



GOSFORD GOLF CLUB
CONSTITUTION
OF THE GOSFORD GOLF
CLUB Ltd.

Adopted by Special Resolution on August 20th, 2019

By-Laws amended September 26th, 2023

Constitutional amendment September 20th, 2022

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THE CORPORATIONS ACT 2001

A Company limited by Guarantee and not having a Share Capital.

CONSTITUTION OF GOSFORD GOLF CLUB LIMITED

ABN 29 000 318 187

WE the several persons whose names and addresses are subscribed hereby agree to the foregoing Constitution of the Gosford Golf Club Limited.

Name, Addresses and Description of Subscribers

Paul Scholberg POINT CLARE NSW 2250	President
Dr Michael Crookes OURIMBAH NSW 2258	Vice President
Alan Keith POINT FREDERICK NSW	Treasurer
Graham Chee NARARA NSW 2250	Captain
David Medcalf KINCUMBER NSW 2251	Director
Dr Greg Skilbeck GREEN POINT NSW 2251	Director
John Harrison NARARA NSW 2250	Director

DATED this: 20/08/2019

CONSTITUTION OF THE GOSFORD GOLF CLUB Ltd

1 Definitions and Interpretations

1.1. Replaceable Rules

All of the replaceable rules set out in the Corporations Act which the Club is entitled to displace, are displaced by the rules set out in this Constitution.

1.2. Definitions

The following definitions apply in this Constitution:

- (a) **Authority** means the Independent, Liquor & Gaming Authority, or any authority which replaces it or exercises its functions;
- (b) **Board** means the board of Directors of the Club;
- (c) **Business Day** means a day that is not a Saturday, a Sunday or a public holiday or bank holiday in Sydney, New South Wales;
- (d) **General Manager** includes Secretary, Secretary/Manager and Acting Secretary/Manager/CEO;
- (e) **Club** means Gosford Golf Club Limited ABN 29 000 318 187;
- (f) **Club License** means a Club license held by the Club under section 10 of the Liquor Act;
- (g) **Corporations Act** means the Corporations Act 2001 (Cth);
- (h) **Director** means a member of the Board;
- (i) **Financial member** means a member who has paid all money owed to the Club by the due date;
- (j) **Full member** means a person who is an Ordinary member;
- (k) **Gaming Machines Act** means the Gaming Machines Act 2001 (NSW);
- (l) **Licensed Premises** means the premises of the Club to which a Club License relates;
- (m) **Liquor Act** means the Liquor Act 2007 (NSW);
- (n) **Material Personal Interest** means a material personal interest as defined by the Corporations Act;
- (o) **Month** means calendar month;
- (p) **Notice Board** means the board or boards provided in the Club House on which notices for the information of Members are posted, including the Clubs website;
- (q) **Ordinary member** means a member of the Club other than a Life member, Honorary member, Temporary member, or Provisional member;
- (r) **Office** means the Registered Office for the time being of the Club;
- (s) **Officers** includes the President, Vice President, Captain, and Vice-Captain, Treasurer and Secretary and
- (t) Members of the Board but does not include the Auditor or Patron;
- (u) **President** includes acting President;
- (v) **Registered Clubs Act** means the Registered Clubs Act 1976 (NSW);
- (w) **Register** means the Register of Members kept pursuant to the Act;
- (x) **Regulation or Rule** means any advice, direction or instruction not being a By-Law issued by the Board under the provisions of these Articles or of the By-Laws;
- (y) **Seal** means the common seal of the Club;
- (z) **Secretary** means any person appointed to perform the duties of the Secretary of the Club;
- (aa) **Sections** means group or society within the Clubs membership as approved by the Board;
- (bb) **Senior Employee** means the senior employee of the Club on duty at the relevant time;
- (cc) **Special Resolution** has the meaning defined in the Corporations Act (Cth).

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1.3. Interpretation

The following rules apply in interpreting this Constitution:

- (a) Words importing the singular include the plural and vice versa;
- (b) Words importing a gender include any gender;
- (c) Words or expressions defined in the Corporations Act, the Registered Clubs Act, the Liquor Act, or the Gaming Machines Act have those meanings unless the context requires otherwise;
- (d) Headings are for convenience only, and do not affect interpretation;
- (e) The table of contents is for convenience only and does not form part of this Constitution;
- (f) A reference to any legislation includes legislation varying, consolidating, or replacing that legislation and includes all regulations or other instruments issued under that legislation;
- (g) A decision of the Board on the construction or interpretation of the Constitution of the Club, or on any By-Laws or Rules of the Club made pursuant to this Constitution or on any matter arising therein, shall be conclusive and binding on all Members of the Club, subject to such construction or interpretation being varied or revised by the Members of the Club in General Meeting or by the Supreme Court of New South Wales.

2 Name and Structure

2.1 Name of the Club

The name of the Club is Gosford Golf Club Limited.

2.2 Company Limited by Guarantee

The Club is a non-proprietary Club and is limited by guarantee and the liability of its Members is limited as provided in this Constitution.

3. Registered Club Matters

3.1 Registered Clubs Act

- (a) Except as permitted by the Registered Clubs Act and any other applicable law, a member of the Club, whether or not the person is a Director, or member of any committee of the Club, shall not be entitled, under the rules of the Club or otherwise, to derive, directly or indirectly, any profit, benefit or advantage from the Club that is not offered equally to every Full member.
- (b) Only the Club and its Members are entitled to derive directly or indirectly, any profit, benefit or advantage from the ownership or occupation of the Club's Licensed Premises, subject to the provisions of the Registered Clubs Act or any other applicable law from time to time.
- (c) An employee of the Club must not vote at any meeting of the Club or of the Board, or at any election of the Board, or hold office as a Director.

3.2 Liquor and Gaming

- (a) Liquor must not be sold, supplied, or disposed of on the Licensed Premises to any person, other than a member, except on the invitation and in the company of a member. This rule does not apply in respect of the sale, supply, or disposal of liquor to any person at a

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function in respect of which an authority is granted to the Club under Section 23 of the Registered Clubs Act.

- (b) Liquor must not be sold, supplied, or disposed of on the Licensed Premises to any person under 18 years of age.
- (c) A person under 18 years of age must not use or operate gaming machines on the Licensed Premises.

4 Objects

4.1 General Objects

The Club has the following objects:

- (a) To conduct a golf club and provide a golf course, a clubhouse, and associated facilities for the use of members and visitors;
- (b) to promote, encourage and foster the playing of the game of golf and any other sporting activities determined by the Board from time to time, and to provide somethings incidental to the attainment of these objects;
- (c) to operate and maintain the golf course and its environs in accordance with good business and environmental practices;
- (d) to do all such other things as are necessary to foster and promote the game of golf and other sporting activities;
- (e) to establish and continue a Club for the use and benefit of its Members and to afford to its Members the usual privileges, advantages, conveniences, and accommodation of a Club;
- (f) to continue the business of a registered Club, and, to hold such licenses for (either by itself or its employees, agents, or nominees), and provide all such things, as are commonly or conveniently consumed in a Club;
- (g) to promote and advance social, cultural, educational, charitable, sporting and community activities, subject to any other provision of this Constitution;
- (h) to acquire, give, sell, mortgage, exchange, hire, lease or otherwise dispose of the property of the Club or any part of it, subject to the Liquor Act and the Registered Clubs Act.
- (i) A person under 18 years of age must not use or operate gaming machines on the Lice

4.2 Interpretation

The meaning and effect of any object shall not be restricted by any other object, and each object will be interpreted and have effect as an independent power. This rule 4 is to be interpreted so as to widen and not restrict the powers of the Club.

5 Income and property

5.1 Objects

The Club will apply its income and property solely towards promoting the objects of the Company as stated in rule 4. Subject to rule 5.3, no part of the Club's income or property may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any member.

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5.2 Board

Subject to rule 5.3, no Director of the Club will be appointed to any salaried office of the Club or any office of the Club paid by fees while still a Director.

5.3 Permitted payments

Nothing in this Constitution prevents the payment in good faith:

- (a) Of an honorarium in respect of special honorary services rendered or the repayment of out-of-pocket expenses;
- (b) of interest on money lent to the Club by a member or otherwise owing by the Club to a member;
- (c) of remuneration to any officers or employees of the Club or to any member in return for services actually rendered to the Club; (d) for good supplied to the Club; or
- (d) rent for premises leased by the Club.

6 Winding up

6.1 Limited liability of Members

Each member of the Club undertakes to contribute to the assets of the Club in the event of the same being wound up during the time that they are a member or within 1 year thereafter for payment of the debts and liabilities of the Club contracted before the time at which they cease to be a member and of the costs, charges, and expenses of winding up and for the adjustment of the rights of the contributories amongst themselves such amount as may be required not exceeding \$2.

6.2 Distribution of property

- (a) If the Club is wound up or dissolved, any property remaining after the satisfaction of the debts and liabilities of the Club must not be paid to or distributed among the Members. Any such remaining property will be given or transferred to an institution or institutions nominated by the Members which, at or before the time of such winding up or dissolution:
 - (i) Has similar objects to the Club for the predominant purpose of the encouragement of a game or sport; and
 - (ii) restricts the distribution of its income and property to its Members to an extent at least as great as is imposed on the Club under this Constitution.
- (b) If effect cannot be given to rule 6.2(a), then the remaining property shall be given or transferred to some charitable object nominated by the Members at or before the time of such winding up or dissolution.

7 Membership

7.1 Membership

- (a) The Members of the Club are those persons who:
 - (i) Were elected according to previous constitutions and were members at the date of adoption of this Constitution, or
 - (ii) have been elected, according to this Constitution, and

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- (iii) (iii) have paid their owed fees.
- (b) The following provisions apply:
 - (i) Those persons who at the date of the Special Resolution adopting this Constitution are entered in the Club's register of Members shall, at the date of adoption of this Constitution, retain the category of Membership shown in the register; and
 - (ii) those persons who are afterwards admitted to Membership after the date of adoption of this Constitution, do so in accordance with this Constitution.
 - (iii) the Board may, at its discretion, limit the total number of members, and the numbers in each category of membership.
- (c) Membership of the Club will consist of the following:
 - (i) Life Members;
 - (ii) ordinary Members, which will consist of the sub-categories set out in clause 7.1(d) below;
 - (iii) Temporary Members; and
 - (iv) provisional Members.
- (d) Ordinary Members must be under one of the following sub-categories:
 - (i) Competition Playing Members, who are entitled to attend General Meetings, vote at General Meetings, and be elected as Directors of the Club;
 - (ii) non-Competition Playing Members, who are entitled to attend General Meetings, but are not entitled to vote at General Meetings or be elected as Directors of the Club;
 - (iii) non-Playing Members, who are entitled to attend General Meetings, but are not entitled to vote at General Meetings or be elected as Directors of the Club; and
 - (iv) junior Members, who are under the age of eighteen (18) and who are not entitled to attend General Meetings or be elected as Directors of the Club.
- (e) All Life Members, Ordinary Members and Provisional Members, other than Junior Members, are entitled to introduce Guests.
- (f) The eligibility criteria for each of the categories and sub-categories of membership will be prescribed by the By-Laws from time to time, unless otherwise prescribed by this Constitution

7.2 Election of Members

- (a) A person must not be admitted as a Member unless that person is elected to Membership at a meeting of the Board, or a duly appointed election committee of the Club, with the names of those members present and voting at that meeting being recorded by the Secretary. The Board or election committee may reject any application for Membership without giving any reason.
- (b) An application for Membership must be lodged with the Secretary in a form prescribed by the Board, including the full name and address of the candidate and a statement that the candidate, if admitted, will be bound by the Constitution.
- (c) As soon as practicable after the Secretary receives an application for Membership in accordance with this Constitution, the Secretary will cause the name and address of the candidate to be displayed on the Club notice board or in some other conspicuous place in the Licensed Premises for a continuous period of not less than 1 week before the election of

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the candidate as a member of the Club. An interval of at least 2 weeks must elapse between the proposal of a candidate for election and the candidate's election.

- (d) A person elected to Membership must pay the entrance fee (if any) and first subscription, immediately after election. If the entrance fee and subscription is not paid within 1 month after the date of election to Membership, the Board may, at its discretion, cancel the election of the person to Membership.

7.3 Membership and Reciprocal Clubs

- (a) A reciprocal club is one which has signed an agreement with the Club to allow members the privileges of Membership at the reciprocal club, for short duration visits.
- (b) Persons transferring from a reciprocal club may only assume the class of Membership to which they would be entitled having regard to the length of time and class of Membership that they have enjoyed as members of the reciprocal club.
- (c) On acceptance, the applicant will be required to pay any fees the board may determine, and as agreed within any terms of agreement between the reciprocal clubs.
- (d) The Board may at its own discretion limit the number of reciprocal members admitted to the club at any one time.

7.4 Transfer of Membership Category

The Board may transfer a member from any category of Member to another category of Membership for which they are eligible, on the written request of the member, and subject to any limitation contained in this Constitution or the By-Laws. The Board may require the member to pay the difference between the entrance fee (if any) and subscription applicable to the new category of membership and the member's present category of membership.

7.5 Recognition of Service to the Club

Members who have rendered outstanding service to the Club may be elected to Life Membership by resolution of the members in General Meeting carried by a 75% majority of those members who are present and entitled to vote at that meeting, following the submission to the meeting of an appropriate recommendation from the Board. The Board may impose restrictions on the total number of Life Members, and the number allowed to be elected at one time.

7.6 Rights of Members

- (a) The rights to use the facilities and amenities of the Club are attached to the category membership held by the member. These shall be as determined by the Board, from time to time, and specified in the By-Laws as rights to:
 - (i) Attend and to vote at General Meetings;
 - (ii) vote at the election of the Board; and
 - (iii) be nominated for, elected to, and hold office on the Board, are set out in clause 7.1(d) of this Constitution and are conditional upon the member having paid all amounts due and owing to the Club under this Constitution.

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7.7 Cessation of Membership

- (a) A person will immediately cease to be a member if they:
 - (i) Resign by notice in writing to the Club, and such resignation takes effect on the date the notice is given to the Club;
 - (ii) return their membership card to the Club and state (verbally or in writing) that such return constitutes their resignation as a member, and such resignation takes effect on the date the card is given to the Club;
 - (iii) die;
 - (iv) have not paid the subscription or any other money owed to the Club within 1 month (or such longer period as may be determined by the Board) from the date upon which it falls due for payment or
 - (v) are expelled under section 11 of this Constitution, effective from the date of the Board decision.
- (b) The Board, the Secretary, or the Senior Employee, may terminate the membership of any Honorary member or Temporary member at any time without notice and without being required to give any reason.
- (c) A person who ceases to be a member for any reason, immediately forfeits all rights as a member of the Club. The person remains liable for any money due and unpaid at to the Club at the date of cessation of that person's membership, and any other money for which that person is or may become liable under this Constitution.

8 Entrance fees, subscriptions, and levies

- (a) Member's subscriptions shall be paid annually or, if the Board so resolves, by quarterly, half-yearly or monthly instalments and in advance or for more than 1 year in advance.
- (b) The Board may make charges and levies on Ordinary members for general or special purposes.
- (c) The entrance fees, subscriptions, levies, charges, and other amounts payable by members will be as prescribed by the Board, provided that the annual subscription payable by Ordinary members must not be less than the minimum amount prescribed by the Registered Clubs Act.
- (d) A temporary member is not required to pay an entrance fee or subscription.
- (e) The Board may exempt honorary members from paying an entrance fee or subscription.
- (f) The Board may prescribe the time and manner of payment and all other matters not set out in this Constitution.

9 Addresses of Members

- (a) Members must advise the Club of their current address either physical or electronic as part of their membership application, for the purpose of communicating with the membership.
- (b) A member must advise the Secretary of any change in their address, or any electronic address they have nominated for service of notices

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10 Registers

The Club must keep the following registers in accordance with the Registered Clubs Act:

This includes:

1. Full name or Last name and Initials
 2. Postal Address
 3. Date of Birth
 4. Occupation
 5. Contact phone number
 6. E-mail address
- (a) A register of Full members and Life members.
 - (b) A register of Honorary members
 - (c) A register of Temporary members
 - (d) A register of persons of at least 18 years of age who enter the Licensed Premises as guests of members.

11 Disciplinary Proceedings

11.1 Disciplinary decisions

If a member refuses or fails to comply with this Constitution or the By-Laws or is, in the opinion of the Board, guilty of any conduct prejudicial to the interests of the Club, conduct which is unbecoming of a member or which shall render the member unfit for membership then the Board may (subject to the natural justice procedure set out in rule 11.2):

- (a) Reprimand the member;
- (b) suspend the member from all or any privileges of membership for such period as it considers fit;
- (c) expel the member; or
- (d) accept the resignation of the member.

11.2 Procedure

- (a) The Club must give the member written notice of any charge against them under this rule 11 at least 14 days before the meeting at which the charge is to be heard. The notice must set out the facts, matters and circumstances giving rise to the charge.
- (b) The member is entitled to attend the meeting to answer the charge or may answer the charge in writing and is entitled to call witnesses in their defence.
- (c) If the member attends the meeting:
 - (i) After the Board has considered the evidence, it must come to a decision as to the member's guilt or innocence in relation to the charge.
 - (ii) If found guilty, member must be given an opportunity to address the Board in relation to the penalty appropriate to a charge before the Board determines the penalty to be imposed.
- (d) If the member fails to attend the meeting, the charge may be heard and dealt with and the Board may decide on the evidence before it, and determine any penalty, in the member's absence.

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- (e) Any decision of the Board at the meeting or any adjournment of it, is final and the Board is not required to give any reason.
- (f) The Secretary or Senior Employee may assist the Board but must not vote.
- (g) If a notice of charge is issued to a member under rule 11.2(a), the Board, the Secretary, or the Senior Employee, may immediately suspend that member from all or any privileges of the Club by giving written notice to the member, which may be included in the notice of charge. Any such suspension may be until the charge is determined or until the finalisation of any appeal as the case may require.
- (h) The powers of the Board under this rule 11 may be exercised by a disciplinary committee of at least 3 Directors. A quorum of the disciplinary committee is 3 Directors.
- (i) A member has the right to appeal any penalty, suspension or expulsion imposed for disciplinary matters by requesting such to the Secretary within 14 days of receiving notification of a disciplinary hearing.
- (j) Appeals for such will be reviewed by an Appeals Committee whose composition will be determined by the board. The Appeals Committee must not include any members of the Board associated with the disciplinary procedure for which the appeal relates.
- (k) The Appeals Committee must convene a meeting and determine an appeal outcome within 30 days of receiving the request for an appeal.
- (l) The Appeals Committee must notify the Board with the outcome of the appeal meeting within 7 days of the determination of the appeal. The Board will notify the member of the appeals committee decision within 7 days.
- (m) A member appealing penalty, suspension or expulsion will be entitled to attend the Appeals Committee meeting in the same capacity as outlined in rule 11.2 (b).
- (n) The Appeals Committee may determine an appeal in accordance with rule 11.2 (d), if the member fails to appear at the Appeals Committee meeting.
- (o) Where the person committing the offence is a director, he or she shall be excluded from the Appeals Committee.

12 Non voluntary exclusion

12.1 Grounds and procedure for exclusion

- (a) The Secretary, the Senior Employee, or any other authorised person (as defined in the Liquor Act) may refuse to admit to, remove from, or require to leave, the Licensed Premises or any other property owned or occupied by the Club any person who:
 - (i) Is at the time intoxicated, violent, quarrelsome, disorderly, or indecent;
 - (ii) whose presence on the Licensed Premises or such other property (as the case may be) renders the Club or the Secretary liable to any penalty under any applicable law;
 - (iii) who smokes, within the meaning of the *Smoke-free Environment Act 2000 (NSW)*, while on any part of the Licensed Premises or such other property (as the case may be) that is a smoke-free area within the meaning of that Act;
 - (iv) who uses, or has in their possession, while on any part of the Licensed Premises or such other property (as the case may be) any substance suspected of being a prohibited plant or a prohibited drug; or

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- (v) whom the Club or the Secretary, under the conditions of the Club License or according to a term (of the kind referred to in section 134 or section 136D of the Liquor Act) of a local liquor accord, is authorised or required to refuse access to the Licensed Premises; or
 - (vi) is a member, and whose conduct, in the opinion of the Secretary, Senior Employee or other authorised person (as the case may be) may be prejudicial to the interests of the Club, unbecoming of a member, or which may render the member unfit for membership.
- (b) If a member is refused admittance to, removed from, or required to leave the Licensed Premises or any other property owned or occupied by the Club under rule 12.1(a) the Secretary or Senior Employee may immediately suspend that member from any or all privileges of membership for up to 6 weeks or until any charge issued under rule 11.2(a) is heard and determined by the Board or disciplinary committee (whichever is earlier). A report of such suspension must be made to the Board or its disciplinary committee.
 - (c) Nothing in this Rule limits section 77 of the Liquor Act.
 - (d) The rules of natural justice do not apply to rule 12.1(a) or rule 12.1(b).

12.2 Club policies

The Board, the Secretary, or the Senior Employee may at any time organise and enforce the exclusion from the Licensed Premises of any member or other person in accordance with the Club's responsible service of alcohol policy or responsible conduct of gambling policy, or any applicable law.

13 Patrons

The members in General Meeting may appoint a Patron or Patrons upon a recommendation being made by the Board to the meeting.

14 Playing Guests

- (a) A member may introduce playing guest to the Club, provided that a Temporary member may only introduce guests who are under 18 years of age and in relation to whom the Temporary member is a responsible adult.
- (b) A member must not introduce as a guest any person who has been expelled from the Club or who is suspended from membership.
- (c) A guest must at all times remain in the reasonable company of the member who has introduced them to the Club and must not remain on the Licensed Premises any longer than that member.
- (d) A member must ensure that the Club's register of guests is duly completed in relation to any guest they introduce to the Licensed Premises (except if the guest is under 18).
- (e) A member is responsible for the conduct of their guests.
- (f) The Board, the Secretary, or the Senior Employee, may refuse a guest admission to, or require the guest to leave, the Licensed Premises or any other property owned or occupied by the Club at any time without notice and without being required to give any reason.
- (g) The Board may make By-Laws regulating the terms and conditions on which guests may be admitted to the Club.

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15 Board of Directors

15.1 The Board

- (a) The Board shall consist of seven (7) Directors, comprising a President, Vice President, Captain, Treasurer and 3 other Directors.

15.2 Eligibility

- (a) Any full or life member in a playing member category is eligible to stand for election to the Board subject to exclusions detailed in section 15.2(b).
- (b) A member is not eligible to be nominated for or elected to the Board if the member:
 - (i) Has been found guilty of a charge in disciplinary proceedings under this Constitution within the period of 2 years immediately prior to the date determined for the Annual General Meeting in that Board election year under rule 15.3;
 - (ii) is a former employee of the Club whose services were terminated by the Club for misconduct; or has at any time been convicted of an indictable offence;
 - (iii) fails to disclose in accordance with the Corporations Act the nature of any Material Personal Interest in a matter that relates to the affairs of the Club;
 - (iv) is a director of any other registered club at the time the Authority appointed an administrator to that registered club pursuant to section 57H(2)(h) of the Registered Clubs Act, at any time within the last 6 years;
 - (v) has been removed from office as a director or secretary of any other registered club by the Authority, at any time within the last 6 years;
 - (vi) has been disqualified from holding a liquor license or being the manager of liquor licensed premises, at any time within the last 6 years;
 - (vii) has been declared by the Authority to be ineligible to stand for election or to hold office in the position of secretary or director of any other registered club, at any time within the last 6 years;
 - (viii) is an employee of the Club
 - (ix) is the current Returning Officer of the Club.

15.3 Election

- (a) The Board shall determine the appropriate nominations of positions to the Board with the view to ensure the optimum efficiency of the Board.
- (b) No election term shall exceed three (3) years.

15.4 Triennial Rule and Subsequent General Meeting

It is desirable that replacement of Board members should be staggered over the three-year term of office for the Board members, so that only one third of the Board are replaced, in order to retain corporate membership and business continuity. In general, it's desirable that the President and Vice President should not be replaced in the same election, and similarly the Captain and the Treasurer should not be replaced in the same election. The remaining Directors should be up for election in alternate years, so that one existing member is re-elected, or a new member is elected every year

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Filling of casual vacancies on the Board by a Director who will serve out the elected term of the retiring Director should minimise the need to invoke the Triennial rule, however, where a majority of the Board resigns or is removed at general meeting by the membership, at the same time, then the Triennial Rule will come into effect, such that some directors will be elected for one, some for two, and some for three-year terms, according to the following:

- (a) President and Treasurer are to be elected for three-year term;
- (b) Captain and Vice President for a two-year term initially; and
- (c) other Directors elected for 1, 2, and 3-year terms, decided by lot.

At subsequent general meetings, where the triennial rule is in effect, the term of appointment for directors will revert to the three-year period once the Triennial appointment period has expired.

- (a) At each general meeting held while the triennial rule is in force (other than the first such meeting) the number of Members required to fill vacancies (other than casual vacancies) on the Board shall be elected and shall, unless otherwise disqualified hold office for three (3) years.
- (b) A person who fills a casual vacancy in the office of a member of the Board elected in accordance with this Article shall, unless otherwise disqualified, hold office expiration of the Board member that has been replaced.
- (c) A person who fills a casual vacancy in the office of a member of the Board elected in accordance with this Article shall, unless otherwise disqualified, hold office until the next succeeding Annual General Meeting.
- (d) In the event that the number of candidates nominated for any position on the Board exceeds the number required to be elected, a ballot shall be held prior to the Annual General Meeting as provided for. Ballot papers shall be emailed or posted to members eligible to vote for the election of the Board of Directors, for completion and return either by mail or delivered to the office of the Club during office hours prior to closing date.

15.5 A person whose term of office as a member of the Board expires is not for that reason ineligible for election for a further term.

15.6 Voting Procedure

- (a) Except as hereinafter provided nominations for election to the Board shall be made in writing signed by two (2) Full or Life Members of the Club entitled to attend and vote at General Meetings and by the nominee who shall state the office or offices for which the nominee is nominated.
- (b) Nominations shall be lodged with the General Manager at the office of the Club at least twenty-one (21) days prior to the date of the Annual General Meeting at which the election is to take place. The General Manager shall forthwith post notification of such nominations on the Club notice board.
- (c) Members eligible for election to the Board may be nominated for more than one office and in the event of their being elected to the senior office as hereinafter provided shall be deemed to have been eliminated from candidature for election to the junior office. For the purpose of these Articles the order of seniority of offices shall be:

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- Firstly: President
- Secondly: Vice-President
- Thirdly: Captain
- Fourthly: Treasurer
- Fifthly: Ordinary Board member

(d)

- (i) If the number of candidates duly nominated for any office does not exceed the number required to be elected, the candidate or candidates nominated shall be declared elected at the Annual General Meeting.
- (ii) If insufficient nominations be received for any offices the candidate or candidates, if any, nominated shall be declared elected at the Annual General Meeting and nominations may with the consent of the nominee, be made orally at the Meeting for the vacancies then remaining. If more than one candidate is nominated for such vacancies an election by ballot for such vacancies shall be held at the meeting.
- (iii) If the number of candidates nominated shall exceed the number required to be elected, a ballot shall be taken prior to the Annual General Meeting as provided by By-Law provided that the ballot shall be counted by a Returning Officer and two or more scrutineers appointed by the Board. A candidate for any position shall not be appointed as Returning Officer or as a scrutineer. In the event of an equality of votes in favour of two or more candidates the Chairman of the Meeting shall draw lots between the candidates having an equality of votes so as to ensure the election of the necessary number to fill the vacancies.
- (iv) The voting paper or papers shall contain in alphabetical order the names of all duly nominated candidates for the respective positions .
- (v) The voter shall mark his/her voting paper by making a tick or a cross, no numbers, opposite the name of each candidate for whom he/she wishes to vote.
- (vi) Any voting paper upon which the votes are not recorded for the exact number of candidates to be elected shall be rejected as informal.
- (vii) In any case of doubt as to the formality of the voting paper the matter shall be referred to the Returning Officer whose decision shall be final.
- (viii) The Board may make By-Laws consistent with this Constitution concerning, or otherwise determine, the procedure as to nominations and the conduct and declaration of the election.
- (ix) The Board may at any time appoint a Director pursuant to section 30(1) (b1) of the Registered Clubs Act, provided that the total number of Directors must not exceed any maximum prescribed in accordance with Section 10(1) (k1) of the Registered Clubs Act.
- (x) A Returning Officer shall be appointed annually by the Board. The Board will seek expressions of interest from the ordinary membership. The Returning Officer is not eligible for election to the Board.

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15.7 Removal of a member of the Board

- (a) Subject to this Constitution, the members in General Meeting may by ordinary resolution remove any Director or Directors before the expiration of their period of office, in accordance with the Corporations Act, and may by ordinary resolution appoint another eligible member or members in their place. Any member so appointed will hold office only during such time as the Director in whose place they are appointed would have held the same if they had not been so removed.
- (b) In addition to the circumstances in which the office of a Director becomes vacant by law or under this Constitution, the office of a Director becomes vacant if the Director:
 - (i) Dies;
 - (ii) is absent from meetings of the Board for a continuous period of 3 months or from 3 successive meetings of the Board, without leave of absence from the Board;
 - (iii) resigns by notice in writing to the Secretary;
 - (iv) becomes of unsound mind or physically or mentally incapable of performing the duties of that office as resolved by the Board;
 - (v) fails to disclose in accordance with the Corporations Act the nature of any Material Personal Interest in a matter that relates to the affairs of the Club;
 - (vi) becomes an employee of the Club;
 - (vii) ceases to be a financial member of the Club;
 - (viii) ceases to be a member eligible to hold office on the Board;
 - (ix) ceases to be a member of the Club;
 - (x) is a director of any other registered club at the time an administrator, receiver or liquidator was appointed for any reason, at any time within the last 6 years;
 - (xi) has been removed from office as a director or secretary of any other registered club by the Authority, at any time within the last 6 years;
 - (xii) has been declared by the Authority to be ineligible to stand for election or to hold office in the position of secretary or director of any other registered club, at any time within the last 6 years.

16 Operation of the Company

16.1 Powers and Duties of the Board

- (a) The business of the Club is to be managed by or under the direction of the Board.
- (b) Except as otherwise required by the Corporations Act, any other applicable law, or this Constitution, the Board.
 - (i) Has the power to manage the business and affairs of the Club; and
 - (ii) May exercise every right, power, or capacity of the Club not by law or by this Constitution otherwise required to be exercised by the Club in a General Meeting.

16.2 Property

The Board may acquire, sell, exchange, lease, license, or otherwise dispose of, all or any of the land or other property or rights to which the Club may be entitled, subject to compliance with the Registered Clubs Act.

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16.3 By-Laws

- (a) The Board may make any By-Laws consistent with this Constitution as in the opinion of the Board are necessary or desirable for the proper control, administration and management of the Club's finances, affairs, interests, effects, and property and for the convenience, comfort, and well-being of the members.
- (b) The Board may at any time amend or rescind any such By-Laws.
- (c) Any By-Laws made under this Constitution will come into force and have the full authority of a By-Law of the Club on being posted upon the Club noticeboard.

16.4 Committees

- (a) The Board may constitute committees comprising of at least 1 Director and including other persons suitable to assist and advise the Board in the discharge of its functions. Board committees will be constituted and act in accordance with resolutions of the Board.
- (b) The President has the right to be ex officio a member of all such committees.
- (c) A committee may meet and adjourn as it thinks proper.
- (d) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present and the chairperson will have a deliberative vote only.
- (e) The meetings and proceedings of any committee consisting of 2 or more members will be governed by the provisions of this Constitution for regulating the meetings and proceedings of the Board as far as they are applicable and are not superseded by any resolution of the Board.

16.5 Sections

- (a) The Board may create sections for the conduct, management and control of all or any games, sporting, or other activities in which the Club is engaged or interested.
- (b) The Board may determine the financial members eligible to participate in such sections and committees and fix or approve any supplemental subscription or any charge (whether annual or special) for such participation.
- (c) The Board may empower any such section to open and operate an account in the name of the section in such bank or financial institution as the Board approves, provided that the persons eligible to operate upon any such account must be approved by the Board, which may also remove and replace any such person.
- (d) Subject to the absolute control and supervision of the Board, each such section created shall manage its own affairs but must make regular reports to the Board (or otherwise as may be required by the Board). The minutes and records of the section or committee must also be produced regularly and promptly for inspection by or on behalf of the Board.
- (e) Subject to this rule 16.5, the constitutions and rules or By-Laws of each such section created under this Constitution may be amended by ordinary resolution of the members of such section at a general meeting of such members either annually or at a meeting convened specifically for such purpose, provided that no amendment will have effect unless and until it has been approved by the Board.
- (f) The Board may pass By-Laws for the control and regulation of such sections and also terminate and dissolve any such sections or reconstitute them on a similar or different basis.

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17 Proceedings of the Board

17.1 Board Meetings

- (a) The Board may meet together for the dispatch of business and adjourn and otherwise regulate its meetings as the Board thinks fit. The Board must meet at least twelve (12) times in a calendar year and minutes of all resolutions and proceedings of the Board must be recorded.
- (b) The President may at any time, and the Secretary must on the requisition of 3 Directors, convene a Board meeting.
- (c) The quorum for meetings of the Board must be a majority of the directors.
- (d) A Board meeting may be called or held using any technology consented to by all the Directors. The consent may be a standing one. A Director may only withdraw their consent within a reasonable period before the meeting.
- (e) The President is entitled to be the chairperson of Board meetings, but if the President is absent or unable or unwilling to act then the Vice President will chair the Board meeting. If both the President and the Vice President are absent or unable or unwilling to act, the Directors present must elect one of their number to chair the Board meeting.
- (f) All acts done by any meeting of the Board or by any person acting as a Director shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such Director or person so acting, or that the Directors or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a Director.

17.2 Notice of Board Meeting

Each Director must be given reasonable notice of each Board meeting. Actual non-receipt of notice by a Director does not result in a Board meeting being invalid, provided such notice was given.

17.3 Continuing Directors

If there is a vacancy or vacancies in the office of a Director or offices of Directors the remaining Directors may act, but if the number of remaining Directors is not sufficient to constitute a quorum at a Board meeting, they may act only:

- (a) For the purpose of requesting the members to appoint additional Directors;
- (b) to convene a General Meeting; or
- (c) to fill casual vacancies on the Board.

17.4 Voting

Subject to this Constitution, a resolution at a Board meeting must be passed by a majority of the votes cast by the members present and entitled to vote on the resolution. In case of an equality of votes the Chair of the meeting shall have a second or casting vote.

17.5 Written Resolution

- (a) The Board may pass an ordinary resolution without a Board meeting being held if a majority of director entitled to vote on the resolution sign a document containing a statement that they are in favour of the resolution set out in the document. The resolution is passed when

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the last Director signs. An electronic signature by a Director will be acceptable for this purpose unless otherwise provided by law.

- (b) Separate copies of a document may be used for signing by Directors if the wording of the resolution and statement is identical in each copy.
- (c) For the avoidance of doubt, special resolutions cannot be passed by circulating resolutions.

17.6 Attendance of Non-Directors

The President or a majority of the Directors may request the attendance at any Board meeting of any person who in their opinion may be able to assist the Board in any matter under consideration.

17.7 Procedure at Board Meetings

Subject to this Constitution and the Corporations Act, the procedure to be followed at a Board meeting will be as the Board decides.

18 Director's duties and interests

18.1 Duty to disclose Material Personal Interests

- (a) For the purposes of this rule 18, a Director has a Material Personal Interest in a matter that relates to the affairs of the Club if that Director would be considered to have a Material Personal Interest under the Corporations Act.
- (b) Unless the Corporations Act says otherwise, a Director who has a Material Personal Interest in a matter that relates to the affairs of the Club must, at a Board meeting as soon as practicable after the Director's appointment or after the Director becomes aware of their interest in the matter (whichever is later), give the other Directors notice of the interest which must include details of:
 - (i) The nature and extent of the interest;
 - (ii) the relation of the interest to the affairs of the Club; and
 - (iii) any other information the Director is required to disclose under the Corporations Act.
- (c) A Director does not need to give notice of an interest under rule 18.1(b) if he or she is not required to do so under the Corporations Act however this does not affect the Director's obligations under the Registered Clubs Act and Registered Clubs Accountability Code.
- (d) A Director who is required to disclose a Material Personal Interest to the Club under this Constitution or the Corporations Act must ensure that the nature and extent of the interest is tabled at a Directors' meeting and recorded in the minutes of that meeting.

18.2 Effect of Director having a Material Personal Interest

Each Director must comply with the Corporations Act in relation to being present, and voting, at a Board meeting that considers a matter in which the Director has a Material Personal Interest.

18.3 Standing disclosure

A Director may disclose a Material Personal Interest in the form of a standing notice to the other Directors with ongoing effect in accordance with the Corporations Act.

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18.4 Accountability Code

Directors must comply with the Registered Clubs Accountability Code as amended from time to time in accordance with the Registered Clubs Act.

19 Secretary

Only one (1) Secretary will be appointed by the Board at any time, and the Secretary will hold office on such terms and conditions (including as to remuneration) as the Board determines.

20 General Meetings

20.1 The Annual General Meeting

A General Meeting called the Annual General Meeting must be held at least once in every calendar year at such time and place as may be determined by the Board but within 5 months of the end of the Club's financial year. All General Meetings other than Annual General Meetings shall be called General Meetings.

20.2 General Meetings

- (a) The Board may convene a General Meeting whenever it considers fit.
- (b) The members may request the Board to call a General Meeting in accordance with Section 249D of the Corporations Act.
- (c) The members may call a General Meeting only in accordance with Section 249E or Section 249F of the Corporations Act.
- (d) A General Meeting convened by the Board may be postponed or cancelled at any time before the day of the meeting by the Board as it may determine.
- (e) A General Meeting called by the Board on the request of the members may be cancelled by the Board at any time before the day of the meeting, on the request of those members. Those members must pay the expenses of the cancellation unless the Board determines otherwise.
- (f) A General Meeting called by the members in accordance with the Corporations Act, may be cancelled by those members so notifying the Club in writing at least 14 days prior to the date for which the General Meeting has been called. Those members must pay the expenses of the cancellation unless the Board determines otherwise.

20.3 Notice

- (a) At least 21 days' notice specifying the place, day, and hour of a General Meeting and in the case of special business the general nature of that business must be given to all members entitled to attend and vote at that General Meeting.
- (b) A General Meeting will not be invalidated by reason only of the accidental omission to give notice of the meeting to or the non-receipt of the notice of the meeting by any member, unless the Court on application of the member concerned or any other member entitled to attend the meeting, or the Australian Securities and Investments Commission, declares proceedings at the meeting invalid.

20.4 Quorum

- (a) No business shall be conducted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. A quorum is:

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- (i) For a General Meeting which is called by, or upon request of, members, not less than 25 members who are present and entitled to vote; and
- (ii) For any other General Meeting and the Annual General Meeting, not less than 25 members who are present and entitled to vote.
- (b) If within 60 minutes from the time appointed for any General Meeting a quorum is not present, the meeting is dissolved.
 - (i) If the meeting has been convened upon by or the request of members, the meeting is dissolved.
 - (ii) In any other case the meeting will stand adjourned to:
 - A. The same day in the next week at the same time and place; or
 - B. To another day, time and place determined by the Board, but such period shall be less than 1 month
- (c) If a quorum is not present at a General Meeting resumed after an adjournment under rule 20.4(b) (ii) the members who are present will be a quorum and may transact the business for which the meeting was called

20.5 Proceedings

- (a) The business of the Annual General Meeting may include any of the following, even if not referred to in the notice of Annual General Meeting:
 - (i) The consideration of the annual financial report, Directors' report, and auditor's report
 - (ii) the election of Directors;
 - (iii) the appointment of the auditor.
- (b) The President is entitled to be the chairperson at every General Meeting. If the President is not present within 15 minutes after the time appointed for holding the meeting or is unwilling or unable to act, then the Vice President will act as chairperson. If the Vice President is not present within 15 minutes after the time appointed for holding the meeting or is unwilling or unable to act, then the members present will elect a Director or 1 of their number to be chairperson of the meeting.
- (c) Every question submitted to a General Meeting will be decided by a show of hands (unless a poll is demanded by the chairperson or by not less than 5 members) and the chairperson of the meeting shall have a deliberative vote only.
- (d) At any General Meeting (unless a poll is demanded), a declaration by the chairperson that a resolution has been carried or carried by a particular majority or lost or not carried by a particular majority and an entry to that effect in the book containing the minutes of the proceedings of the Club, shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against such resolution.
- (e) A poll demanded on a matter other than the election of a chairperson, or the question of an adjournment must be taken when and in the manner the chairperson directs. A poll on the election of a chairperson or on the question of an adjournment must be taken immediately. A demand for a poll may be withdrawn.
- (f) The chairperson of a General Meeting may with the consent of the meeting at which a quorum is present (and must if so, directed by the meeting), adjourn the meeting from time to time and from place to place. When a General Meeting is adjourned:
 - (i) Only unfinished business is to be transacted at a General Meeting resumed after an adjournment;
 - (ii) a resolution passed at a General Meeting resumed after an adjournment will be deemed to be passed on the date when it was in fact passed, and will not be deemed to have been passed on any earlier date; and

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- (iii) new notice of the resumed meeting must be given only if the General Meeting is adjourned for 1 month or more.
- (g) Minutes of all resolutions and proceedings at General Meetings must be entered within 1 month of the meeting in the book provided for that purpose. Such minutes must be signed by the chairperson of the meeting to which it relates or by the chairperson of the next meeting. A minute that is so recorded and signed is evidence of the proceeding, resolution, or declaration to which it relates, unless the contrary is proved.
- (h) Any member who wishes to bring before an Annual General Meeting any business not relating to the ordinary business of the meeting must give notice in writing to the Secretary not later than twenty-one (21) prior to the date of the A.G.M and no such business shall come before the meeting unless such notice has been given.

20.6 Voting

- (a) Each member who is entitled to vote shall have 1 vote.
- (b) Voting by proxy is not allowed:
 - (i) At any election of the Board;
 - (ii) at any meeting of the Board or of a committee of the Board;
or
 - (iii) at any General Meeting.
- (c) A challenge by a member to another member's right to vote at a General Meeting:
 - (i) May only be made at the meeting; and must be determined by the chairperson, whose decision is final.

21 Accounts and audit

21.1 Financial year

The financial year of the Club shall commence on the first day of July and end on the last day of June in each year or, subject to the Corporations Act, be for such other period as the Board may determine.

21.2 Keeping Accounts

The Board must cause the Club to keep financial records that:

- (a) Correctly record and explain its transactions and financial position and performance;
- (b) would enable true and fair financial statements to be prepared and audited.

21.3 Right of Access

A Director has a right of access to financial records of the Company at all reasonable times and after providing reasonable notice.

21.4 Financial Report

If required by the Corporations Act, the Board must cause the Club to prepare a financial report and a Directors' report that comply with the Corporations Act and must report to the members in accordance with the Corporations Act.

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21.5 Audit

If required by the Corporations Act, the Board must cause the Club's financial report for each financial year to be audited and obtain an auditor's report.

22 Executing documents

22.1 Common Seal

- (a) The Club will not have a common seal unless the Board resolves to adopt one. Any common seal adopted by the Board may only be used with the authority of the Board.
- (b) The fixing of the common seal, or any duplicate seal, to a document must be witnessed:
 - (i) By 2 Directors;
 - (ii) By 1 Director and the Secretaryor
 - (iii) By any other way resolved by the Board

22.2 Signing documents

- (a) The Club may execute a document (including a deed) without using the common seal if that document is signed by:
 - (i) 2 Directors; or
 - (ii) 1 Director and the Secretary.
- (b) Nothing in this rule 22 limits the manner in which a document may be lawfully executed by or on behalf of the Club.

23 Notices

23.1 Giving a notice

Notice may be given by the Club to any member either:

- (a) Personally;
- (b) By sending the notice by post to the address of the member recorded for that member in the register;
- (c) by sending the notice to the electronic address (if any) nominated by the member; or
- (d) by notifying the member that the notice is available and how it may be accessed (if the member has nominated electronic means by which the member may be notified that a notice is available and an electronic means by which the member may access the notice).

23.2 When notice is given

- (a) Where a notice is sent by post it is taken to be given:
 - (i) In the case of a notice convening a meeting, on the day after the day on which the notice was posted; or
 - (ii) in any other case, 3 days after the notice was posted.
- (b) Where a notice is sent by electronic means, the notice is taken to have been given on the business day after it was sent.
- (c) Where notice is given under rule 23.1(d), the notice is taken to be given on the business day after the day on which the member is notified that the notice is available.

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24 Indemnity

24.1 Indemnity

Subject to the Corporations Act, the Club must, to the extent the person is not otherwise indemnified, indemnify every officer (as defined in the Act) of the Club against a liability incurred by that person as an officer of the Club:

- (a) To a person other than the Club (including a liability incurred as a result of appointment or nomination of the Club or subsidiary as a trustee or as an officer of another corporation) unless the liability arises out of conduct involving a lack of good faith or is for a pecuniary penalty order or compensation under the Corporations Act; and
- (b) for costs and expenses incurred by the officer in defending civil or criminal proceedings except as prohibited under the Corporations Act or otherwise by law.

24.2 Insurance

Subject to the Act, the Club may enter into and pay premiums on a contract of insurance in respect of any person, to the fullest extent permitted by the Corporations Act.

24.3 Former Officers

The indemnity in favour of officers under rule 24.1 is a continuing indemnity. It applies in respect of all acts done by a person while an officer of the Club, even if the person is not an officer at the time the claim is made.

25 Amendments to Constitution

This Constitution may be amended only by a Special Resolution passed by a three-quarters majority of members eligible to vote and who are present at a General Meeting, being a meeting of which at least 21 days written notice specifying the intention to propose the resolution as a Special Resolution has been given in accordance with the Act.

26 Links

NSW Legislation

<https://www.legislation.nsw.gov.au/#/>

Registered Clubs Act

<https://legislation.nsw.gov.au/#/view/act/1976/31>

Corporations Act

<https://www.legislation.gov.au/Details/C2018C00131>

Liquor Act:

<https://www.legislation.nsw.gov.au/#/view/act/2007/90>

Gaming Machine Act

<https://www.legislation.nsw.gov.au/#/view/act/2001/127>

Smoke-free Environment Act

<https://www.legislation.nsw.gov.au/#/view/act/2000/69>



GOSFORD GOLF CLUB
BY-LAWS
OF THE GOSFORD GOLF
CLUB Ltd.

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CONSTITUTION OF THE GOSFORD GOLF CLUB Ltd

1 By-Laws

1.1. By-Laws

These By-Laws are subject to revision and alteration at the discretion of the Board. They are governed by and shall be read in conjunction with the Club's Constitution.

1.2. Changes to By-Laws

Any By-Law made under these Constitutional Rules or any alterations to or repeal of any such By-Law shall come into force and have full effect and authority and be binding upon members of the Club on being posted on the Club Notice Board.

2 Board of Directors

- 2.1 The Board shall hold regular meetings as prescribed in the Registered Club Act
- 2.2 The Board shall be responsible for enforcing the Constitution of the Club regarding the conduct of any member or any other person on the course, and in conjunction with the General Manager, in the Clubhouse.
- 2.3 All decisions of any Committee or Section shall be subject to ratification, alteration, or revocation by the Board. When the Board adopts a rule, policy or procedure, a Committee in following that rule, policy or procedure shall subsequently report its actions to the Board for approval. A Committee or Section shall not take any action which is at variance with a Board rule, policy, or procedure without Board approval
- 2.4 There shall be six standing committees and two sections, namely:
Standing Committees
 - (a) Finance
 - (b) Match
 - (c) Greens
 - (d) Election & Membership
 - (e) Planning
 - (f) House & FacilitiesSections
Ladies
F-Troop
And any such other Committees and Sections as the Board shall from time to time appoint.
- 2.5 The Board shall have power to co-opt any member or members of the Club to any such Committee or Section whether a member of the Board or not.
- 2.6 The Board may combine or disestablish Committees or Sections at any time.
- 2.7 All expenditure from the Club funds shall be subject to approval of the Board.
- 2.8 The President shall be an ex-officio member of all Committees and Sections.
- 2.9 Names of members of the Board, Committees and Sections shall be kept posted on the Clubhouse notice board.
- 2.10 All directors will have a special parking position near the Clubhouse and a reserved time space on competition sheets.

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3. Procedures for Nominating for Election to the Board and Method for Casting a Vote in Elections

3.1 Nomination for Election to the Board

- (a) Any eligible member can nominate for election to the Board, following notification of the specific dates and times as required by Clauses the 15.5 (d) and (e) of the Constitution.
- (b) Nominations must be in writing, using a nomination form created for the purpose.
- (c) Nominations can be submitted in hardcopy or electronically. A nomination submitted electronically must be accompanied by a scanned copy of the fully completed nomination form.
- (d) The Returning Officer will notify nominees of receipt of their nomination in a timely manner, prior to the closing date for nomination.
- (e) Nominations must be specifically addressed to the Returning Officer of the Club. This means the nomination can be received by in person submission of the nomination form at the registered offices of the Club, by post addressed to the Returning Officer at the club, or to a Returning Officer email address specifically established for the purpose of receiving nominations. Nomination cannot be made by email or other electronic means, to any person's personal email or social media account, or by announcing a nomination via a blog, Facebook, Twitter post or any other such means, even if the nomination form is used.
- (f) A nominee must indicate at the time of nomination which office or offices they are nominating for (see Clause 15.5(f) of the Constitution).
- (g) A nomination must be supported by two (2) Full or Life members of the Club who are entitled to vote at general meetings.
- (h) Under Clause 15.5(e) nominations shall be received no later than 21 days prior to the General Meeting at which the election of Directors is ratified. This cut-off date must be clearly indicated on the nomination form. For the purposes of this By-Law, "received" means verified as received (by date stamp or other indication of submission) at the Offices of Gosford Golf Club by 5 pm on the cut-off day. Submissions made by electronic means must be date stamped prior to the cut-off date and time by the Club's ISP.

3.2 Method of Voting

- (a) The method of voting shall encapsulate two principles:
 - i Each member can only vote for one candidate for each office up for election. Note, in most cases there is only one Director required for each office, but in the case of Ordinary Board Member offices (see 15.5(f) of the constitution), a member may vote for as many candidates as there are total numbers of offices available in this category. For example, if there are two Ordinary Board Member offices up for election and there are more than two candidates for these offices, a member may vote for no more than two (2) candidates.
 - ii All voting for election of Directors is to be by secret ballot. This specifically means that if a member writes any means of their identification on the ballot paper (for example, their name or membership number), the vote will be deemed invalid.

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- (b) The Club will use a first-past-the-post voting system and a candidate is deemed elected if they obtain more primary or first preference votes than any of the other candidates for an office, even if this is not a majority of the overall votes for that office.
- (c) A valid vote can be cast by a mark (“X” or “v” or other clear indication of intent of the voter), or the number “1” next to a candidate’s name. If more than one candidate’s name for any one office is so marked, it will be deemed valid if the Returning Officer is satisfied that there is a clear indication of the intent of the voter. For example, if a voter writes successive numbers next to more than one candidate’s names for a single office (i.e., 1, 2, 3 etc), the candidate marked “1” shall have the vote counted in their favour as a valid vote. Similarly, if a voter circles one candidate’s name only, places a tick next to one candidate’s name only, crosses out all but one candidate’s name, places a tick next to one candidate’s name and crosses out all the other candidates’ names, or simply crosses out all but one candidate’s name), the vote can be considered valid by the Returning Officer. The guiding principle should be the clear intent of the member, in the opinion of the Returning Officer.
- (d) If more than one director’s position, other than the President or the Captain, is up for election, these shall be treated as one position for the purposes of the ballot paper and voters can indicate their intent either by numbering, or other means, on the ballot paper, as long as the indicated votes do not exceed the number of positions available. For example, if there are two positions to be elected and five people nominate, a member may cast a valid vote by numbering the candidates from 1 to 5, or any number up to 5, by crossing out at least three of the candidates’ names, by ticking or circling the names of two candidates only, or any other clear indication of the preferred two candidates. In this circumstance, both votes will count as a primary or first preference votes, even if an order is indicated. If the number of indicated votes exceeds the positions available, except where the candidates have been numbered, the vote shall be invalid. The guiding principle should be the clear intent of the member, in the opinion of the Returning Officer, for the number of positions available.
- (e) In any case of doubt as to the validity of the voting paper the matter shall be referred to the Returning Officer whose decision shall be final.
- (f) Voting must be completed using a ballot form created for the purpose, or electronically, using an online method in which a voter can be deemed to have submitted a single vote for each office, but whose identity cannot be directly associated with that vote.
- (g) Where possible, there will be a single ballot form for all offices up for election. Where there are more nominations for an office than positions available, candidates’ names will appear on the ballot paper in an order determined by lot conducted by the Returning Officer.
- (h) Voting shall be concluded prior to the General Meeting at which the results of the election are to be ratified, at a date and time to allow timely counting of the votes.
- (i) The final time and date for submission of voting papers shall be published on the ballot paper.
- (j) In order to ensure that each member is submitting only one ballot paper, accompanying verification must be provided with the ballot paper. This should be by signature on hardcopy submissions, or other means, if the vote is undertaken electronically (e.g., unique login and password set up by the member).
- (k) Members who are also employees of the Club are not eligible to vote in elections for the governing board (from Registered Clubs Act 1976 Sect 30).

*Note - See Appendix 1 for Election Procedures

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4 Committees and Sections

4.1 Executive Committee

The Executive Sub-Committee shall consist of the President, Vice President, Captain and Treasurer. The President will be Chairman of the Executive Sub-Committee. The Executive Committee shall be responsible for:

- (a) The election of Committee Chairmen and composition of their Committee and Sections;
- (b) receiving and handling of all matters relating to Corporate, Federal and State Laws and any issue relative to legal or financial implication.

4.2 Finance Committee

The Treasurer of the Club shall be Chairman of the Finance Committee. The Finance Committee shall watch generally over collection and expenditure of the Club's monies and shall specifically:

- (a) Keep the Board fully informed of the progressive monthly income and expenditure of the Club;
- (b) prepare and submit to the Board a draft Balance Sheet and Statement of Income and Expenditure for submission to the Annual General Meeting;
- (c) assess and report financial performance and projections via meetings where minutes are kept for acceptance by the Board of Directors.

4.3 Match Committee

The Match Committee shall comprise the Club Captain as chair, Director of Golf, and Ladies Captain as a minimal and shall be responsible for:

- (a) Arranging the program of all matches and competitions to be played on the course;
- (b) managing and controlling all matters affecting the conduct of all matches, competitions and play on the course;
- (c) the making and varying local rules as may from time to time be deemed necessary;
- (d) dealing with and adjudicating on all disputes arising from the conduct of all matches and competitions;
- (e) selecting representative players for all matches and competitions requiring such selection and recommending for Board ratification a team Captain and Manager as and when required.
- (f) Handicapping
 - a Request for adjustments to handicaps on medical grounds will be considered by the match committee only and if an adjustment is approved the decision will be reviewed no later than 3 months from the initial request.
 - b Only the match committee can approve adjustments to handicaps and social rounds will not be considered.
 - c New members may submit social cards signed by another member to gain a handicap to commence playing competitions. The match committee or the Director of Golf can approve a new members handicap.

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4.4 Greens Committee

The Greens Committee shall be responsible for:

- (a) The oversight of all maintenance and improvement of the course;
- (b) drawing up and arrange from time-to-time schedules of proposed work on the course;
- (c) recommending, subject to the approval of the Board, the acquisitions of any plant, tools, equipment, and materials required for maintaining or improving the course and grounds;
- (d) reviewing of Course Management Plan for the course and surrounds and development of the course in an orderly and cost-effective manner, matching overall priorities with the best available options.

4.5 Election & Membership Committee

The Election and Membership Committee shall be responsible for:

- (a) Investigating all persons who have made application for Membership in accordance with the Rules of the
- (b) Club and recommending to the Board the acceptance or rejection of any applicant; the Committee may make any enquiries relative to the applicant as it shall deem necessary;
- (c) new members are to be provided with a copy of the Rules of Golf and the Constitution and By-Laws of the Club.

4.6 Planning Committee (Incorporating Grants Sub-Committee)

The Planning Committee shall be responsible for:

- (a) Development of a Master Plan for the Clubhouse and surrounds to develop the Club in an orderly and cost-effective manner, matching overall priorities with the best available options.
- (b) Co-coordinating resources in the most productive and efficient way to ensure the Club's continuing appeal to existing and potential members.
- (c) Subject to approval of the Board, recommending the purchase, sale or lease of such plant and equipment within the Clubhouse as is considered necessary for the well-being and provision of improved amenity to Club Members as determined in (a) above.
- (d) Review and maintain the computers, server, cloud-based information storage and all related matters

4.7 House & Facilities Committee (Incorporating WH&S Sub-Committee)

The House & Facilities Committee shall be responsible for:

- (a) The upkeep, maintenance, and improvement of that part of the Golf Club consisting of the interior & exterior of the Clubhouse and the adjacent areas including the parking areas.
- (b) Co-coordinating resources in the most productive and efficient way to ensure the Clubs continuing appeal to existing and potential members;
- (c) Liaise with the General Manager in regard to all matters relating to the Clubhouse and surrounding areas.

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- (d) Review and make recommendations for the renewal of all club facilities contracts including, Air Conditioning, Fire, Emergency Lighting, Security, Electricity, Water and Cleaning.
- (e) Maintain a detailed spreadsheet of all club facility contracts & records with expire dates, contact details, costs, contract SOW etc.
- (f) Make recommendations to the Board on proposed Clubhouse development or improvements.
- (g) Maintain an up-to-date maintenance schedule as required.
- (h) Must meet at least once a month.
- (i) Provide a monthly report to the Board reviewing Clubhouse activities and issues.

4.8 Ladies Section

- (a) The Ladies Section shall be responsible for Management of the business and affairs of their Members.
- (b) The Ladies Section is required to report on all activities to the Board on a regular basis.
- (c) The elected chairperson of this Section shall communicate with the Board.
Note; Appendix 3 Ladies Competitions and Conditions of Play - Appendix 4 Ladies Section Rules of Operation

4.9 F-Troop

F-Troop is an independent member section of volunteers who look after the gardens and general maintenance of parts of the course.

- (a) The F-Troop Section is required to report to the Board on a regular basis.
- (b) The elected chairperson shall be invited on the Greens Committee.

5. Reports of Committees and Sections

5.1 All reports from Committees and Sections must be submitted to the Board.

6 Principal Officers of the Club

6.1 The Principal Officers of the Club shall be:

6.1.1 The President

- (a) The President shall be the Chair of meetings of the Board. In the absence of the President the Vice President shall perform the duties of the President.
- (b) The President has the prime responsibility for the Club overall and for ensuring that Board decisions are implemented.
- (c) He/She shall be consulted in advance of any possible contentious matter relation to the Club, course, or administration. This action is not considered a courtesy but an obligation of directors, committee member or section members.

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- (d) Apart from the Chairman's responsibility of presiding at meetings he or she may be called upon to achieve a decision by way of an additional or casting vote where voting of Directors reaches a nonresult or equal division.
- (e) The President should exercise careful supervision over the work of the General Manager and other members of the Board and ensure that decisions are promptly carried out.
- (f) The President will keep all Board decisions and discussions private where appropriate and insist on Board Members observing the same rule.
- (g) The President (following election) will choose and appoint Directors to serve on various Committees apart from the Executive positions voted in by the Members at the Annual General Meeting
- (h) The President shall sign the recorded Minutes of the Board of Directors meetings, as confirmed by the Board.
- (i) He/She will have a special parking position near the Clubhouse and a reserved time space on competition sheets.

6.1.2 The Vice President

- (a) The Vice-President shall lend support to the President in providing leadership to the club overall, including the appointment of directors to committees and sections and overseeing the performance of the club,
- (b) The Vice-President shall assume the position of the President in his/her absence and will be deemed the successor if the position becomes vacant within the term,
- (c) The Vice-President shall chair Board meetings in the absence of the President,
- (d) The Vice-President shall become the ex-Officio member of any standing committee in the absence of the President,
- (e) The Vice-President shall be instrumental in the continual development of a strategic plan and ensure a strong governance program,
- (f) He/She will be a point of contact for those interested in the club
- (g) He/She will have a special parking position near the Clubhouse and a reserved time space on competition sheets

6.1.3 The Captain

- (a) The Captain shall have a sound knowledge of the Rules of Golf and will ensure that all competitions are played in accordance with those Rules. In the absence of the Captain the Vice-Captain shall perform the duties of the Captain.
- (b) The Captain may recommend to the Board any disciplinary action to be taken against a Member.
- (c) The Captain will not receive any remuneration apart from the Directors total expenses as approved at the Annual General Meeting.
- (d) He/She will have a special parking position near the Clubhouse and a reserved time space on competition sheets.

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6.1.4 The Treasurer

- (a) The Treasurer shall supervise the financial affairs of the Club and shall advise the Board on all matters relating to the financial aspects of the Club's operations.
- (b) He/She will have a special parking position near the Clubhouse and a reserved time space on competition sheets.

6.1.5 The General Manager

- (a) The General Manager shall be the Chief Executive Officer of the Club in accordance with the Registered Clubs Act.

7 Membership Classes

The Club has established several classes of membership to meet the demands of course and club facility usage. The Board has reserved the right under the Constitution to create and disestablish classes of membership as it deems necessary to manage the affairs of the Club with the general principles that:

- 7.0.1 No person with an existing class of membership should be forced to enter a new category with lesser rights, unless there is a need to limit overall the numbers in a class of membership. In this circumstance, there will be a general ballot of all members of the same class of membership.
No new category of membership shall have any gender affiliation.
- 7.0.3 Membership categories can have full, restricted or no competition playing rights, and be with or without voting and Board membership rights.

7.1 Classes of Ordinary Membership

The current classes of membership are listed below. Playing rights, restrictions, subscription details, voting and Board eligibility for each class are detailed in Appendix 2

7 Day
7 Day Advance
7 Day Advance NP
Corporate Sponsor
Country
Honorary Member
Intermediate (1) 18-21 yrs.
Intermediate (2) 22-28 yrs.
Intermediate (3) 29-35 yrs.
Junior
Life Member
Lifestyle Membership
Member on Hold
Rookies
Rookies Extension
Social NP
Social Golf Only
Staff

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7.2 Provisional Members

- (a) Any person who has lodged a duly completed application for Ordinary membership in accordance with this Constitution and pays the subscription appropriate to the class of membership sought, may be granted Provisional membership while awaiting the decision of the Board in relation to their application.
- (b) If a Provisional member is not elected as an Ordinary member within 6 weeks from the date of lodging the application, or that person's application for Ordinary membership is rejected (whichever is the earlier), that person will immediately cease to be a Provisional member and the subscription must be repaid.

7.3 Honorary Members

The following persons may be admitted as honorary members in accordance with procedures established by the Board:

- (a) The Patron or Patrons for the time being of the Club; or
- (b) any prominent citizen or local dignitary visiting the Club. For the duration of the visit, or for the duration as determined by the Board (e.g., tenure as mayor or similar)
- (c) honorary Members may be relieved of any obligation or liability with respect to the payment of entrance fees and/or subscriptions.
- (d) the Board shall have power to cancel the Membership of any honorary member without notice and without being required to give any reason.

7.4 Temporary Members

7.4.1 The following persons may be admitted as Temporary members in accordance with procedures established by the Board:

- (i) A person whose permanent place of residence in New South Wales is at least 5 kilometres from the Club's Licensed Premises or such greater distance as may be determined by the Board by bylaw;
- (ii) a full member (as defined in the Registered Clubs Act) of another registered club which has objects similar to those of the Club;
- (iii) a full member (as defined in the Registered Clubs Act) of any registered club or any interstate club who, at the invitation of the Board or of a Full member, attends on any day at the Licensed Premises for the purpose of participating in an organised sport or competition to be conducted by the Club on that day, from the time on that day when the person so attends the Licensed Premises until the end of that day;
- (iv) an interstate or overseas visitor.

7.4.2 A person may be admitted as a Temporary member for a period of up to 7 consecutive days (or a longer period approved by the Authority in writing). A person admitted under this rule 7.11(b) is only required to sign the register on the first day when they enter the Licensed Premises during that period.

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8 Guests

8.1 Member Guests

The following conditions shall apply to the introduction of playing guests:

- 8.1.1 Any member shall be entitled at any time to entertain playing or non-playing guests at the Club;
- 8.1.2 a member shall not knowingly introduce as a guest any person whose name has been removed from the register of members of the Club or who has been refused admission to membership of the Club or to membership of any other Golf Club or who has been expelled from membership of the Club or any other Golf Club.

8.2 Visiting Professionals

Visiting Members of the Professional Golfers Association (PGA) are permitted to play in Club Competitions providing that prior notice is given to Gosford Golf Club's resident Professional. Visiting Members of the Professional Golfers Association (PGA) may play in Club Competitions but will not be eligible to accept prizes.

9 Course and Club House

9.1 Use of Course and Club House

- (a) Members, guests, and visitors are required to follow any regulation established by the Board, and to comply with the laws surrounding use of liquor and gaming premises
- (b) The Board may at its discretion impose restrictions on the use of the Course or the Club House by any members or class of members for any period and may suspend or remove such restrictions for any period.
- (c) Until otherwise determined and subject to any revision which may be necessary to conform to the program of matches, events, or any variation thereof the following shall apply:
 - (i) Members and guests shall not bring food or drink into the Clubhouse or its surroundings.
 - (ii) The consumption of alcoholic beverage not purchased from the Club is prohibited within the Clubhouse and the course.
 - (iii) Members, guests, or visitors found with alcoholic beverages brought from outside will be asked to leave.
 - (iv) Members may face disciplinary action if in breach with the By-Laws.
- (d) If a group of members should establish a club or organisation, using the Clubhouse as its home, for the purpose of organised activity other than and including golf, and if such a group should have an elected committee or governing body, all members of such a committee must hold a playing membership of the Club. All members of the group whether members of the club or not must comply with these By-Laws.

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10 Competitions

10.1 A minimum of seven (7) members are required to constitute a competition.

10.2 Time sheets

- (a) Competition booking sheets for all competitions (including Public Holidays) will be available at least one week prior to the event, wherever possible.
- (b) No member or staff member may remove or move another member or visitor's name from a competition booking sheet, without the prior consent of such member or visitor to act on their behalf.
- (c) The Starter or Captain may move players on the competition booking sheet only where absolutely necessary in order to ensure the smooth flow of the game or to accommodate a player who would otherwise be deprived of a game, on condition that the player may not be moved to an earlier timeslot without their prior consent.

10.3 Lodgement of Cards

- (a) Members shall upon completion of their competition round enter their card electronically into the MiClub computers provided.
- (b) Any member who fails to do will be disqualified from the competition.
- (c) Competition Cards must be placed in the box provided for lodgement strictly in accordance with the Rules of Golf.

10.4 Club Championships

Members must have played and returned score cards for handicapping in at least six (6) competition rounds of golf in the twelve (12) month period prior to the first round of the club championships to be eligible to play in the club championships.

10.5 Representative Events

Members wishing to nominate as a member of a team to represent Gosford Golf Club must belong to a category of membership which gives the member eligibility to play on the day or days on which the event is held.

10.6 Members Account

- (a) Person(s) who cease to be a playing member may request a pay out of their outstanding prize credit account. This request needs to be made, in writing, within 60 days of the date of cessation or failing to re-join, otherwise all prize credits will be forfeited to the Club. Funds will be paid in the form of gift voucher and is exclusive for purchases in the Club. No alternative means of honoring the prize credits may be requested.
- (b) At the end of each financial year all Prize and Ball credits will go back to zero for credits earned prior to June 30th of the previous year.

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11 General Rules on Etiquette and Conduct of Play

- 11.1** Any member who has occasion to complain about the conduct of another member or any player must lodge his or her complaint with the General Manager.
- 11.2** No member shall remove from the Clubhouse or grounds, or damage, the property of the Club. Any member damaging or removing any property of the Club shall, in addition to such penalty as may be imposed upon him by the Board, make good any property removed and any such damage or pay for same to the satisfaction of the Board.
- 11.3** Any player who in the opinion of the General Manager or the starter is affected by alcohol shall not be permitted to play or continue play on the course while so affected. Any member of the Club who is affected by alcohol during play shall be guilty of a breach of this By-Law and may be dealt with pursuant to the Constitution of the Club.
- 11.4** Members must abide by all directions shown on notices and signs regarding routes to be followed on the golf course.
- 11.5** A member may enter names on one line only of a competition starting sheet on a first come first served basis, from 5:00pm 8 days prior, in the Clubhouse or from 8:00pm from the member's computer. The Captain has the right to allocate special times.
- 11.6** Members must report to the Pro-Shop staff before playing on the course for social or practice purposes.
- (a) In a social or practice round, a member shall have no more than two golf balls in play at any time.
 - (b) Members must play of the yellow (social play) markers at all times
 - (c) No part of the course may be used for anything other than as part of a round of golf, i.e., there must be no practice from bunkers or to greens except as above. Exception Prior to match play according to the Rules of Golf.
- 11.7 Protests**
Any protests in connection with a competition or match shall be delivered in writing to the Director of Golf or his/her representative immediately after completion of the competition or match. Such protests shall be dealt with by the Director of Golf in consultation with the Captain, as soon as practicable.
- 11.8 Interpretation of Rules**
Should a player or marker be in doubt concerning the application of a Rule of Golf to a particular incident in the course of play he must immediately on returning to the Club House report the facts to the Director of Golf so that the Director of Golf in consultation with the Captain may give a ruling.
- 11.9 Purchase of Golf balls**
No member shall purchase golf balls on or in the precincts of the Club's property from any person other than the Club's Professional.
- 11.10 Complaints by Members**
Complaints on any matters connected with the management or service of the Club or the conduct of any employee of the Club must be made to the General Manager.

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12 General Rules

- 12.1** Collections for charitable or other purposes shall not be made on the Club's property without the sanction of the Board nor shall the sale of tickets in lotteries or raffles or for any function be made on the Club's property without such sanction.
- 12.2** Soliciting and/or collection of monies for any purpose on Club premises must have prior written authority from the Board.

12.3 Advertisements

Advertisements or advertising matter of any kind shall not be displayed or exhibited in the Club's property except with the written permission of the Board.

12.4 Care of Property

- (a) Members shall not practice on any tee other than the practice tees or on any fairway other than the practice fairway or practice approach shots or putts to or on any green other than the practice greens or practice putting greens.
- (b) Members shall not make trial or practice swings in such a manner as may result in damage to the turf.
- (c) Members should take all reasonable action necessary to repair accidental damage to the course, including repair all divots to the general area of the course including the greens. Damage that is not able to be reasonably repaired should be reported to the Captain as soon as practicable
- (d) A breach of these rules constitutes an offence in respect of which disciplinary action may be taken under the Constitution and By-Laws of the Club.

13 Entrance Fees and Subscriptions

- 13.1** Subscriptions payable by Ordinary members for membership of the Club shall be payable annually. Subscriptions shall become due on 30th June and payable on or before the 30th of June in each year. The Board may approve of other methods of payment in response to an application for variation where circumstances so warrant. Provide the payments are made in advance.
- 13.2** Any member of the Club who fails to pay his or her subscription before the first day of July in each year shall be deemed un-financial and thereby lose all his rights as an ordinary member until the full year subscription has been paid.
- 13.3** The non-receipt of any notice by a member that any subscription is falling due or has become payable shall not be deemed a sufficient reason for the non-payment thereof.
- 13.4** No refund or remission of any entrance fee, annual subscription or levy which shall have become due and payable shall be made except in the following circumstances:
- (a) Resignation related to leaving the area - due to work commitments beyond the member's control documented with evidence (i.e., job transfer); or
Concession: Pro rata refund of combined Subscription and Green Fees.
- (b) resignation for any reason prior to the commencement of the financial year for which fees have been prepaid.
Concession: Refund of the pre-paid financial year fees.

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- (c) Any request received for a membership tier or category downgrade, because of a medical condition, is at the discretion of the board. To be eligible the current membership must have been maintained for a minimum of 2 years. Each case will be treated on its own merit.

14 Dress Rules

14.1 General Dress Rules

- (a) The Board shall from time to time determine suitable standard of dress must be observed at all times on the course and in the clubhouse and its surroundings.
- (b) The General Manager or Senior employee may take appropriate action
- (c) The Director of Golf or their nominees shall have the authority to refuse admittance to any person for failing to observe such rules as set by the Board from time to time and as displayed in the Clubhouse and Professionals Shop:
- (d) All members of the club are expected to ensure that their guests are aware of the dress requirements.
- (e) Members of Social clubs and public green fee players are subject to the same dress rules as members of Gosford Golf Club.
- (f) Members who frequently and deliberate disobey dress rules will be given a written warning from the General Manager and may be subject to disciplinary action.

15 Motorised Golf Carts and Motor Bikes

15.1 Rules in relation to motorised golf carts and motor bike/trike

- (a) Motorised golf carts should be supplied only by the Gosford Golf Club.
- (b) Members or visitors wishing to use their own motorised golf cart or motor bike on the Course must provide proof of insurance on demand.
- (c) Motorised golf carts and motor bikes:
 - a. Must not be driven on public roadways and in car parks which are part of the golf precinct.
 - b. Must not be driven on to tees or greens or between bunkers and greens.
 - c. Must not be driven or be left within ten (10) metres of tees and greens, unless on a designated path
 - d. Must be parked at the side of greens whilst putting and not be left unattended in front of any green.
 - e. Must not be used on the course except whilst playing a round of golf or in carrying out club duties.
 - f. Must not be used when the course is suffering severe wet weather conditions, at the direction of the Course Superintendent or the Director of Golf or their nominees.
- (d) Failure to adhere to these rules may result in disciplinary action and/or refusal of cart usage in the future.
- (e) Members can apply for special dispensation in regard to Articles 14.1 (c) c and d.
 - a. Application for special dispensation must be in writing to the Board of Directors
 - b. Application must be accompanied by a letter from their medical specialist.
 - c. If approved the member shall

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- i. Meet with the Course Superintendent for instructions prior to commencing their first round:
 - ii. Display a flag, provided by the club, at all times during their round.
 - d. Failure to comply with c- I & ii will result in immediate loss of privileges.
- (f) Players using motorised golf carts and motor bikes must maintain their normal place in the field and will have no special priority.

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APPENDIX 1

1 Elections Procedures

1.1 Returning Officer and election officials

- a. The board of the Gosford Golf Club shall seek expressions of interest from its members for the positions of Returning Officer and Returning Officer Assistant(s). The number of assistants may vary depending on the workload.
- b. Each candidate may appoint up to two (2) scrutineers.
- c. The Returning Officer shall brief the assistants and scrutineers as to their rights and duties during the ballot counting process.

1.2 Procedures for the counting of ballot

- a. The Chairperson of the Membership & Election Committee shall brief the Returning Officer, his/her assistants, and the candidate's scrutineers.
- b. Prior to the ballot the Returning Officer is entitled to appoint one or more assistants.
- c. The candidates are allowed in the ballot room but must keep distance from the ballot table and not participate in any matter or form with the counting.
- d. Failure to adhere to these conditions may see the candidate removed from the ballot room.

1.3 Electronic vote count

- a. Prior to the ballot box count the Returning Officer and assistants shall be given the password to the electronic vote's software.
- b. All electronic votes shall be counted and reconciled and agreed upon by the Returning Office, returning officer's assistants and the candidates scrutineers.

1.4 The Ballot Box

- a. Ballot box to be inspected and confirmed that all seals are not broken or tampered with.
- b. All scrutineers to agreed that this inspection is to all parties satisfaction.
- c. Ballot Box opened by the Returning Officer.
- d. The ballot box shall contain all the returned ballots as well as a list of members who are eligible to vote in this election. This list has been maintained by the office staff of the Gosford Golf Club.

1.5 Removal of the ballot papers

- a. The Returning Officer shall remove each ballot envelop and read out the name and member number on the outside of each envelope.
- b. The name and membership number on each envelope to be checked and recorded against the membership list provided by the club by an assistant returning officer and confirmed by a candidate's scrutineer(s).
- c. All envelopes which do not include both a valid name and membership number combination shall be discarded and recorded as informal.

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- d. All duplications to be set aside and both to be declared invalid.
- e. After all the ballot envelopes are marked off and the Returning Officer and the scrutineers are satisfied there are no duplications, the outer envelope with the members name and number to be deposited in a waste bin.

1.6 Opening of Ballot envelopes

- a. The inner envelopes are then displayed in front of the Returning Officer.
- b. In the event that there is NO inner envelope and the ballot paper was only presented in the outer envelope the ballot paper shall be set aside and counted as informal.
- c. If the inner envelop bears the name of the member, the ballot paper shall be set aside and regarded as informal.
- d. All assistants and scrutineers will need to confirm that they are satisfied with the proceedings thus far.
- e. The Returning Officer shall open each envelop and read the vote cast on the ballot paper.
- f. The Returning Officer shall show the ballot form to all assistants and scrutineers and shall ask one of the assistant returning officers to record the vote on the white board in the room.

1.7 Examination of Ballot papers

- a. The Returning Officer shall then place the ballot paper on the table and will place each paper on piles as to separate the votes cast for each candidate.
- b. As per Article 15.6 (d) (v) *“the voter shall mark his/her voting paper by making a tick or a cross, no numbers, opposite the name of each candidate for whom he/she wishes to vote”*
- c. Any ballot paper which has a comment written by the voter will be regarded as informal.
- d. In accordance with article 3.2 (d) of the By-Laws of the Gosford Golf Club; *“In any case of doubt as to the formality of the voting paper the matter shall be referred to the Returning Officer whose decision shall be final.”*

1.8 Counting of the ballot papers

- a. After all the ballot papers are examined the number of papers in the separate piles are compared with the recorded votes on the white board.
- b. The only person allowed to touch the ballot papers is the returning officer. At no time shall assistant returning officers or scrutineers touch any of the ballot papers.

1.9 Vote Count

- a. After all the ballot paper votes are counted the electronic votes will be added to the tally.
- b. The returning officer and Election offices need to check the electronic votes against the members sheet as prepared by the administration staff.
- c. A member is only allowed to cast one vote per candidate.
- d. Where a member has cast a vote both by ballot paper and electronically, both shall be deemed inadmissible.
- e. The candidate with the most votes shall be declared elected.

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- f. In the event where candidates have received the same number of votes (paper and electronic) the Returning Officer shall draw lots. The lots shall be prepared and displayed at the beginning of the proceedings and shall be kept by the Chairman of the Election and Membership Committee. This ruling is in accordance with article 15.6 (d) (ii).

1.10 Declaring the result

- a. The Returning Officer shall now declare the result and confirm that scrutineers are satisfied with the result.
- b. All parties to sign a declaration stating that the ballot has been conducted in a fair and equal manner to all candidates and in accordance with the Constitution of the Gosford Golf Club.
- c. All parties shall refrain from publishing the results until such time the Returning Officer has been asked by the President of the Gosford Golf Club to announce the successful candidate at the Annual General Meeting.
- d. Failure to adhere to all or part of these conditions may result in the ballot to be declared invalid and or may result in disciplinary action against any of the member involved in the forementioned ballot.

APPENDIX 2

CLASSES OF ORDINARY MEMBERS

Competition Playing Members

7-Day Member

Any person who has attained the age of 18 years and is eligible under the Constitution. Members in this category have full playing and voting rights and are eligible to stand for the Board. Can play in any competition for which they are eligible upon payment of green fees; can play social golf at any time on payment of green fees (unless having the social membership package) subject to course and tee-time availability. Full use of Club house facilities. Annual subscription is payable.

7-Day Advance

This category is currently closed for subscription. Any person who has attained the age of 18 years and is eligible for election under the Constitution. Members in this category have full playing and voting rights and are eligible to stand for the Board. Can play in any competition for which they are eligible upon payment of green fees; can play social golf at any time at no charge, subject to course availability Full use of Club house facilities. No annual subscription is payable but members are subject to levies, facilities, and competition charges.

Intermediate (1) Member 18-21

Any person having attained the age of eighteen (18) years but who is under the age of twenty-two (22) years and is eligible under the Constitution. Members in this category have full playing and voting rights and are eligible to stand for the Board. Can play in any competition for which they are eligible upon payment of green fees; can play social golf at any time on payment of green fees (unless having the social membership package) subject to course and tee-time availability. Full use of Club house facilities. Annual subscription is payable.

Intermediate (2) Member 22-28

Any person having attained the age of twenty-two (22) years but who is under the age of twenty-nine (29) years and is eligible under the Constitution. Members in this category have full playing and voting rights and are eligible to stand for the Board. Can play in any competition for which they are eligible upon payment of green fees; can play social golf at any time on payment of green fees (unless having the social membership package) subject to course and tee-time availability. Full use of Club house facilities. Annual subscription is payable.

Intermediate (3) Member 29-35

Any person having attained the age of twenty-nine (29) years but who is under the age of thirty-six (36) years and is eligible under the Constitution. Members in this category have full playing and voting rights and are eligible to stand for the Board. Can play in any competition for which they are eligible upon payment of green fees; can play social golf at any time on payment of green fees (unless having the social membership package) subject to course and tee-time availability. Full use of Club house facilities. Annual subscription is payable.

Extension Rookie Member

Any member who has obtained the age of 18 years and is eligible under the constitution. Members in this category have no voting rights and are not eligible to stand for the Board. Members in this category have restricted playing rights. They can only participate in 9-hole competitions or by invitation in special 18-hole events upon payment of green fees; can play social golf at any time upon payment of green fees subject to course and tee-time availability. Full use of Club house facilities. Annual subscription is payable.

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Lifestyle Member (Restricted capped membership)

Any person who has attained the age of 18 years and is eligible for election under the Constitution. Members in this category have voting rights but are not eligible to stand for the Board. Can play in any competition for which they are eligible subject to use of subscription credits; can play social golf at any time using credits, subject to course and tee-time availability. Full use of Club house facilities. Annual subscription is payable, additional credit can be purchased at any time.

Non-Competition Playing Members

Professional Member

Any person who is a member of the Professional Golf Association of Australia. Members in this category have no voting rights and are not eligible to stand for the Board. Can play in any competition for which they are eligible upon payment of green fees; can play social golf at any time at no charge, subject to course availability Full use of Club house facilities. No annual subscription is payable.

Rookie Member

Any person who has attained the age of 18 years and is eligible for election under the Constitution. Members in this category have no voting rights and are not eligible to stand for the Board. They are not permitted to play in member's competition however they may as part of their training be invited as guests by 7 Day Members in selected competitions. Full use of Club house facilities. Annual subscription is payable.

Social Golf Member

Any person who has attained the age of 18 years and is eligible for election under the Constitution. Members in this category have no voting rights and are not eligible to stand for the Board. They are not permitted to play in member's competition. Can play social golf at any time, subject to course and tee-time availability. Full use of Club house facilities. Annual subscription is payable.

Corporate Charge Card Member. (Corporate Member)

This category is open to companies upon application to the General Manager. Members in this category have no voting rights and are not eligible to stand for the Board. They do not have either competition or social playing rights. Full use of Club house facilities. No annual subscription is payable.

Corporate Sponsor Member (Corporate Member)

This category is open to companies upon application to the General Manager. As this category offers a 7-day membership in its package, the nominated Members in this category have voting rights and are eligible to stand for the Board. Can play in any competition for which they are eligible upon payment of green fees; can play social golf at any time at no charge, subject to course availability Full use of Club house facilities. Annual subscription is payable as part of the sponsorship agreement.

Country Member

This membership is available to persons who have attained the age of eighteen (18) years and who reside beyond a radius of 150 kilometres from the Gosford Golf Club for a period of not less than nine calendar months in each calendar year and who are elected or transferred to Membership in this Class. Any person elected as a Country member who subsequently resides within the 150 kilometres radius of Gosford Golf Club for more than three (3) consecutive months shall cease to be entitled to be a Country member. Members in this category no voting rights and are not eligible to stand for the Board. Can play in any competition for which they are eligible upon payment of green fees; can play social golf at any time on payment of green fees subject to course and tee-time availability. Full use of Club house facilities. Annual subscription is payable

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Sponsor Wild Card Member (Corporate Member)

This category is currently closed. There are currently no members registered in this category.

Brisbane Water Veterans (Monday drinks only)

Persons who have attained the age of eighteen (18) years and who are elected as Honorary Members of the Club. Members in this category need to belong to the Brisbane Waters Veterans, they do not have voting rights and are not eligible to stand for the Board. Members in this category have limited social playing rights at a pre-arranged fee, subject to course availability. Full use of Club house facilities. No annual subscription is payable.

Taxis Combined (Monday drinks only)

Persons who have attained the age of eighteen (18) years and who are elected as Honorary Members of the Club. Members in this category need to belong to Taxis Combined, they do not have voting rights and are not eligible to stand for the Board. Members in this category have limited social playing rights at a pre-arranged fee, subject to course availability. Full use of Club house facilities. No annual subscription is payable.

Junior Members

Junior Member

Any person having attained the age of four (4) years but who is under the age of eighteen (18) years and is eligible under the Constitution. Members in this category have no voting rights and are not eligible to stand for the Board. Junior Members can play in competitions upon payment of green fees, provided they have attained an appropriate handicap; can play social golf at any time on payment of green fees, subject to course and tee-time availability. Full use of Club house facilities. Annual subscription is payable.

Non-Playing Members

Life Member Non-Playing

Any person who has attained the age of 18 years and is eligible for election under the Constitution. Members in this category have full playing and voting rights and are eligible to stand for the Board. Can at any time elect to become a playing member at which they can play in any competition for which they are eligible upon payment of green fees; can play social golf at any time at no cost subject to course and tee-time availability. Full use of Club house facilities.

7-Day Advance Non-Playing

This category is currently closed for subscription. Any person who has attained the age of 18 years and is eligible for election under the Constitution. Members in this category have full playing and voting rights and are eligible to stand for the Board. Can at any time elect to become a playing member and play in any competition for which they are eligible upon payment of green fees; can play social golf at any time at no charge, subject to course availability Full use of Club house facilities. No annual subscription is payable but members are subject to levies, facilities, and competition charges.

Social Member

Persons who have attained the age of eighteen (18) years and who are elected as Social Members of the Club or transferred by the Board from another category of Ordinary Membership to Social Membership of the Club. Members in this category no voting rights and are not eligible to stand for the Board. Social Members shall be entitled to all the social privileges of the Club including the right to entertain guests in the Club but excluding the right to use the course for play excepting under conditions which apply to visitors.

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Staff Non-Playing Member

Any person who has attained the age of 18 years and is eligible for election under the Constitution. Members in this category have no playing or voting rights and are not eligible to stand for the Board.

Honorary Member Non-Playing (Special Olympics Golfers)

Persons who have attained the age of eighteen (18) years and who are elected as Honorary Members of the Club. Members in this category need to belong to the Special Olympics Central Coast, they have no voting rights and are not eligible to stand for the Board. Members in this category have limited social playing rights at no charge, subject to course availability. Full use of Club house facilities.

Member on Hold

Any member who has requested to have their membership put on hold for reasons of injury or a medical condition shall have no voting rights and are not eligible to stand for the board. They have no playing rights but can have full use of the Club house facilities

Classes of Life Membership

Life Member

Any person who has attained the age of eighteen (18) years and is eligible for election under the constitution. Members in this category have full playing and voting rights and are eligible to stand for the Board. Can play in any competition for which they are eligible upon payment of green fees; Can play social golf at any time at no cost subject to course and tee time availability. Full use of Club house facilities. No annual subscription or levies are payable.