

RULES OF ASSOCIATION

GOLF TASMANIA INCORPORATED

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1. NAME OF ASSOCIATION

The name of the association is Golf Tasmania Incorporated (**Association**).

2. INTERPRETATION

In these rules, unless the context otherwise requires:

accounting records has the same meaning as in the Act;

Act means the [Associations Incorporation Act 1964](#);

affiliated member means an **affiliated** member of the Association under **Rule 5**;

annual general meeting (AGM) means an annual general meeting of the Association held under **rule 13**;

appointed board member means a member of the board appointed by the board in accordance with these rules and includes any person acting in that capacity from time to time;

Association means the association referred to in **rule 1**;

auditor means the person appointed as the auditor of the Association under **rule 10**;

authorised deposit-taking institution means a body corporate that is an authorised deposit-taking institution for the purposes of the [Banking Act 1959](#) of the Commonwealth;

board means the board as constituted in accordance with **rule 24**;

board member means a member of the board elected or appointed in accordance with these rules and includes any person acting in that capacity from time to time;

member delegate means a representative of a **Member** appointed by that **Member** under **rule 6**;

districts means each of the Northern North Western, Southern Country and Golf Southern Tasmania **member** districts. Districts being representative of their affiliated members are in their own right members of the Association;

financial year is the period beginning on the first day of July in one year and ending on the thirtieth day of June in the following year;

general manager means any appointed member general manager as outlined in **rules 22(c)-(h)** ;

general meeting means an AGM or a SGM;

golf club means a club with members who hold or aspire to hold a current golf handicap;

member means an association, club, body or other organisation having as its sole or principal object the promotion, playing and conduct of the game of golf;

northern member district means that part of the State of Tasmania that has been allocated the 63 telephone directory area in the Tasmanian telephone directory;

north west member district means that part of the State of Tasmania that has been allocated the 64 telephone directory area in the Tasmanian telephone directory;

objects of the Association means the objects of the Association in **rule 3(a)**;

officer of the Association means a person elected as an officer of the Association at an AGM or appointed as an officer of the Association under **rule 24(4)**;

ordinary business of an AGM means the business specified in **rule 12**;

public officer means the public officer appointed as provided in **rule 23**;

Southern Country and Golf Southern Tasmania member districts means that part of the State of Tasmania that has been allocated the 62 telephone directory area in the Tasmanian telephone directory;

special general meeting (SGM) means a general meeting, other than an AGM, convened under **rule 13**.

3. ASSOCIATION'S OFFICE

The office of the Association is to be at 2 Queen Street, Bellerive or at such other place as the board determines.

4. OBJECTS AND POWERS OF ASSOCIATION

- (a) The objects of the Association are to:
- (i) provide for the encouragement, conduct, promotion and administration of golf in the State of Tasmania;
 - (ii) participate as a member of a single uniform entity through and by which golf is conducted, encouraged, promoted and administered;
 - (iii) affiliate and otherwise liaise with peak national and/or international bodies and other strategically aligned bodies, in pursuit of these basic objects;
 - (iv) encourage, conduct, promote, advance and control golf in any form;
 - (v) adopt and implement the current course rating for Australian golf courses and the uniform system of handicapping based on such course rating;
 - (vi) assist, as necessary or appropriate, in the organisation and conduct of the golf championships of Australia in the State of Tasmania or elsewhere;
 - (vii) participate, as necessary or appropriate, in the conduct of interstate, national and international golf tournaments, championships, competitions, matches, events and displays in the State of Tasmania or elsewhere and regulate the same under the appropriate rules and regulations;
 - (viii) co-operate with national golf organizations and/or state organizations in the conduct of research and development for improvements in the game of golf and golf equipment generally;
 - (ix) use and protect the intellectual property of the Association;

- (x) promote the importance of golf standards, techniques, awards and education to bodies involved in golf;
- (xi) strive for and maintain government, commercial and public recognition of the Association as the authority on golf in the State of Tasmania;
- (xii) participate to secure uniformity in such rules as may be necessary for the management and control of golf and related activities;
- (xiii) pursue through itself or others such commercial arrangements, including sponsorship and marketing opportunities, as are appropriate to further the objects of the Association in the State of Tasmania;
- (xiv) further develop golf into an organised institution in the State of Tasmania;
- (xv) having regard to the objects, foster, regulate, organise and manage tournaments, competitions, displays and other activities and issue certificates and award trophies to successful members and others;
- (xvi) ensure that environmental considerations are taken into account in all golf and related activities conducted by the Association;
- (xvii) promote the health and safety of members;
- (xviii) act as arbiter on matters pertaining to the conduct of golf in the State of Tasmania, including disciplinary matters, and refer matters to the national golf organisations as the final arbiter as appropriate;
- (xix) in consultation with national golf organizations and/or other state organizations, formulate or adopt and implement appropriate policies, including in relation to equal opportunity, equity, drugs in sport, health, safety, junior and senior programs, infectious diseases and such other matters as arise from time to time as issues to be addressed in golf;
- (xx) represent the interests of members and of golf generally in any appropriate forum;
- (xxi) have regard to the public interest in its operations;
- (xxii) encourage members to realise their potential and athletic abilities;
- (xxiii) encourage and promote performance-enhancing drug free competition;
- (xxiv) give, and where appropriate seek, recognition for members to obtain awards or public recognition in fields of endeavour other than golf;
- (xxv) seek and obtain improved facilities for the enjoyment of golf;
- (xxvi) undertake and/or do all such things or activities which are necessary, incidental or conducive to the advancement of these basic objects; and
- (xxvii) co-operate and comply with the rules and policies of such National controlling body or bodies as are responsible for the control and administration of golf in Australia.

- (b) Solely for furthering the objects of the Association, the Association, in addition to any other powers it has under sections 11 and 12 of the Act, has the legal capacity and powers of a company limited by guarantee under section 124 of the *Corporations Act 2001* (Cth).

5. MEMBERSHIP OF ASSOCIATION

- (a) An association, club, body or other organisation may apply for membership of the Association. An application must be submitted in writing to the public officer of the Association in such form as required by the Board from time to time
- (b) The board may consider the eligibility of the applicant for admission to the Association as a member.
- (c) An application for membership of the Association must be accompanied by:
 - (i) a copy of the constitution of the applicant;
 - (ii) a copy of the register of members of the applicant;
 - (iii) the application fee for membership (if any) determined by the board from time to time; and
 - (iv) such other information or documentation as may be required by the public officer of the Association in connection with the application.
- (d) As soon as practicable after the receipt of an application for membership the secretary of the Association is to refer the application for membership to the board.
- (e) The board may, acting in the best interests of the Association and in good faith, accept or reject an application whether the applicant has complied with the requirements in **rule** Error! Reference source not found.(c) or not. The Board is not required or compelled to provide any reason for such acceptance or rejection.
- (f) If an application for membership is accepted by the board the secretary of the Association:
 - (i) is to notify the applicant in writing that the membership has been approved; and
 - (ii) upon receipt of the sum payable as the first year's subscription, enter the applicant's name in the register of members.
- (g) The public officer of the Association shall keep and maintain a register in which shall be entered (as a minimum) the full name, address and date of entry of each affiliated Member.
- (h) An association, club, body or organisation becomes a Member of the Association when its name is entered in the register of Members.
- (i) Members shall provide a notice of any change in required details to the Association within one (1) month of such change.
- (j) A Member may resign from the Association by delivering or sending by post to the secretary of the Association a written notice of resignation.

- (k) On receipt of a notice from a Member under **rule 5(j)**, the secretary of the Association is to remove the name of the Member from the register of Members.
- (l) Any right, privilege or obligation as a member of the Association:
 - (i) is not capable of being transferred or transmitted to any other entity; and
 - (ii) terminates on the cessation of the membership.
- (m) If the Association is wound up:
 - (i) every Member of the Association; and
 - (ii) every former Member who, within the period of 12 months immediately preceding the commencement of the winding up, was a Member of the Association;is liable to contribute:
 - (iii) to the assets of the Association for payment of the debts or liabilities of the Association; and
 - (iv) for the costs, charges and expenses of the winding up; and
 - (v) for the adjustment of the rights of the contributories among themselves.
- (n) Any liability under **rule 5(m)** will not exceed the sum of one dollar (\$1.00).
- (o) A former Member is not liable to contribute under **rule 5(m)** in respect of any debt or liability of the Association contracted after the former Member ceased to be a Member.
- (p) Members acknowledge and agree that:
 - (i) these rules constitutes a contract between each of them and the Association and that they are bound by these rules and the By-Laws;
 - (ii) they shall comply with and observe these rules and the regulations and any determination, resolution or policy which may be made or passed by the board or any duly authorised committee;
 - (iii) by submitting to these rules and the regulation they are subject to the jurisdiction of the Association;
 - (iv) these rules are made in pursuit of a common purpose, namely the mutual and collective benefit of the Association and golf;
 - (v) neither membership of the Association nor these rules gives rise to:
 - (A) any proprietary right of Members in, to or over the Association or its property or assets;
 - (B) any expectation, or automatic right, of a Member to renewal of their membership of the Association; or

- (C) subject to the Act and the Association acting in good faith, the right of Members to natural justice, unless expressly provided for in these rules;
- (vi) these rules and By-Laws are necessary and reasonable for promoting the Objects and particularly the advancement and protection of golf; and
- (vii) they are entitled to all benefits, advantages, privileges and services of Association membership.

6. DELEGATES

- (a) Each affiliated member may appoint in such manner as that member determines one (1) delegate to represent that Member at general meetings. Except for where a District association amalgamation occurs in which case that District may appoint two (2) delegates to represent that member at general meetings.
- (b) A person appointed as a club delegate shall remain such until his or her death, retirement, resignation or removal by the member by whom he or she was appointed.
- (c) Where a delegate of a member dies, retires, resigns or is removed then the member which he or she represented must appoint a replacement delegate as soon as practical after the death, retirement, resignation or removal of the said delegate.
- (d) Every member entitled to vote must notify the Association in writing of the appointment or change in the appointment of a delegate. The Association shall provide to each such 'member' a delegate nomination form on which shall bear the printed name and signature of the member delegate. The Secretary of the Association shall file the signed form in the register of Members.

7. INCOME AND PROPERTY OF ASSOCIATION

- (a) The income and property of the Association is to be applied solely towards the promotion of the objects of the Association.
- (b) No portion of the income or property of the Association is to be paid or transferred to any member of the Association unless the payment or transfer is made in accordance with this rule.
- (c) The Association may:
 - (i) pay a servant or member of the Association:
 - (A) remuneration in return for services rendered to the Association, or for goods supplied to the Association, in the ordinary course of business of the servant or member; or
 - (B) remuneration that constitutes a reimbursement for out-of-pocket expenses incurred by the servant or member for any of the objects or purposes of the Association; or
 - (C) interest at an agreed rate on money lent to the Association by the servant or member; or

- (D) a reasonable amount by way of rent for premises, or a part of premises, let to the Association by the servant or member; and
 - (ii) reimburse a board member for reasonable and properly incurred expenses of the board member incurred for carrying out the functions of a board member; and
 - (iii) if so requested by or on behalf of any other association, organisation or body, appoint or nominate a member to an office in that other association, organisation or body.
- (d) Despite **rules 7(c)(i)**, the Association must not pay a person any amount under that rule unless the Association or board has first approved that payment.
 - (e) Despite rule **7(c)(iii)**, the Association must not appoint or nominate a member under that rule to an office in respect of which remuneration is payable unless the Association or board has first approved:
 - (i) that appointment or nomination; and
 - (ii) the receipt of that remuneration by that member.

8. ACCOUNTS OF RECEIPTS AND EXPENDITURE

- (a) True accounts must be kept each:
 - (i) receipt or payment of money by the Association and the matter in respect of which the money was received or paid; and
 - (ii) asset or liability of the Association.
- (b) The board must ensure proper accounting books, general records and records of receipts and payments, connected with the business of the Association are kept by such person and in such form and manner the board determines.

Note: This responsibility is undertaken by Golf Australia and monitored by the board when an Australian Golf Services Agreement is applicable.

- (c) The accounts, books and records are to be kept at such place as the board determines.
- (d) The funds of the Association:
 - (i) may be derived from membership subscriptions, fees and levies payable by members, donations, grants, sponsorships and such other sources as the board determine; and
 - (ii) will be managed by the board subject to these rules and the Act.
- (e) All cheques, promissory notes, bankers' drafts, bills of exchange and other negotiable instruments, and all receipts for money paid to the Association, shall be signed, drawn, accepted, endorsed or otherwise executed, as the case may be, in such manner as the board determine from time to time.

9. BANKING AND FINANCE

- (a) The board must ensure the Association:
 - (i) properly receives any money paid to the Association; and
 - (ii) causes the money to be paid into the account opened under **rule 9(2)** as soon as practicable after it is received.
- (b) The board is to ensure that the Association opens and maintains at least one (1) account in the Associations name with an authorised deposit-taking institution.

10. AUDITOR

- (a) At each AGM, the members of the Association present at the meeting will appoint a person as the auditor of the Association.
- (b) If an auditor is not appointed at an AGM under **rule 10(a)**, the board will appoint a person as the auditor of the Association as soon as practicable after that AGM.
- (c) The auditor will hold office until the next AGM and is eligible for re-appointment.
- (d) The auditor may only be removed from office by resolution of the board.
- (e) If a casual vacancy occurs in the office of auditor, the board will appoint a person to fill the vacancy until the next AGM.

11. AUDIT OF ACCOUNTS

- (a) The auditor will audit the financial affairs of the Association at least once in each financial year of the Association.
- (b) The auditor, after auditing the financial affairs of the Association for a particular financial year of the Association, will:
 - (i) certify the correctness of the accounts of the Association; and
 - (ii) at the next AGM, provide a written report to the board and members of the Association present at that meeting.
- (c) In the report and in certifying the accounts, the auditor will:
 - (i) specify the information, if any, that they have required under **rule 11(e)** and obtained; and
 - (ii) state whether, in their opinion, the accounts exhibit a true and correct view of the financial position of the Association according to the information at his or her disposal; and
 - (iii) state whether the rules relating to the administration of the funds of the Association have been observed.
- (d) The public officer of the Association will deliver to the auditor a list of all the accounting records, books and accounts of the Association.
- (e) The auditor may:

- (i) have access to the accounting records, books and accounts of the Association; and
- (ii) require from any officer or servant of the Association any information the auditor considers necessary for the performance of their duties; and
- (iii) employ any person to assist in auditing the financial affairs of the Association; and
- (iv) examine any board member or any servant of the Association, in relation to the accounting records, books and accounts of the Association.

12. ANNUAL GENERAL MEETING

- (a) The Association is to hold an AGM each year.
- (b) An AGM is to be held on any day (being not later than six 6 months after the end of the financial year of the Association) the board determines.
- (c) An AGM is to be in addition to any other general meeting that may be held in the same year.
- (d) The notice convening an AGM is to specify the purpose of the meeting.
- (e) The ordinary business of an AGM will be to:
 - (i) confirm the minutes of the last preceding AGM and of any general meeting held since that meeting;
 - (ii) receive from the board, auditor and servants of the Association reports on the transactions of the Association during the last preceding financial year of the Association;
 - (iii) announce the election of the board members;
 - (iv) appoint the auditor.

13. SPECIAL GENERAL MEETINGS

- (a) The board may convene a SGM at any time.
- (b) The board, on the requisition in writing of at least one-third of the members of the Association, is to convene a SGM.
- (c) A requisition for a SGM:
 - (i) will state the objects of the meeting; and
 - (ii) will be signed by each of the requisitionists; and
 - (iii) will be deposited at the office of the Association; and
 - (iv) may consist of several documents, each signed by one or more of the requisitionists.

- (d) If the board does not cause a SGM to be held within 21 days after the day on which a requisition is deposited at the office of the Association, any one or more of the requisitionists may convene the meeting within three (3) months after the day of the deposit of the requisition.
- (e) A SGM convened by requisitionists is to be convened in the same manner, as nearly as practicable, as the manner in which a SGM would be convened by the board.
- (f) All reasonable expenses incurred by requisitionists in convening a SGM are to be refunded by the Association.

14. NOTICES OF GENERAL MEETINGS

At least 21 days written notice (not including the day on which the notice is served or deemed to be served, but including the day of the general meeting for which notice is given) must be given of any general meeting.

The notice must be given to all members, board members and the auditor, and must:

- (a) set out the place, date and time for the general meeting (and, if the meeting is to be held in two or more places, the technology that will be used to facilitate this); and
- (b) state the general nature of the general meeting's business; and
- (c) if a special resolution is to be proposed at the general meeting, set out an intention to propose the special resolution and state the resolution.

The notice may be given by any of the means provided by these rules.

The Association may hold a general meeting at two (2) or more venues using any technology that gives the members who are entitled to attend the meeting a reasonable opportunity to participate at the same time.

15. BUSINESS AND QUORUM AT GENERAL MEETINGS

- (a) All business transacted at a general meeting, other than the ordinary business of an annual general meeting, is special business.
- (b) Business is not to be transacted at a general meeting unless a quorum of members of the Association entitled to vote is present at the time the meeting considers that business.
- (c) A quorum for the transaction of the business of a general meeting is 20% 10% of the members entitled to vote being represented by their delegate.
- (d) If a quorum is not present within one hour after the time appointed for the commencement of a general meeting, the meeting:
 - (i) if convened on the requisition of members of the Association, is dissolved; or
 - (ii) if convened by the board, is to be adjourned to the same day in the next week at the same time and:
 - (A) at the same place; or
 - (B) at any other place specified by the chairperson:

- (1) at the time of the adjournment; or
- (2) by notice in a manner determined by the chairperson.

If at an adjourned general meeting a quorum is not present within one hour after the time appointed for the commencement of the meeting, the meeting is dissolved.

16. CHAIRPERSON AT GENERAL MEETINGS

At each general meeting, the chairperson will be:

- (a) the chairperson of the board; or
- (b) in the absence of the chairperson of the board, another board member; or
- (c) in the absence of the chairperson of the board and other board members, a member of the Association elected to preside as chairperson by the members of the Association present and entitled to vote at the general meeting.

17. ADJOURNMENT OF GENERAL MEETINGS

- (a) The chairperson of a general meeting at which a quorum is present may adjourn the meeting with the consent of the members of the Association who are present and entitled to vote at the meeting. No business will be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (b) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting is to be given in the same manner as the notice of the original meeting.
- (c) If a meeting is adjourned for less than 14 days, it is not necessary to give any notice of the adjournment or of the business to be transacted at the adjourned meeting.

18. DETERMINATION OF QUESTIONS ARISING AT GENERAL MEETINGS

- (a) A question arising at a general meeting is to be determined on a show of hands.
- (b) A declaration by the chairperson that a resolution has, on a show of hands, been lost or carried, or carried unanimously or carried by a particular majority, together with an entry to that effect in the minute book of the Association, is evidence of that fact unless a poll is demanded on or before that declaration.

19. VOTES

- (a) On any question arising at a general meeting each delegate representing a golf club shall have one (1) vote.
- (b) On any question arising at a general meeting of the Association each delegate representing a District Association shall have one (1) vote except for where a District association amalgamation occurs in which case that District will have two (2) votes.
- (c) No other member is entitled to vote at a general meeting.

20. TAKING OF POLL

If at a general meeting a poll on any question is demanded:

- (a) the poll will be taken at that meeting in such manner as the chairperson determines; and
- (b) the result of the poll is taken to be the resolution of the meeting on that question.

21. WHEN POLL TO BE TAKEN

- (a) A poll that is demanded on the election of a chairperson, or on a question of adjournment, will be taken immediately.
- (b) A poll that is demanded on any other question will be taken at any time before the close of the meeting as the chairperson determines.

22. AFFAIRS OF ASSOCIATION TO BE MANAGED BY A BOARD

- (a) The affairs of the Association will be managed by a board constituted as provided in **rule 24**.
- (b) The board:
 - (i) will control and manage the business and affairs of the Association; and
 - (ii) may exercise all the powers and perform all the functions of the Association, other than those powers and functions that are required by these rules to be exercised and performed by members of the Association at a general meeting; and
 - (iii) has power to do anything that appears to the board to be necessary for the proper management of the business and affairs of the Association.
- (c) The board may appoint a General Manager on such terms and conditions, including remuneration, as the board decides.
- (d) Subject to the terms and conditions of the appointment, the board may at any time terminate the appointment of the General Manager.
- (e) The board may, on the terms and conditions and with any restrictions the board thinks fit, confer on the General Manager any of the powers exercisable by the Board.
- (f) Any powers so conferred may be concurrent with the powers of the board.
- (g) The board may at any time withdraw or vary any of the powers conferred on the General Manager.
- (h) The General Manager will act as Secretary and Public Officer for the purposes of the Act and these rules.

Note: Clauses (c) to (h) are not applicable in the circumstance of an Australian Golf Services Agreement existing between the Association and Golf Australia. In such circumstances, the duties of a General Manager would be undertaken by a State Manager appointed by Golf Australia.

23. CHAIRPERSON

The chairperson shall be elected by the board from amongst the board members. Such election shall take place at the first board meeting scheduled in accordance with these rules following the declaration of the board elections. A chairperson may be reappointed.

24. CONSTITUTION OF THE BOARD

- (a) The board will consist of:
 - (i) six (6) elected board members who shall be elected under **rule 25**, each of whom must be members of a golf club; and
 - (ii) up to three (3) appointed board members who may be appointed by the board.
- (b) A board member is to hold office for a three (3) year term, until the AGM three (3) years after the date of their election. A board member is eligible for re-election but shall not serve more than three consecutive terms. Appointed board members may serve a maximum term of nine (9) consecutive years
- (c) If a casual vacancy occurs in the office of board member, the board may appoint a member of the Association to fill the vacancy until the expiry of the term which the board member would have completed had the vacancy not occurred.
 - (i) A board member appointed to fill a casual vacancy under **rule 24(c)** must have their position as replacing a retired 'elected' board member confirmed by resolution at the next general meeting; and
 - (ii) If the position of a board member appointed to fill a casual vacancy is confirmed under **rule 24(c)(i)** this board member holds office until the end of the term of the elected board member in whose place they were appointed; or
 - (iii) If the position of a board member appointed to fill a casual vacancy is not confirmed under **rule 24(c)(i)** this person shall no longer be a board member from the date of the general meeting. In this instance the board may appoint another member to fill the casual vacancy. This appointment must comply with **rule 24(c)** and fills the vacancy until the expiry of the term of the board member who was originally elected. This appointment must be confirmed at the next general meeting under **rule 24(c)(i)**.

25. ELECTION OF BOARD MEMBERS

- (a) The election of board members is conducted by the delegates of members entitled to vote as noted **in rule 19**.
- (b) The Association will call for nominations for persons to be considered for election as board members 60 days prior to that AGM.
- (c) A nomination of a candidate for election as a board member, must be:

- (i) in writing, addressing the selection criteria, signed by a representative of the candidate's affiliated golf club and the candidate; and
 - (ii) delivered to the public officer of the Association at least 45 days before the day on which the annual general meeting is to be held.
- (d) If insufficient nominations are received to fill all vacancies on the board:
- (i) subject to approval of the members at the AGM the candidates nominated will be declared elected; and
 - (ii) further nominations may be received at the AGM.
- (e) If the number of further nominations received at the AGM exceeds the number of remaining vacancies on the board to be filled the Chairperson of the meeting shall conduct a preferential secret ballot on papers prepared by the association. If there is still an equality of votes, the result will be determined by lot.
- (f) If the number of nominations received is equal to the number of vacancies on the board to be filled, subject to approval of the members at the AGM the persons nominated will be declared elected.
- (g) If the number of nominations received exceeds the number of vacancies on the board to be filled, a ballot will be taken under **rule 26**.

26. ELECTION PROCEDURE

If a ballot for the election of board members is necessary, it shall proceed as follows:

- (a) the board must fix a time not less than twenty eight (28) days before the date of the AGM for the opening of the ballot which shall remain open until 5.00 p.m.(Eastern Standard Time) on the day two days before the date of the AGM;
- (b) the board must appoint a returning officer (**Returning Officer**) who will be responsible for placing a secure locked ballot box in the Association's premises to receive ballot papers on the opening of the ballot;
- (c) a ballot paper showing the names in alphabetical order of the candidates nominated for each vacancy in respect of which an election is necessary must be prepared by the Returning Officer together with notices setting out the qualifications and experience of each candidate and the time and date when voting closes;
- (d) each affiliated member entitled to vote by its delegate as set out in **rule 19** must receive a ballot paper from the Association;
- (e) the ballot paper and notices must be dispatched by the Association in accordance with these rules;
- (f) if a ballot paper is lost or not received by an affiliated member, that member may orally or in writing request the Returning Officer to issue a replacement ballot paper;
- (g) each member voting via its delegate must vote on the ballot paper by placing a mark against the name of each candidate for whom the member wishes to vote. The member must vote for the full number of candidates required to be elected, otherwise the vote must not be counted;

- (h) the ballot paper must be placed in an envelope marked "Ballot Paper" and sealed and then placed in another envelope addressed to the Returning Officer, the inside flap of which must bear the signature and printed name of the delegate before sealing. The envelope must then be deposited in the ballot box on the Association's premises or posted to the Returning Officer. Envelopes received by the Returning Officer must be placed immediately in the ballot box;
- (i) votes must be received before the time and date when voting closes failing which the vote will not be counted;
- (j) immediately after the closing time of the ballot, the Returning Officer must remove the ballot box to a safe place. The ballot box must be opened in the presence of at least two independent scrutineers appointed by the Board and the votes counted;
- (k) the Returning Officer must report in writing the result of the ballot to the Chairperson of the AGM who must announce the result and declare elected those candidates obtaining the most votes; and
- (l) in the case of an equality of votes for any position the Chairperson of the meeting shall at the AGM conduct a preferential secret ballot on papers prepared by the association at the AGM. If there is still an equality of votes, the result shall be determined by lot.

27. VACATION OF OFFICE

For the purpose of these rules, the office of a board member, becomes casually vacant if the officer or board member:

- (a) dies; or
- (b) becomes bankrupt, applies to take the benefit of any law for the relief of bankrupt or insolvent debtors, compounds with his or her creditors or makes an assignment of his or her remuneration or estate for their benefit; or
- (c) becomes a represented person within the meaning of the [Guardianship and Administration Act 1995](#); or
- (d) resigns office verbally at Board meeting or in writing addressed to the board; or
- (e) ceases to be ordinarily resident in Tasmania; or
- (f) is absent from three (3) consecutive meetings of the board without the permission of the other board members; or
- (g) ceases to be a member of the Association; or
- (h) fails to pay all arrears of subscription within 14 days after receiving a notice in writing signed by the public officer of the Association stating that the board member has ceased to be a financial member of the Association.

28. BOARD MEETINGS

- (a) The board will meet at least once in every two month period at such place and time as the board determines.

- (b) A board meeting, other than a meeting referred to in **rule 28(a)**, may be convened by the Chairperson or any two (2) board members.
- (c) Written notice of any special board meeting must be served on board members of and must specify the general nature of the business to be transacted.
- (d) A special board meeting may only transact business of which notice is given in accordance with **rule 28(c)**.
- (e) A quorum for the transaction of the business of a board meeting is four (4) board members.
- (f) Business will not be transacted at a board meeting unless a quorum is present.
- (g) If a quorum is not present within half an hour after the time appointed for the commencement of a:
 - (i) board meeting of the board (other than a special board meeting), the meeting is to be adjourned to the same day in the next week at the same time and at the same place; or
 - (ii) special board meeting, the meeting is dissolved.
- (h) At each board meeting, the chairperson is to preside. In the absence of the chairperson, a board member appointed by the other board members present at the meeting will preside as chairperson of that meeting only.
- (i) Any question arising at a board meeting is to be determined:
 - (i) on a show of hands; or
 - (ii) if demanded by a member, by a poll taken at that meeting in the manner the chairperson determines.
- (j) On any question arising at a board meeting, a board member (including the chairperson) has one (1) vote only.
- (k) Despite **rule 28(j)**, in the case of an equality of votes, the chairperson has a second or casting vote.
- (l) Written notice of each board meeting will be served on each board member by:
 - (i) giving it to the board member during business hours before the day on which the meeting is to be held; or
 - (ii) leaving it, during business hours before the day on which the meeting is to be held, at the board member's postal or residential address or place or address of business or employment last known to the server of the notice; or
 - (iii) sending it by post to the board member's postal or residential address or address of business or employment last known to the server of the notice in sufficient time for it to be delivered to that address in the ordinary course of post before the day on which the meeting is to be held; or
 - (iv) emailing it to the board member's email address.

29. DISCLOSURE OF INTERESTS

- (a) If a member of the board or a member of a subcommittee has a direct or indirect material personal interest in a matter being considered, or about to be considered, by the board or subcommittee at a meeting, the member is to, as soon as practicable after the relevant facts come to the member's knowledge, disclose the nature of the interest to the board or subcommittee.
- (b) If at a meeting of the board or a subcommittee a member of the board or subcommittee votes in respect of any matter in which the member has a direct or indirect pecuniary interest, that vote is not to be counted.

30. SUBCOMMITTEES

- (a) The board may:
 - (i) appoint a subcommittee; and
 - (ii) prescribe the powers and functions of that subcommittee.
- (b) The board may co-opt any person as a member of a subcommittee, whether or not the person is a member of the Association.
- (c) A quorum for the transaction of the business of a meeting of the subcommittee is three (3) appointed members.
- (d) The public officer of the Association will convene meetings of a subcommittee.
- (e) Any question arising at a meeting of a subcommittee will be determined:
 - (i) on a show of hands; or
 - (ii) if demanded by a member, by a poll taken at that meeting in the manner the chairperson determines.
- (f) On any question arising at a meeting of a subcommittee, a member of the subcommittee (including the chairperson) has one (1) vote only.
- (g) Written notice of each subcommittee meeting will be served on each member of the subcommittee by:
 - (i) giving it to the member during business hours before the day on which the meeting is to be held; or
 - (ii) leaving it, during business hours before the day on which the meeting is to be held, at the member's postal or residential address or place or address of business or employment last known to the server of the notice; or
 - (iii) sending it by post to the person's postal or residential address or address of business or employment last known to the server of the notice in sufficient time for it to be delivered to that address in the ordinary course of post before the day on which the meeting is to be held; or
 - (iv) emailing it to the member's email address.

31. EXECUTIVE COMMITTEE

- (a) The chairperson, the treasurer and the secretary constitute the executive committee.
- (b) During the period between board meetings, the executive committee may issue instructions to the public officer and servants of the Association in matters of urgency connected with the management of the affairs of the Association.
- (c) The executive committee must report on any instructions issued under **rule 31(b)** to the next meeting of the board.

32. ANNUAL SUBSCRIPTION AND FEES

- (a) The board may determine from time to time:
 - (i) the amount (if any) payable by an applicant for membership;
 - (ii) the amount of the annual membership fee payable by each member, or any category of member;
 - (iii) any other amount to be paid by each member, or any category of members, whether of a recurrent or any other nature; and
 - (iv) the payment method and due date for payment.
- (b) Each member must pay to the Association the amounts determined under this **rule 32** in accordance with **rule 3232(a)(iv)**.

33. SERVICE OF NOTICES AND REQUISITIONS

Except as otherwise provided by these rules, a document may be served under these rules on a person by:

- (a) giving it to the person; or
- (b) leaving it at, or sending it by post to, the person's postal or residential address or place or address of business or employment last known to the server of the document; or
- (c) emailing it to the person's email address.

34. GRIEVANCES AND DISCIPLINE

- (a) The board may make regulations for:
 - (i) the investigation, hearing and determination of:
 - (A) legitimate grievances by any member who feels aggrieved by a decision or action of the Association (or a member provided that all avenues of appeal available under the constitution of the relevant have been exhausted); and
 - (B) legitimate disputes between members relating to the conduct or administration of golf;
 - (ii) the discipline of Members;

- (iii) the formation and administration of an Appeals Tribunal which must be independent of any party before it on the matter which is the subject of the appeal in question; and
 - (iv) the expulsion of members and/or the termination of their membership contract.
- (b) The board in its sole discretion may refer an allegation (which in the opinion of the board is not vexatious, trifling or frivolous) by a complainant (including but not only a board member or a member) that a member has:
- (i) breached, failed, refused or neglected to comply with a provision of these rules, the regulations or any other resolution or determination of the board or any duly authorised committee; or
 - (ii) acted in a manner unbecoming of a member or prejudicial to the objects of the Association and interests of the Association and/or golf; or
 - (iii) prejudiced themselves, the Association or golf or brought themselves, the Association or golf into disrepute;

for investigation or determination either under any procedures set down in the regulations or by such other procedure and/or persons as the board considers appropriate.

- (c) During investigatory or disciplinary proceedings under this **rule 34**, a respondent, may not participate in golf, pending the determination of such proceedings (including any available appeal) unless the board decides continued participation is appropriate having regard to the matter at hand.
- (d) The board need not act under this clause in respect of any appeal or other matter until satisfied that all avenues of appeal and/or hearing at member level have been exhausted first.
- (e) A matter that is subject to a grievance procedure cannot also be subject to a disciplinary procedure at the same time (and vice versa).
- (f) The board may (but need not) include in any regulations a final right of appeal to an independent body outside the control of golf.

35. SEAL OF ASSOCIATION

- (a) The Association may have a seal. If it has a seal, the seal should be in the form of a rubber stamp inscribed with the name of the Association encircling the word "Seal".
- (b) The seal is not to be affixed to any instrument except by the authority of the board.
- (c) The affixing of the seal is to be attested by the signatures of:
 - (i) two (2) board members; or
 - (ii) one (1) board member and the public officer of the Association or such any other person the board may appoint for that purpose.

- (d) If a sealed instrument has been attested under **rule 37(3)**, it is presumed, unless the contrary is shown, that the seal was affixed to that instrument by the authority of the board.
- (e) The seal will remain in the custody of the public officer of the Association.

36. **BY- LAWS**

- (a) The Board may formulate, approve, issue, adopt, interpret and amend such By-Laws for the proper advancement, management and administration of the Association, the advancement of the Objects of the Association and Golf, as it thinks necessary or desirable.
- (b) Such By-Laws must be consistent with this Constitution.
- (c) All By-Laws made under this Rule are binding on the Company and Members.
- (d) Amendments, alterations, interpretations or other changes to By-Laws shall be advised to Members in such manner as approved by the Board.