honorary member.

##### Ordinary

##### Membership

- 2.2** Ordinary membership shall consist of the following classes:

7 day  
 7 day Senior  
 7 day Provisional  
 6 day  
 6 day Senior  
 6 day Provisional  
 5 day  
 5 day Senior  
 5 day Provisional

- 2.2.1** Any person who has attained the age of eighteen (18) years shall be eligible for election as an ordinary member.

- 2.2.2** Ordinary members shall be entitled to exercise all the rights and privileges of the Club subject to the following restrictions:

##### Class Restriction

7 day ] 7 day Senior ]	Nil except when a competition is being conducted for which the member is ineligible.
6 day ] 6 day Senior ]	Not entitled to play on Saturdays, or on other days in competitions for which the member is ineligible.
5 day ] 5 day Senior ]	Not entitled to play on Saturdays or Sundays or on other days in competitions for which the member is ineligible.
Provisional ] All classes ]	As determined by the Board from time to time.

**Senior  
Membership**

**2.3** Senior membership shall be restricted to ordinary members who have attained the age of seventy-five (75) years and who have been ordinary members for the previous five (5) years, or who have attained the age of 60 years and have been an ordinary member for the previous twenty (20) years or any combination in between adding up to eighty (80) years.

**2.3.1** Except as may be otherwise determined by the Board and prescribed in the By-Laws from time to time, ordinary members on becoming eligible for senior membership shall on application to the Board be transferred to the relevant senior class with effect from the commencement of the ensuing financial year.

**Provisional  
Membership**

**2.4** The Board may admit any person eligible for election to any playing category/class of membership to Provisional Membership of that category/class.

**2.4.1** A Provisional member shall have such restricted use of the course as the Board at its discretion may determine, having regard to the availability of playing times.

**2.4.2** A Provisional member shall have full privileges of the clubhouse and related facilities.

**2.4.3** Except as may be otherwise determined by the Board, Provisional members shall progress in order of priority of the date of application for membership as vacancies occur.

**9 Hole Member**

**2.5** Any Person who has reached the age of 18 years of age may apply for 9 Hole Membership

**2.5.1** Any member eligible for Senior status in accordance with this Constitution may apply for transfer to 9 Hole Membership.

**2.5.2** 9 Hole Membership shall have playing rights as determined by the Board and prescribed in the By-laws from time to time.

**2.5.3** 9 Hole members shall have full access to the clubhouse facilities.

**Life****Membership**

**2.6** On the recommendation of the Board, a member who has rendered outstanding service to the Club may be appointed a life member by a special resolution.

**2.6.1** There shall be no more than five (5) life members at any one time unless otherwise determined by the members in General Meeting. Life members shall have all the rights and privileges of an ordinary 7 day member without further payment of annual subscription and other fees or charges with the exception of Competition fees and the Affiliation Fee to the Golf Association.

**Country****Membership**

**2.7** Any person who has attained the age of eighteen (18) years shall be eligible for election as a country member.

**2.7.1** Country membership is restricted to persons resident not less than eighty (80) kilometres from the Club and who have no regular residence nearer the Club.

**2.7.2** Country members shall have the same rights and privileges as an ordinary 7 day member except for voting rights and eligibility to stand for a position on the Board. They shall be only eligible to play under such terms and conditions as determined by the Board and as prescribed in the By-laws from time to time.

**Junior****Membership**

**2.8** Any person over the age of twelve (12) years and under the age of eighteen (18) years may apply to be admitted by the Board to junior membership.

**2.8.1** Junior members shall have the use of the clubhouse, amenities and golf course under such terms and conditions as are prescribed in the laws of Western Australia and by the Board and as may be prescribed in the By-Laws from time to time.

**Sub Juniors**

**2.9** Any person who is over the age of 9 years and under the age of 12 years may apply to be admitted as a sub junior member.

**2.9.1** Sub junior members shall have the use of the Clubhouse amenities and the course only when in the company of and under the supervision of one or other of their parents or their guardian and under such terms and conditions as may be prescribed in the By-Laws from time to time.

**Summer****Membership**

**2.10** Any person who has attained the age of eighteen (18) years shall be eligible for election as a Summer Member.

**2.10.1** Summer members shall have rights and privileges as prescribed in the By-Laws, but shall not be eligible to vote or to hold office or nominate any member for any office in the Club.

**2.10.2** The Board at its discretion may vary the terms and conditions of membership to apply to any period of summer membership.

### **Corporate Body Membership**

**2.11** Applications for corporate body membership may be approved by the Board from bodies, which indicate that such membership would be in the best interests of the Club and in furtherance of the Club's objects.

**2.11.1** Approved corporate body members may nominate any number of their currently employed personnel for Club membership. The total number of nominees accepted for membership of all Corporate Bodies shall not exceed five per cent (5%) of the Club membership at any one time.

**2.11.2** Corporate body members in addition to the prescribed fees for each nominee shall pay a registration fee determined by the Board and as prescribed in the By-Laws from time to time.

**2.11.3** Nominations for corporate body membership shall be subject to the same membership application requirements as for ordinary membership and to any limitation that may be placed upon numbers in any category/class and any other requirements as may be prescribed in the By-Laws from time to time.

**2.11.4** The fees, rights and privileges of corporate body nominees shall be as for the individual category/class of membership for which application is made and accepted and as may be prescribed in the By-Laws.

**2.11.5** As and when nominees of corporate body members relinquish their membership their place may be taken at once by a replacement nominee of the same corporate body member without any liability for an additional nomination fee.

### **Temporary Membership**

**2.12** Subject to the Liquor Act, the Board may admit as a temporary member any person who is on any day visiting the Club as a member of, or an official of, or a person visiting a team that is to contest a pre-arranged event, or at the invitation of a member to engage in the game of golf on that day.

**Transient  
Membership**

- 2.13** Transient Membership shall comprise two classes as hereunder:
- 2.13.1** Class A – Persons whose full time occupations requires them to be domiciled within 80kms of Perth for an anticipated period not exceeding three (3) years may be admitted by the Board to Transient Class A membership for a period of one, two or three years.
- 2.13.2** Class B – Persons with an accredited golfing handicap visiting Perth may be admitted by the Board to Transient Class B membership for a period not exceeding three (3) months.
- 2.13.3** Transient Class A and Class B members during the period of their membership shall, unless otherwise determined by the Board, have the rights and privileges of a 6 Day Ordinary member, except for the right to vote or hold office, or to transfer to any other category or class of membership.

**Honorary  
Membership**

- 2.14** Any person other than a current member who is the Governor of Western Australia, the member of the Legislative Assembly or the Legislative Council representing the electorate, the Mayor of the local government authority in which the Club is situated, an official of a golf club or related association or is of distinguished position or attainment or has rendered outstanding service to the community or the Club, may be admitted by the Board to this category.
- 2.14.1** Except for playing rights, which shall be conferred at the discretion of the Board, all honorary members shall be accorded the same rights and privileges as conferred by this Constitution upon ordinary members other than the right to attend meetings of members, to vote, or nominate any member for any office or take part in the business of the Club.
- 2.14.2** Honorary members shall not be required to pay any nomination fees, annual subscriptions, levies or other charges except as may be determined by the Board and prescribed in the By-Laws from time to time.

**Social  
Membership**

- 2.15** Any person who has attained the age of eighteen (18) years may be admitted by the Board as a social member of the Club. A social member is a non-playing member and has no official playing handicap. A social member has no competition playing rights but may use the course for play subject to the conditions as prescribed in the By-laws from time to time.

**House  
Membership**

**2.15.1** Social Membership shall comprise two classes – Social Membership Class A and Social Membership Class B.

**2.16** Any person who has attained the age of eighteen (18) years may be admitted by the Board as a house member.

**2.16.1** A house member is a strictly non-playing member with rights to the use of the Clubhouse facilities,

**2.16.2** A house member may participate in social functions conducted in or around the Clubhouse,

**2.16.3** A house member may invite guests to the Clubhouse in accordance with clause 6.1 of this Constitution,

**2.16.4** A house member may hold private or business functions in the Clubhouse in accordance with clause 6.9 of this Constitution.

**Leave of  
Absence**

**2.17** A financial member who for a minimum period of six (6) consecutive months but not exceeding twelve (12) months is unable to play golf or utilize the facilities of the Club House because of:

(a) illness or temporary disablement,

(b) a move inter state or overseas, or

(c) a move intra state to a location at least 500 kilometres from the Club,

may apply for Leave of Absence.

**2.17.1** The terms and conditions which shall apply to approved Leave of Absence shall be as determined by the Board and prescribed in the By-laws from time to time.

**2.17.2** The Board in its absolute discretion may approve an application for an extension of an approved period of leave in the event of special circumstances.

**Membership  
Limits**

**2.18** The Board may at any time decide that the number of members in any category or class shall be limited. Any such limits decided by the Board shall be prescribed in the By-laws.

## **Section Two**

### **Election of Members, Resignations**

**Nominations**

**2.19** Every candidate for membership except temporary or honorary members, shall be proposed by one and seconded by another ordinary member or life member of the Club, both of whom shall

have been members of the Club for a period of not less than twelve (12) months and to both of whom the candidate shall be personally known.

**2.19.1** Every candidate for membership shall be interviewed.

**2.19.2** The Board may consider applications from persons not known to Club members. In these cases the candidates may be proposed and seconded by members of the Board or of the Membership and Public Relations Committee.

### **Applications in Writing**

**2.20** Every application for membership shall be made in writing, signed by the candidate and his proposer and seconder and shall be on the form provided and obtainable from the General Manager. Each application for junior or sub junior membership under the age of eighteen (18) shall require the certification of the applicant's parent or legal guardian.

### **Consideration and Approval of Application**

**2.21** All applications for membership shall be considered by the Membership Committee who shall submit them to the Board together with an appropriate recommendation. Any candidate whose application for membership is rejected shall not again be eligible for nomination unless the Board determines otherwise.

### **Particulars on Notice Board**

**2.22** The particulars of each application shall be posted on the Club's, Men's Notice Board (Men's Locker Room) or Ladies Notice Board (Ladies Locker Room) in the Clubhouse accessible to members for at least fourteen (14) days prior to the day on which the candidate comes for admission.

### **Candidates, Proposers and Seconders to Appear**

**2.23** The proposer or seconder of any candidate, if requested to do so by the Board or the Membership Committee, shall personally appear before it when such nomination is being considered and shall answer any questions relating to the proposed candidate. The Board or Membership Committee may also require any candidate to appear in person before it.

### **Enrolment of New Members**

**2.24** On election of an applicant the General Manager shall give the proposed member notice thereof and subject to the payment of any nomination fee, subscriptions, affiliation fees and any other monies due, the person shall be enrolled as a member of the Club on the Register from that date.

### **Resignation of Members**

**2.25** A member may at any time, by giving seven (7) days notice in writing to the General Manager, resign his membership of the

Club. The member so resigning shall remain liable for all monies due by him to the Club immediately before his resignation and shall pay the full amount of his indebtedness to the Club forthwith.

**2.25.1** No person ceasing to be a member of the Club for any reason shall have any right, title or interest in any property or asset of the Club.

## **Section Three**

### **Discipline, Expulsion**

#### **Liability of Members**

**2.26** Any member shall be liable to censure or suspension by the Board if that member refuses or neglects to comply with this Constitution or any By-law of the Club or any order or direction by the Board or of any General Meeting or is guilty of any act or conduct detrimental to the interest of the Club or other members.

#### **Board Meeting Hearings**

**2.27** The Board shall deliver in person or send a notice to the member's recorded address advising the member of any charges, the time, place and date of the Board meeting at which the question shall be determined and particulars of the member's alleged offence or conduct. At least seven (7) days' notice of such meeting shall be given and if the member fails to attend, the Board shall proceed and decide the case as if the member was present.

#### **Censure/ Suspension**

**2.28** If after hearing the evidence the Board considers that the charge is sustained, they may censure the member or suspend the member for a specified period not exceeding 12 months during which the member is denied access to any or all privileges, facilities and rights of the Club.

#### **Expulsion**

**2.29** If, in the opinion of the Board, a member's action is so detrimental to the interests of the Club that expulsion is warranted, the Board shall call a Special General meeting to decide the issue.

**2.29.1** The member whose expulsion is under consideration shall be invited to present his case at the Special General meeting and if a Special Resolution supporting that expulsion is passed the expulsion shall take effect immediately.

**2.29.2** Notwithstanding any such expulsion, the member so expelled shall be liable to the Club for all monies due by the member at the time of expulsion. No person shall be

entitled to take action or proceedings against the Club in respect of any such censure, suspension or expulsion and must conform to the decision of the Board or the Special General Meeting.

- 2.29.3** An expelled member forfeits all rights to be nominated for membership at any future date.

## **PART THREE**

### **MANAGEMENT**

#### **Section One - Structure**

##### **Composition of the Board of Management**

- 3.1** The management of the Club shall be vested in a Board of Management consisting of the following officers:

President – shall be official head of the club and chairman of the Board, presiding at all meetings and functions of the Club

Vice President

Finance Director

Captain and Director of Golf

Vice Captain

Course Director

House and Social Director

Director of Lady Members

##### **Appointment of Staff**

- 3.2** The Board may appoint a paid General Manager who shall also be the Club Secretary and may appoint other key employees for the efficient control, conduct, administration and management of the Club under terms and conditions as determined by the Board.

**3.2.1** The Board may from time to time appoint an acting General Manager during any absence of the General Manager.

**3.2.2** The General Manager shall report to the Board through the President and should normally attend all meetings of the Board where he shall have the right to speak.

##### **Committees General**

- 3.3** To assist and advise the members of the Board in the performance of their duties and exercise of their rights and powers, there shall be seven (7) Management Committees.

##### **Management Committees**

- 3.4** The Management Committees shall be:

- 3.4.1** The Membership and Public Relations Committee chaired by the Vice President,
- 3.4.2** The Finance Committee chaired by the Director Finance,
- 3.4.3** The Match Committee chaired by the Captain and Director of Golf,
- 3.4.4** The Course Committee chaired by the Director Course,
- 3.4.5** The House Committee chaired by the Director House and Social,
- 3.4.6** The Junior Members Committee chaired by the Vice Captain.
- 3.4.7** The Lady Members Committee chaired by the Director of Lady Members.

### **Composition of Management Committees**

- 3.5** Each Management Committee shall comprise as many members as the Board shall from time to time determine. Apart from the Chairman, and with the exception of the Junior Members Committee, one member of each Management Committee shall be elected in General Meeting. The other members of these Committees (Except the Lady Members Committee) may be appointed by the Board on the recommendation of the relevant Committee chairman from other Club members who, in the opinion of the Management Committee, can give special services or knowledge.

### **Eligibility for Appointment**

- 3.6** All ordinary and life members shall be eligible to be appointed by the Board or to stand for election to vacant positions on any of the management committees providing that candidates for election have been members of the Club for a minimum of two (2) consecutive years and are financial at the time.
  - 3.6.1** Junior members over the age of sixteen (16) years may be appointed by the Board to the Junior members Committee and may hold office for such periods as determined by the Board and as may be prescribed in the By-Laws from time to time.

### **Notification of Appointments**

- 3.7** Particulars of all prospective Management Committee appointments shall be posted on the notice-board at least fourteen (14) days before their consideration by the Board.

### **Powers and**

**Functions**

**3.8** Management Committees shall exercise such powers and perform such functions as determined by the Board and as may be prescribed in the By-Laws from time to time and ratified by the Board.

**Lady Members  
Committee**

**3.9** Other than the election of the Director of Lady Members, the financial Lady members shall have the power to elect their own Committee and arrange all affairs relating to the management and administration of golf activities for female members of the Club but only in accordance with this Constitution and as prescribed in the By-Laws from time to time. Any rules adopted by the Lady Members Committee in the exercise of such powers shall be submitted by the Director of Lady Members to the Board for approval.

**3.9.1** In so far as their affairs in any way affect male members whether directly or indirectly, the Lady Members Committee shall seek instruction from the Board through the Director of Lady Members or the appropriate management committee or both.

**Sub Committees  
Board may  
appoint**

**3.10** The Board may from time to time appoint sub-committees from Board members, members of Management Committees or members of the Club and may delegate to these sub-committees such powers and duties as the Board may determine. The Board may recall or revoke any such appointments or delegation.

**3.10.1** All sub-committees shall conduct their business in accordance with this Constitution and directions of the Board and conform to any By-laws that may be prescribed by the Board.

**President  
Ex-officio**

**3.11** The President of the Club shall be an ex-officio member of all Management Committees and sub-committees.

**Section Two**

**Election and Nomination of Members of the Board**

**Eligibility for  
Election to  
The Board**

**3.12** All ordinary and life members shall be eligible to stand for all positions on the Board providing they have been ordinary members for a minimum of four (4) consecutive years and are financial at the

time, except that candidates for the positions of President, Vice President, Captain and Vice Captain shall be ordinary 7 day members, or life members.

**Election by  
Ballot**

- 3.13** All members of the Board shall, subject to this Constitution and procedures prescribed in the By-Laws from time to time, be elected by secret ballot, voting at the Annual General Meeting of members.

**Terms of  
Office**

- 3.14** The Term of Office for all Directors, shall be for two years, when existing Directors are eligible to re-nominate.

**Assumption of  
Appointments**

- 3.15** Elected members of the Board shall assume their appointments at the conclusion of the Annual General Meeting at which their election is declared.

**Nominations**

- 3.16** Nominations for members of the Board shall be in writing and signed by two ordinary members eligible to vote and the nominee, and must be in the hands of the General Manager at least twenty-eight (28) days prior to the Annual General Meeting.

**3.16.1** A list of members nominated for election for office, arranged in alphabetical order and indicating the retiring members, shall be displayed by being affixed to the notice-board for a period of not less than twenty-one (21) days immediately prior to the Annual General Meeting.

**3.16.2** If no more persons are nominated for any office than there are vacancies, the chairman of the Annual General Meeting shall declare such persons duly elected. If sufficient candidates are not nominated to fill the vacancies, the Board shall fill the vacancy at its next meeting.

**Casual  
Vacancy**

- 3.17** Any vacancy occurring during the period of office of members of the Board may be filled by the Board, and any person so appointed shall hold office for the remaining term of office of the person replaced.

**Vacation of  
Office**

- 3.18** The office of President, Vice President or any other member of the Board, shall be deemed vacated if the person filling it:

**3.18.1** ceases to be a member in an appropriate category, pursuant to clause 2.2 of this Constitution, or

**3.18.2** holds any place of profit under the Club, or

**3.18.3** becomes bankrupt or assign his estate in pursuance of any statute relating to bankruptcy or insolvency for the time being in force in this state, or

**3.18.4** takes up permanent residence outside this state, or

**3.18.5** fails to attend three consecutive monthly meetings of the Board without leave of absence.

**3.18.6** if convicted on indictment of an offence against any Australian Law, or any other Law in connection with fraud or theft.

### **Section Three**

#### **Responsibilities and Powers of the Board**

##### **General**

**3.19** The Board shall manage and control all the business of the Club and shall exercise such powers as are prescribed in this Constitution and By-Laws that are not required to be dealt with by the members in General Meeting and generally do everything in their power to further the objects of the Club.

##### **Declaration of Interests**

**3.20** Any member of the Board who has a pecuniary or other interest in a matter that the Board may be considering must declare his interest and not vote on any motion relating to that matter.

##### **Board Meetings and Quorums**

**3.21** The Board shall meet at least once per month at such times and places as the President shall determine. No business shall be transacted at any Board meeting unless a quorum is present at the place and time the meeting proceeds to business. Five (5) members of the Board actually present at a meeting shall form a quorum.

**3.21.1** A Board meeting shall be called within seven (7) days of a written request signed by any three (3) members of the Board or when directed by the President.

**3.21.2** A Board meeting shall be presided over by the President or in his absence the Vice President. In the absence of both the President and Vice President any other member of the Board shall be elected by those present to chair the meeting.

##### **Annual**

- Budget**                    **3.22**    The Board shall cause to be prepared a budget of projected income and expenditure in advance of each financial year. An explanatory summary of the budget and any subsequent variations thereto shall be placed on the notice-board for the information of the General Body of members at least twenty-one (21) days prior to the Annual General Meeting.
- Financial Status Reports**                    **3.23**    The Board shall cause to be prepared quarterly resumes of the financial status of the Club, which shall be displayed on the notice board together with appropriate explanatory comments.
- Future Development of the Club**                    **3.24**    The Board shall:
- 3.24.1**    Cause the preparation and maintenance of a Future Development Plan for the foreseeable future.
- 3.24.2**    ensure that copies of the Future Development Plan are readily available for perusal on request by the members.
- 3.24.3**    the Future Development Plan is to include all foreseen major construction works of a significant capital nature including proposed significant alterations to the golf course or clubhouse or both.
- Delegates**                    **3.25**    The Board may appoint an ordinary member as a delegate of the Club at meetings of relevant golf related associations or other bodies.
- General Powers of the Board**                    **3.26**    The Board may exercise all such powers and do all such things as are permitted under this Constitution and which are not hereby or by statute required to be done by the members in General Meeting. These powers include the making of By-Laws in respect of any matter within the power of the Club or of the Board, but subject nevertheless to the provisions of any applicable Western Australian laws and the Constitution and directions given from time to time by the members in General Meeting.
- 3.26.1**    The power to make By-Laws under this Constitution shall include the power to rescind or vary any By-law.
- Particular Powers of the Board**                    **3.27**    Without limiting the generality of the foregoing, the Board shall have the power to make By-Laws not inconsistent with any provisions of this Constitution in respect of the following matters:
- 3.27.1**    the admission of members of the Club with restricted rights and the rights and privileges of such members and the closing and opening of any category of membership,

- 3.27.2** the terms and conditions upon which members and visitors shall be permitted to use the premises and property of the Club,
- 3.27.3** the manner in which, and the conditions upon which, any membership of the Club including life membership, may be terminated by the member or the Club or suspended by the Club,
- 3.27.4** the rights and privileges to be accorded to members of any category thereof and the qualifications, provisions and restrictions (if any) to be imposed upon them either generally or in their use of the grounds, premises, amenities and facilities of the Club in regard to their dress and conduct whilst upon the Club property or premises or any part thereof,
- 3.27.5** the setting aside of the whole or any part or parts of the Club premises for members of any category or visitors at any particular time or for any particular purpose or purposes,
- 3.27.6** the times of opening and closing of all or any part or parts of the Club premises or property,
- 3.27.7** the procedure at and conduct of meetings of members of the Club and of the Board of management and of any committees or sub-committees,
- 3.27.8** arrangements with any other clubs or associations for any purpose in keeping with the objects of the Club including reciprocal membership with other golf clubs,
- 3.27.9** the purchase, sale and control of intoxicating and other liquors or goods, or both,
- 3.27.10** the employment, duties, remuneration, bonuses, privileges and direction of all paid employees of the Club, and
- 3.27.11** the committees and sub-committees appointed or to be appointed for any purpose connected with or arising out of the management or control of the Club including the appointment, removal, qualifications, duties, functions, powers and privileges of such committees and sub-committees.

**Sanctions for Assistance**

- 3.28** The Board shall have power to sanction any member of the Club to assist a member of the Board in the performance of his duties.

**Appointment of**

**Professional**           **3.29**   The Board shall have the power to appoint an appropriately qualified Professional golfer to be the Club Professional under terms and conditions determined by the Board.

**Appointment of Patron**           **3.30**   The Board shall have the power to invite a suitable person to be Patron of the Club and to determine the period of such appointment. The appointment of Patron shall be subject to the concurrence of members in General Meeting.

## **Section Four**

### **Responsibilities of Members of the Board**

**Responsibilities of all Board Members**           **3.31**   The prime responsibility of all Board Members is to act collectively under the Chairmanship of the President to manage the Club in the best interests of all Club Members. Additionally, individual Board Members shall chair such Sub Committee's as may be prescribed in this Constitution and/or By-laws from time to time.

**Responsibilities of the President**           **3.32**   The President shall be the principal officer of the Club and Chairman of the Board. The President or an appointed delegate shall represent the Club as appropriate, at meetings of relevant golf related organisations and associations.

**Responsibilities of the Vice President**           **3.33**   The Vice President shall chair the Membership and Public Relations Committee, deputize for the President when necessary, and as a member of the Board, participate in the overall management of the Club.

**Responsibilities of Director Finance**           **3.34**   The Director Finance shall chair the Finance Committee and as a member of the Board participate in the overall management of the Club.

**3.34.1**   The Director Finance shall ensure that correct records and accounts are kept that show the financial status of the Club and he shall be responsible for the preparation of financial budgets for consideration by the Board and shall arrange for annual auditing.

**3.34.2**   The Director Finance shall also be responsible for such other functions as may be conferred upon him by the

Board or are as prescribed in the By-Laws from time to time, or both.

**Responsibilities  
of Captain**

**3.35** The Captain shall chair the Match Committee and as a member of the Board participate in the overall management of the Club.

**3.35.1** The Captain shall be responsible for the overall control of the playing of all social and competition golf in accordance with the Constitution and By-laws of the Club, and for such other functions as may be conferred upon him by the Board or are as prescribed in the By-Laws from time to time, or both.

**Responsibilities  
of the Vice  
Captain**

**3.36** The Vice Captain shall deputise for the Captain whenever necessary and as a member of the Board shall participate in the overall management of the Club.

**3.36.1** The Vice Captain shall chair the Junior Members Committee and be responsible for such other functions as may be conferred upon him by the Board or are as prescribed in the By-Laws from time to time or both.

**Responsibilities  
of Director  
Course**

**3.37** The Director Course shall chair the Course Committee and as a member of the Board shall participate in the overall management of the Club.

**3.37.1** The Director Course shall be responsible to ensure the proper preparation and maintenance of the course to a standard acceptable for the playing of social and competition golf, and for such other functions as may be conferred upon him by the Board or are as prescribed in the By-Laws from time to time or both.

**Responsibilities  
of Director  
of Lady Members**

**3.38** The Director of Lady Members shall chair the Lady Members Committee and participate in the overall management of the club.

**3.38.1** The Director of the Lady Member's Committee shall be the official representative to the Board in all matters in relation to the Lady Members Committee and for such other functions as may be conferred upon her by the Board or are as prescribed in the By-laws from time to time or both.

**Responsibilities  
of House and**

**Social Director**      **3.39**    The House and Social Director shall chair the House Committee and as a member of the Board shall participate in the overall management of the Club.

**3.39.1**    The House and Social Director shall be responsible for Clubhouse facilities, servicing and amenities for Club social activities, and for such other functions as may be conferred upon him by the Board, or are as prescribed in the By-Laws from time to time or both.

**Responsibilities  
of the General Manager  
and Club  
Secretary**

**3.40**    The General Manager shall be responsible to the Board for duties related to the general management and administration of the Club's activities as determined by the Board. These responsibilities shall include the overall supervision and control of all employees of the Club including, subject to Board concurrence or direction, the appointment and dismissal of such employees.

**3.40.1**    as Club Secretary, he shall under the control of the Board and subject thereto keep or cause to be kept on the Club's premises

**3.40.2**    a register of resolutions and proceedings of all meetings of the Club and the Board properly entered in a minute book for the purpose,

**3.40.3**    all original correspondence received by the Club and copies of all outward correspondence,

**3.40.4**    a proper register of members which shall record the names, addresses and date of entry into the Club and membership category/class of all members and the date of the latest payment by each member of his or her subscription,

**3.40.5**    a proper register of the members of the Board which shall record their names and addresses, and

**3.40.6**    any other documents and securities of the Club.

**3.40.7**    The General Manager shall be responsible to the Board for the day to day management of the physical, financial and human resources of the Club. He shall also provide the Board with pro-active and timely advice and secretarial support services, and use his best endeavours to ensure that the Club's traditions, standards and values are maintained.



- |   |                                   |   |
|---|-----------------------------------|---|
|   | member                            | of the basic charge.  |
|   | <b>4.3.10</b> Transient Class A   | as defined in the By-laws from time to time.  |
|   | <b>4.3.11</b> Transient Class B   | as defined in the By-laws from time to time.  |
|   | <b>4.3.12</b> Sub-Junior & Junior | A percentage (%) of basic charge as defined in the By-laws from time to time.   |
| <b>Annual Subscriptions -Senior</b>     | <b>4.4</b>                        | Annual subscriptions for senior classes of ordinary membership shall be discounted by ten per cent (10%) from that required to be paid by the corresponding ordinary 7 day or 6 day or 5 day member.  |
| <b>Payment of Fees</b>                  | <b>4.5</b>                        | All applications for membership shall be accompanied by the prescribed Nomination Fee for the Category/Class of membership concerned. This nomination fee will be refunded in full if the application is unsuccessful. On acceptance as a member, the new member shall pay all membership fees, levies and other charges applicable to their membership category. |
| <b>Subscriptions Payable in Advance</b> | <b>4.6</b>                        | All annual subscriptions except the first subscription of a new member are payable in advance and shall be due and payable on the 1st January each year. Further annual subscriptions may be paid in instalments, these instalments shall attract an administration charge as determined by the Board and prescribed in the By-Laws from time to time.            |
| <b>Payment in two Moieties</b>          | <b>4.7</b>                        | If the annual subscription is to be paid in two equal moieties, the first of these shall be due and payable on the 1st of January and the second due and payable on the 1st of July. The second moiety shall attract an administration charge as determined by the Board and prescribed in the By-Laws from time to time.   |
| <b>Transfer of Category</b>             | <b>4.8</b>                        | A member may apply at any time to change to a different category/class of membership. An upgrade of membership shall take effect immediately. A downgrade of membership shall take effect at the commencement of the next financial year of the Club. Such application shall be in writing, and shall include the reason for such request.                        |
|   | <b>4.8.1</b>                      | A member may only transfer to another category or class of membership if he has been in his current membership  |

category or class for a minimum period of twelve (12) months.

**4.8.2** A member who applies to transfer to a membership category for which the nomination fee, at the time of transfer, is higher than that from which he is transferring shall be required to pay the difference in those nomination fees, unless he was formerly a member in the category to which he is transferring.

**4.8.3** No refund of the difference in nomination fees shall occur when a member transfers to a category with a lower nomination fee, but if the member later transfers back to his original higher category, no additional nomination fee shall be paid. The member, so transferring back to an original higher category shall take priority on the waiting list for that category.

**Failure to Pay Annual**

**Subscription 4.9**

If any member shall fail to pay the annual subscription before the 31st day of January each year after it has become due, such member's name shall be removed from the Register unless the Board decides otherwise and shall thereupon cease to be a member and shall forfeit all rights in and any claim upon the Club and its assets.

**Explanation for  
non-payment**

**4.10**

If at any time a member shall give to the Board a satisfactory explanation for the non payment of subscriptions, the member may, at the discretion of the Board and upon payment of all arrears and a late payment penalty fee as prescribed in the By-Laws, be re-admitted without payment of a further entrance fee.

**Subscriptions in  
Arrears -**

**Restriction on**

**Rights**

**4.11**

Any member whose subscription is in arrears shall not, whilst such subscription is in arrears, use the playing or other facilities of the Club or compete for any Club prize or trophy or be nominated for any office or vote at any meeting.

**Reciprocal Club Fee**

**Adjustment**

**4.12**

The Board may approve the waiver or adjustment of entrance fees or subscriptions and for the granting of preference of membership where necessary from the waiting list, if any, where one or other of these features is, or are offered, by a club which has or is granted reciprocal rights.

**Relief from Payment  
of Fees**

**4.13**

Notwithstanding anything herein contained, the Board shall have the power in its absolute discretion to grant where circumstances warrant, in the event of a temporary financial hardship, relief from

payment in whole or in part of the annual subscription for the year in which the relief has been granted.

**Death, Resignation,  
or Transfer of  
Member**

- 4.14** The Board may approve the adjustment of nomination fees or subscriptions or both where a member dies, resigns or transfers to the absentee list as prescribed in the By-Laws from time to time.

**Readmittance of  
Resigned  
Member**

- 4.15** A person, who having previously been a member and who resigned his membership, may at the discretion of the Board and upon written application, be re-admitted as a member without payment of an additional nomination fee, provided that:

**4.15.1** the period between his resignation from the Club and his application for re-admittance did not exceed one half of his previous period of membership,

**4.15.2** all subscriptions and any other monies due were fully paid up at the time of his resignation as a member, and

**4.15.3** the person is re-admitted to that category of membership to which he belonged prior to his resignation or to any other category as determined by the Board as and when a vacancy occurs in the applicable category and in priority as determined by the Board.

**4.15.4** should a former member who satisfies the requirements of clause 4.15.1 apply for re-admittance to a category which at the time of such application has a higher nomination fee than the category to which he previously belonged he shall be required to pay the difference in such fees.

**4.15.5** a person who having previously been a member and who resigned his membership applies to be readmitted after a period exceeding one half of the period of his previous membership shall be subject to the entry conditions applicable to a new member.

**Pro Rata  
Subscriptions**

- 4.16** The subscription of a candidate elected to membership of any category of members during a year shall be pro rata of the annual subscriptions required for the appropriate category of membership.

**Variations to  
Payment Periods -  
Board may  
Approve**

- 4.17** The Board may approve the payment of any nomination fee or subscription in such periods as it determines. Such approval shall be prescribed in the By-Laws from time to time. Any balances of

such nomination fee or subscription, to the extent to which it remains unpaid, shall be a debt to the Club.

**Levies**

**4.18** The Board may from time to time, on the authority of a special Resolution carried at the Annual General Meeting or a Special General Meeting called for the purpose, make a levy on the members of the Club at such rate or of such amount to meet the Board's immediate requirements occasioned by a financial emergency:

**4.18.1** Or to meet the capital costs of carrying out work of a significant capital nature (other than ordinary maintenance) which the Board proposes to carry out and for which ordinary revenue, after allowing for ordinary costs of administration, may not be sufficient.

**4.18.2** The notice proposing such a levy shall be prominently displayed on the notice board for at least twenty-one (21) days before the scheduled meeting and shall clearly state the reason for making it, including a resume of the current financial status of the Club.

**4.18.3** Any failure by any member to pay a levy approved in General Meeting shall entail the same consequences as to loss or suspension of membership as would be entailed by failure to pay his subscription.

**Additional Charges**

**4.19** The Board may from time to time on the authority of a resolution carried at the Annual General Meeting or a Special General Meeting called for the purpose impose additional charges upon any or all categories of membership when such charges can be shown to be in the best interests of the Club members.

**4.19.1** The duration and method of payment of any additional charges approved in accordance with this Constitution shall be prescribed in the By-Laws from time to time.

**4.19.2** Any failure by any member to pay an additional charge approved in General Meeting shall entail the same consequences as to loss or suspension of membership as would failure to pay his subscription.

**Competition and Green Fees**

**4.20** The Board shall set appropriate fees for all competitions and shall set appropriate green fees for guests and those categories of membership as prescribed in the By-laws from time to time.

**4.20.1** The Board is authorised to waive competition and green fees at their discretion for special events.



## PART FIVE

### GENERAL MEETINGS AND VOTING

**General Meeting -  
President shall  
Preside**

- 5.1** The President of the Club shall be chairman of all General Meetings of the Club. In his absence the Vice President shall act as chairman of General Meetings. In the absence of all members of the Board, the General Meeting shall appoint one of its members to be chairman.

**Annual General  
Meetings**

- 5.2** The Annual General Meeting of the Club shall be held each year within three (3) months of the end of financial year of the Club. The purpose of the Annual General Meeting shall be the adoption of accounts and annual reports; the election of Board members or other officers and appointment of an auditor in place of those retiring; such other business as shall have been specified in a notice convening the Annual General Meeting, General Business of which fourteen (14) days prior notice has been provided and, at the discretion of the Chairman, General Business of which prior notice has not been provided.

- 5.2.1** At the Annual General Meeting the President shall submit for adoption a report of the affairs of the Club together with the accounts for the preceding financial year. At least twenty-one (21) days notice shall be given of such Annual General Meeting.

**Special General  
Meetings**

- 5.3** A Special General Meeting may be called by direction of the Board at any time. At least seven (7) days notice shall be given of a Special General Meeting. The notice shall specify the subjects to be discussed at the Special General Meeting and no business other than that specified shall be dealt with at the Special General Meeting.

- 5.3.1** The Club Secretary shall at any time within fourteen (14) days of receipt of a requisition signed by at least sixty-five (65) members of the Club entitled to vote specifying the subject to be discussed, convene a Special General Meeting.

**Extra Ordinary  
General  
Meetings**

- 5.4** An Extra Ordinary General Meeting of the Club shall not be convened except for the purpose stated in clause 6.7 of this Constitution and in accordance with the conditions of that Clause

**General Meeting****Resolutions**

- 5.5** At any General Meeting no resolutions or amendments thereto shall be declared carried unless supported by a majority and then only if a quorum of members is present and entitled to vote at the time when the meeting proceeds to business and during the conduct of the meeting.

**Quorum at General****Meetings**

- 5.6** Save as herein otherwise provided sixty-five (65) members personally present and entitled to vote shall be a quorum at a General Meeting.

**Adjournment**

- 5.7** If within one half hour from the time appointed for a General Meeting, a quorum is not present, the meeting shall stand adjourned to the same day in the following week at the same time and place and if at the adjourned meeting a quorum of members is not present within half an hour of the time appointed for the meeting, the members present shall form a quorum.

- 5.7.1** The chairman may, with the consent of the meeting, adjourn the meeting from time to time and place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting for which the adjournment took place.

**Notices to  
Members**

- 5.8** A notice shall be given by the Club to any member either personally / in writing / sending it by post to the member at the members regular registered address. When a notice is sent by post, service of the notice shall be deemed to be affected by properly addressing, prepaying and posting a letter containing the notice and shall deem to have been affected at the time at which the letter would be delivered in the ordinary course of post.

**Financial  
Members**

- 5.9** No member shall be entitled to attend or vote at any meeting of the Club unless all monies then due and payable by him to the Club have been paid.

**Voting**

- 5.10** At any General Meeting only financial Ordinary and Life members shall be entitled to vote.

**Proxy and Absentee  
Voting**

- 5.11** No proxy voting shall be allowed at any General Meeting or at Board, Management Committee or sub-committee meetings. All members shall vote personally, except for members given approval to lodge an absentee vote as prescribed in the By-Laws.

**Voting and  
Ballots**

- 5.12** Except as provided elsewhere in this Constitution all questions shall be decided by a show of hands unless a ballot be requested by at least ten (10) of the members present and entitled to vote. Any

such ballot shall be held without adjournment and the results of the ballot be deemed to be the resolution of the meeting at which the ballot is requested. The ballot will be conducted in any manner as decided by the Chairman of the General Meeting.

**Obligatory  
Ballots**

- 5.13** Voting by ballot shall be obligatory for all motions concerning the election of officers, changes to this Constitution, proposals for expulsion, the setting of the basic charge where any proposed increase is in excess of ten (10) per cent of the current basic charge, the imposition of any levies or additional charges and items of major capital expenditure where the expenditure on any single item exceeds 10% of the annual budgeted nett income.

**Proportional  
Voting**

- 5.14** Subject to being financial, all Ordinary and Life Members as defined in Clause 2.2 of this Constitution except for Provisional Members, shall be entitled to an equal value vote at all General Meetings of the Club. This includes all such members on authorised Leave of Absence.

**Declaration by  
Chairman**

- 5.15** At any General Meeting, unless a ballot is required, a declaration by the chairman that a resolution has or has not been carried and an entry to that effect in the book of proceedings of the Club shall be conclusive evidence of the fact without proof, of the number or proportion of the votes recorded in favour of or against the resolution.

## PART SIX

### GENERAL

- |   |  |
|---|--|
| <b>Guests</b>                               | <p><b>6.1</b> A member may introduce guests, up to five (5) in number per day, to the privileges of the Clubhouse and amenities of the Club on such conditions as are prescribed in any applicable legislation and as prescribed in the By-Laws.</p>   |
| <b>Auditor</b>                              | <p><b>6.2</b> The Club shall in General Meeting annually appoint a qualified accountant as an auditor who shall not be a member of the Club.</p> <p><b>6.2.1</b> The Board shall have the power to fill any vacancy in the office of auditor resulting from the death, resignation or loss of qualification of the auditor.</p> <p><b>6.2.2</b> The auditor shall audit the accounts of the Club and shall report in writing to the Annual General Meeting as to the truth and fairness of the accounts of the Club submitted to that meeting.</p>   |
| <b>Common Seal</b>                          | <p><b>6.3</b> The Club shall have a common Seal which shall be kept in the custody of the Club Secretary at the Club.</p> <p><b>6.3.1</b> The Common Seal shall not be affixed to any instrument except:</p> <ul style="list-style-type: none"> <li>(i) By the authority of a resolution of the Board, and</li> <li>(ii) In the presence of at least two (2) members of the Board each of whom shall sign every instrument to which the Common Seal is affixed in their presence.</li> </ul> <p><b>6.3.2</b> A register of the usage of the Common Seal shall be maintained by the Club Secretary.</p> |
| <b>Indemnities</b>                          | <p><b>6.4</b> All officers, whether honorary or paid, and all employees of the Club are hereby indemnified against all liability properly incurred by them in the performance of their duties or for the benefit of the Club.</p>  |
| <b>Private Family or Business Functions</b> | <p><b>6.5</b> Members may, at their expense, with the approval of the Board, hold private family or business functions with or without a meal, with no limitation on the number of guests. Members wishing to avail themselves of this opportunity must give at least forty-eight (48) hours prior notice to the General Manager.</p>  |

**Inspection of  
Records**

- 6.6** Upon reasonable prior written notice, any member may inspect and make a copy of or take an extract from, but not remove from the office of the Club, the register of members, the register of Board members, minutes of General Meetings, and published accounts of the Club during normal office hours.

**Winding Up**

- 6.7** If the Board is of the opinion that the Club should be wound up, or on the application in writing made to the Board by not less than sixty-five (65) members entitled to vote signifying their desire that the Club be wound up the Board shall convene an Extra Ordinary General meeting to consider the question.

**6.7.1** At such Extra Ordinary General Meeting a special resolution shall be required to be passed to wind up the Club .

**6.7.2** If, on the winding up of the Club, any property of the Club remains after satisfaction of the debts and liabilities of the Club and the costs, charges and expenses of that winding up, that property shall be distributed:

(i) to another incorporated association having objects similar to those of the Club, or

(ii) for charitable purposes.

**6.7.3** The particular incorporated association or purposes, as the case requires, shall be determined by resolution of the members when authorising and directing the Board under Section 33 (3) of the Act to prepare a dissolution plan for the distribution of the surplus property of the Club.

**Copy of Constitution  
and By-Laws**

- 6.8** Every member of the Club shall be entitled to a copy of this Constitution and any By-Laws made pursuant thereto and may obtain same from the office of the Club during normal office hours.