

CARBROOK GOLF CLUB INC
BY-LAWS

1. The Board of Directors of the Carbrook Golf Club Inc (in these By-Laws called the Association), in pursuance of the powers conferred by Rule 23 of the Association's Rules, hereby makes the following By-Laws.

ASSOCIATION MEMBERSHIP – SPECIAL CONDITIONS

Provisional Ordinary Members

2. (1) A provisional ordinary member may play on the Association's course and make use of the Association's premises and amenities upon payment of such charges as an ordinary member would be liable to pay therefore.

A provisional ordinary member may exercise all the playing rights of an ordinary member but is not entitled to enter his/her name on a Saturday timesheet until the morning of that Saturday on which he/she seeks to play.

Country Members

- (2) A country member is not entitled to play more than 20 games on the Association's course in any one financial year.

Honorary Members

- (3) (i) Members of Reciprocal Clubs
Members of Clubs which have a reciprocal agreement with the Association may exercise the playing rights defined in that agreement provided that the playing rights do not exceed those enjoyed by the Association Members of an equivalent category of membership in that of the visiting member.
Members of Reciprocal Clubs shall not be entitled to compete for donated trophies, monthly medals or honour board events.
- (ii) Members of Staff may use the course for social play at no charge and at such times as are approved by the Secretary on application.
Members of the professional staff who are members of the PGA may take part in all competition play but are not entitled to win any trophies on offer except "nearest the pin" shots, provided they have paid the appropriate competition fee.

Juniors

- (4) Junior members shall only be entitled to participate in Association competitions if they have reached the age of 12 years and achieved a handicap of 32 or less.

Junior members who do not meet the criteria are entitled to play in any Junior competitions when scheduled and may use the course for social play whenever it is not reserved for some other purpose. Juniors under the age of 15 years must be supervised by an adult at all times.

Intermediate 1 Members

(5) Intermediate members may exercise the playing rights accorded to ordinary members.

Intermediate 2 Members

(5) Intermediate 2 members may exercise the playing rights accorded to ordinary members, with the following limitations:

- A maximum number of 20 competition rounds per annum
- Ineligible for honour board events

Should an Intermediate 2 member exceed their maximum number of rounds they may participate in other competitions at the rate payable by a member's guest.

Social Members

(7) Social members shall only use the Associations course on payment of the full amount of the green fee currently charged to visiting players.

Social Members who hold an Australian handicap through playing membership at another golf club may play in open competitions of the Association subject to satisfying the conditions of play for such competition.

Pro-rata Subscription Fees

(8) A person admitted to membership after the expiry of one month, of the financial year shall pay a pro-rata subscription fee which is reduced by 8.33% for each complete month of the financial year the person was not a member.

Leave of Absence

(9) Leave of Absence can be granted upon application for a minimum period of two months and a maximum period of two years. Once the maximum of two years leave has been availed of during the currency of membership further leave of absence shall not be approved. An administration fee shall apply for the change in category as set by the Board of Directors.

Subscription Fee Concessions

(10) (a) Members who at the time of adoption of these rules (25/08/1998) had been granted a pensioner discount on the annual subscription will continue to receive such discounts during the term of their membership.

No other existing or new members shall be entitled to pensioner discounts as and from the 25/08/1998.

(b) When more than one member of an immediate family become members of the Association in the categories of ordinary, provisional, 6 day, 5 day, intermediate, or junior, those in the category of 5, 6 or 7 day shall each be entitled to a discount of 5% of the prescribed annual subscription.

Corporate Membership

(11) In accordance with Rule 5 (27);

- (i) Corporate Members shall be entitled to participate in all Association competitions unless specifically excluded as a class by the Board of Directors and shall be entitled to use the golf links at all other times except when competitions are in progress or when the course is reserved by the Board of Directors for other classes of members.
- (ii) Corporate Members shall be entitled to use all of the facilities of the Association at such times as they may be open for use.
- (iii) Corporate Membership shall be available as follows:-

On payment of the subscription set out in schedule 4 the Nominee;

- (a) is entitled to hold one corporate membership of the Association for a period of twelve months.
- (b) The corporate membership may include multiple cardholders, however each cardholder must be either related to, or employed by the primary cardholders corporate entity.
- (c) Each cardholder receives the same entitlements as an Ordinary member
- (d) Each cardholder will receive one complimentary cart hire each time they play (subject to booking and availability)
- (e) Each cardholder will receive complimentary competition Fees for each cardholder each time they play
- (f) A Golf Day for 24 players per cardholder (to a maximum of 48) including carts. Subject to availability with food and beverage not included.
- (g) Each cardholder may bring up to and including three guests to play on the course at no charge except payment of competition fees if applicable, on any weekday except Public Holidays.
- (h) Each membership includes bronze sponsorship of the Carbrook Classic
- (i) Other entitlements as approved from time to time.

3. Financial Members

A member shall be deemed to be financial provided he has paid at least one day of his annual subscription in advance. A member will be prevented from making future bookings when they become more than 14 days unfinancial.

4. Use of Motorised Buggies

Motorised buggies are permissible in all events without restriction.

The use of a motorized buggy by members is conditional on their adherence to the proper use of a cart, including the following of signs and directions on course. Should a member be found to be consistently breaching these directions, they may lose their right to operate a cart for a period determined by the Board of Directors.

5. Complaints and Disputes

Should any member of the Association wish to record a complaint against a fellow member or employee of the Association, such complaint shall be submitted in writing to the Secretary. Association members may not direct employees of the Association in the conduct of their duties and must refer matter of disciplinary nature to the Secretary.

6. Green Fees – Competition Fees – Entrance Fees – and Subscriptions

By resolution of the Board the amounts charged for green fees, competition fees, entrance fee and subscriptions shall be set out in the attached schedules (1) (2) (3) and (4).

STANDING ORDERS FOR THE CODE OF MEETINGS OF THE BOARD OF DIRECTORS

7. (1) The order of business for monthly meetings of the Board of Directors shall be laid down in resolutions of that Board.
- (2) The only permissible discussion on the motion of confirmation of the minutes shall be as to the accuracy of the record. Objections on this score must be moved, seconded and voted upon.
- (3) Any substantive motion that is before the meeting shall be disposed of before a further substantive motion is moved but the following format motions may be moved, received and put to the meeting.
- (i) For permission to withdraw a motion or amendment,
 - (ii) That the question be now put,
 - (iii) To proceed to the next business,
 - (iv) To defer consideration for a stated time (adjournment of debate),
 - (v) To amend,
 - (vi) To refer,
 - (vii) To discuss the action of a member who has been named by the chairman,
 - (viii) To extend the time limit,
 - (ix) That the motion or communication lie on the table,
 - (x) To go into committee of the whole.

Motions (i) and (iii) shall have precedence in the order given and there shall be no debate on motions (ii) and (iii).

(4) Amendments

- (a) On amendment only shall be considered at a time,
- (b) One person shall move one and only one amendment but may speak to all other amendments,
- (c) The mover of an amendment has no right of reply,
- (d) The mover of an original motion shall exercise the right at the end of the debate on the first amendment, and may not move an amendment but may speak to all amendments,
- (e) Amendments shall be taken in the order in which they affect the terms of the motion,
- (f) No amendment shall be allowed with regard to those parts of the motion which have been already been determined.

(5) An amendment must be relevant to the substantive motion. It may not be a single negation of the motion and if its affect is to negate the motion it must include a reasoned alternative course of conduct.

(6) Before any resolution is put to the meeting the chairperson may require that it be committed to writing and handed to him.

- (7)
 - (a) The Chairperson shall have the power to refuse the closure motion (:that the question is now put”),
 - (b) It shall not be permissible for anyone who has spoken in any debate to move the closure of such debate,
 - (c) If the closure motion is carried the mover of the original motion shall have the right of reply before the question is put.

(8) It shall be the duty of the chairperson to preserve order so that the business may be conducted in due form and with propriety. He shall not have the right of debating on any question under discussion, but if so requested by the meeting shall first leave the chair and not resume it until the question has been resolved.

(9) It shall be the duty of the Chairperson to call to order a speaker who violates any rule of debate and the privilege of any member to raise a point of order.

(10) When more than one member rises at the same time to speak, the chairperson shall decide who shall be heard.

(11) The chairperson may call the attention of a meeting to continued irrelevance or tedious repetition on the part of a member, and may with the approval of the meeting, direct such member to discontinue his speech. The question of whether a member shall discontinue his speech shall be decided without debate.

(12) Any member may rise to a point of order against a speaker during debate and the speaker against whom the point is raised, shall cease speaking and sit down. The member raising the point of order shall state his reason within one minute, then the chairman, without further discussion, shall give his ruling and, subject to such ruling the speaker shall be allowed to proceed. The chairperson’s ruling shall be final unless challenged by a motion of dissent.

(13) A member dissatisfied with the chairperson's ruling may move a motion of dissent in the following terms; "That the chairperson's ruling be dissented from". The chairperson shall then vacate the chair and call upon a deputy to take the chair. When the mover and the chairperson (in that order) shall have stated their case, the acting chairperson shall put to the vote the question that the chairperson's ruling be upheld.

(14) Debates on motions shall not exceed thirty minutes and speeches shall not exceed five minutes except by express permission of the meeting (vide sub-clause 3).

(15) A motion of a negative character, the carrying of would not alter the status quo, shall yield a place to a relevant motion purporting to take positive action.

(16) When a member speaks, he shall address chair and confine himself to the question under consideration, avoiding personalities and unbecoming language.

(17) A member, when speaking, shall not be interrupted except by the chairperson, or by a member raising a point of order, and then only for:

- (a) A breach of standing orders (vide sub-clause 9),
- (b) Irrelevance or repetitions (vide sub-clause 11),
- (c) Impropriety (vide sub-clause 6),
- (d) Exceeding the time limit (vide sub-clause 14).

Explanations may be allowed when the member speaking has finished, but only to explain an actual misunderstanding of the mis-statement, and the member shall be prohibited from debating the merits of any proposal in the course of such explanation.

(18) A member shall have the right to speak once only on any motion with the exception of the mover, who shall have the right to reply, when however he shall not introduce any new matter.

(19) A member moving a resolution, or any amendment thereto, pro forma, shall be held to have spoken to the question.

(20) A motion or amendment having been submitted to a meeting may not be withdrawn without the consent of the meeting.

(21) Voting on any question, unless a prescribed majority is required, shall be decided on the voices unless a show of hands is called for within a reasonable time of the chairperson's declaration.

(22) A member requesting information, or wishing to ask a question at a meeting shall do so through the chairperson.

- (23)
- (a) Notice in writing must be given to the Secretary of intention to move for rescission of any resolution of the committee. Such notices shall be given at least two weeks before the meeting at which it is to be dealt with and must appear on the business paper for that meeting.
 - (b) Either three calendar months must have elapsed or a two thirds majority of those members present and entitled to vote must be in favour of re-submission of any business that has already been declared by the Committee.

(24) The operation of Standing Order no 7 (1) may be suspended for a specified time for a specified purpose upon the carrying of a motion without notice by a two thirds majority. The operation of Standing Order no 7 (1) shall not be suspended more than twice during a meeting.

(25) Provided that no speaker is on his feet and addressing the chair, it shall be competent for any member to move or second that the meeting be adjourned. Such motion may be treated as an ordinary motion except that:
It may not interrupt a debate,
The mover shall have not right of reply.

(26) Times of committee meeting shall be determined by the President and in accordance with Rule 16 of the Association.

(27) In the case of disorder arising, the chairperson shall have the power to adjourn the meeting to a time he shall fix and his leaving the chair terminates the business.

(28) (a) All notices of motion must be in writing and must be received by the Secretary at least 14 days prior to the meeting at which the motion business with be transacted.

(b) Motions of which notice have been properly given shall be included in the Agenda Paper for the next meeting.

(29) On matters associated with the conduct of meetings which are not covered by By-Law 9 or the Rules of Association the book "Handbook for Chairmen and Secretaries" by C.F.Bentley shall be used as a reference.

ACTIVITIES AND FUNCTIONS OF SUB-COMMITTEES OF THE BOARD OF DIRECTORS

8. (1) Sub-Committees established by the Board of Directors in accordance with Rule 17 of the Associations shall cover Association activities associated with Finance, Greens, House, Handicapping, Match, Membership and any other activity which the Board of Directors considers may from time to time require the establishment of a special Sub-committee or the inclusion of such activity on the functions of an existing Sub-Committee.

(2) Sub-Committees shall have the responsibility for preparing policies associated with specific aspects of Association activities for consideration by the Board of Directors and ensuring that once approved such policies are implemented. Individual Sub-Committees may at the Board of Director's discretion be responsible for one or more of the activities listed in sub-clause (1) above.

(3) The Finance Sub-Committee shall be responsible for:

(a) The preparation of annual income and expenditure estimates and budgets;

(b) The review of all expenditure proposals received from other Sub-Committees to ensure the funds are available and that the proposed expenditure is in accordance with the approved budget, and to make appropriate recommendations based on such reviews to the Board to Directors;

- (c) The preparation of monthly expenditure and income statements including progress against budget estimates and limits and highlighting potential problem areas;
- (d) Reviewing on an annual basis staff wage and salary levels and making appropriate recommendations to the Board of Directors; and
- (e) Overseeing administration and business practices of the Association, instituting remedial measures as necessary and ensuring that all claims upon the Association have been duly authorised by responsible officer.

(4) The Greens Sub-Committee shall be responsible for:

- (a) Ensuring that the course is maintained and groomed in a satisfactory manner for the benefit of members and their visitors.
- (b) Preparation of course maintenance expenditure budgets for consideration by the Finance Sub Committee and the Board of Directors.
- (c) Review expenditure budget at the end of each financial quarter and submit the review to the Board of Directors.
- (d) The chairman of the Sub Committee will be included in the appointment of the Course Superintendent.
- (e) On a quarterly basis submit to the Board of Directors plans and proposals for course improvements and modifications to be carried out during the next quarter.
- (f) Advising the Match Sub Committee of course conditions or projects, which in the opinion of the Greens Sub Committee require protection by local rule or the like.

(6) The Handicapping Sub-Committee shall be responsible for:

- (a) The maintenance of an Australian Golf Union sanctioned system of allocating and recording golf handicaps for members and the rigid application of that system to all cards returned by such players;
- (b) Ensuring that all players participating in Association events play off their correct handicap; and
- (c) Ensuring that where appropriate cards returned by visiting golfers are returned to their respective Clubs for handicapping action and that cards returned to the Association by other Clubs in respect on Carbrook Golf Club players are acted upon and recorded in the handicapping system.

(7) The Match Sub Committee shall be responsible for:

- (a) The control and management of matters affecting the conduct of competitions, matches and play on the course:
- (b) The preparation of an annual programme of events for the year following their incumbency and the control of allocation of dates and times to social golf club members seeking to play on the course;
- (c) Determining and circulating in advance the conditions under which competitions shall be played and adjudicating on all disputes arising from competitions and matches;
- (d) Selection of individuals, teams and Team Captains to represent the Association as and when required;
- (e) The application of the Rules of Golf and the determination of and variation to, local rules as deemed necessary and the assessment of calculated course ratings: and
- (f) Ensuring that trophies and prizes comply with the Amateur Status Rules of the Rules of Golf and the allocation of such trophies and prizes.

(8) All Sub Committee Chairpersons shall have the responsibility for authorising and certifying expenditure claims for Association activities allocated to them, subject to the over-riding control of the Board of Directors as specified in Rule 26 of the Association.

**CONDITIONS UNDER WHICH THE
CARBROOK LADIES SUB COMMITTEE
SHALL FUNCTION**

1. Lady Members of the Associations who prior to coming into force of the amended Rules of Association, were elected Members of the Associate Member's Sub Committee shall be Members of the Carbrook Ladies Sub Committee (CLS) and shall hold office until the next Annual General Meeting of the Lady Members which is hereafter provided for:
2. (a) The Annual General Meeting of the Lady Members shall be held within 30 days of the 1 November on each year.

(b) The business to be transacted at each Annual General Meeting shall be the same as that set out Rule 21 (5) (a) (c) & (e) excepting that reference to the Board of Directors shall mean and include reference to the CLS.

(c) Every Annual or Special Meeting of the Lady Members shall be held at the clubhouse.

(d) Notice of the date of the Annual Meeting shall be posted on the notice board of the Lady Members at least twenty one days before the date of the meeting and this shall constitute sole notice unless the CLS otherwise decides.

(e) At any meeting ten per cent of the Lady Members or twenty Lady members (whichever is the lesser) entitled to vote shall constitute a quorum.
3. Votes of Lady Members
At any General Meeting, financial Ordinary, 6 day, 5 day and Life Members shall be entitled to vote.
4. Election of Members of the CLS
Rule 13 (1), (4), (5) (a) (b) (c) (d) and (e) shall apply, with the necessary adoptions and amending 13 (5) (a) to require that nominations be delivered to the Secretary fourteen days prior to the date of the Annual Meeting.
5. Membership of the CLS
The CLS shall consist of a President, Vice President, Captain, Vice-Captain, Secretary and Treasurer drawn from the categories of Ordinary, 6 day, 5 day, Corporate or Life membership. The persons so elected shall be deemed appointed by the Board of Directors to the Sub Committee until the next Annual General meeting of the Association.
6. Notices of Motion
Lady Members who wish to put a substantive motion to the Annual Meeting of the CLS shall submit such motion in writing to the Secretary of the CLS fourteen days prior to the meeting.
7. Special General Meetings
Rule 21 (6) (a) and (b), (7), (8), (9), (10) and (11) shall apply with the necessary adaption.
8. Duties and Responsibilities of the CLS

(a) The conditions and conduct of all Ladies competitions.

- (b) The receipt of all monies generated by such competitions and associated activities such as raffles etc.

The Treasurer of the CLS shall pay these monies into such bank account as the Board of Directors may from time direct, to the credit of the CLS.

The Treasurer shall keep correct accounts and books showing the financial affairs of the CLS and shall submit a statement of such affairs to the Annual Meeting of the CLS.

Such statement having been previously audited by a suitably qualified person who has been approved by the Board of Directors.

- (c) The income, monies or property held by or on behalf of Lady Members of the Association whencesoever derived shall be applied solely towards the promotion of the objects of the Association and shall be the property of the Association.

9. Competition Times

The CLS shall be responsible for all aspects of competition play as directed from time to time by the Board of Directors, but particularly in respect of times reserved exclusively for the conduct of Lady Member's competitions as follows:

- (a) On Tuesday mornings as detailed in the list of fixtures published each year, with tee times reserved generally from 8:00am or 8:30am as required on 1st tee with a two tee start at the discretion of the General Manager.

10. Meeting of the CLS

The CLS shall meet at least once every month to discharge its functions. Meetings shall be conducted in accordance with Rule 17 (3) and (4).

**CONDITIONS UNDER WHICH THE
CARBROOK VETERAN SUB COMMITTEE
SHALL FUNCTION**

1. Veteran Members of the Association who prior to the coming into force of the amended Rules of Association, were elected Members of the Veteran Member's Sub Committee shall be Members of the Carbrook Veterans Sub Committee (CVS) and shall hold office until the next Annual General Meeting of the Veteran Members which is hereafter provided for.
2.
 - (a) The Annual General Meeting of the Veteran Members shall be held within 30 days of the 1 October on each year.
 - (b) The business to be transacted at each Annual General Meeting shall be the same as that set out Rule 21 (5) (a) (c) & (e) excepting that reference to the Board of Directors shall mean and include reference to the CVS.
 - (c) Every Annual or Special Meeting of the Veteran Members shall be held at the clubhouse.
 - (d) Notice of the date of the Annual Meeting shall be posted on the notice board of the Veteran Members at least twenty one days before the date of the meeting and this shall constitute sole notice unless the CVS otherwise decides.
 - (e) At any meeting ten per cent of the Veteran Members or twenty Veteran Members (whichever is the lesser) entitled to vote shall constitute a quorum.
3. Votes of Veteran Members
At any General Meeting, financial Veteran Members shall be entitled to vote.
4. Election of Members of the CVS
Rule 13 (1), (4), (5) (a) (b) (c) (d) and (e) shall apply, with the necessary adaptations and amending 13 (5) (a) to require that nominations be delivered to the Secretary fourteen days prior to the date of the Annual Meeting.
Note - The limit of 5 years for a Captain and President as per Rule 13 (1) does not apply to the CVS .
5. Membership of the CVS
The CVS shall consist of a President, Vice President, Secretary/Treasurer, Captain, Vice Captain and four Committee Members, drawn from the Veteran Membership. The persons so elected shall be deemed appointed by the Board of Directors to the Sub Committee until the next Annual General Meeting of the Association.
6. Notices of Motion
Veteran Members who wish to put a substantive motion to the Annual General Meeting of the CVS shall submit such motion in writing to the Secretary of the CVS fourteen days prior to the meeting.
7. Special General Meetings
Rule 21 (6) (a) and (b), (7), (8), (9), (10) and (11) shall apply with the necessary adaptation.

8. Duties and Responsibilities of the CVS

- (a) The conditions and conduct of all Veteran competitions.
- (b) The receipt of all monies generated by such competitions and associated activities such as raffles etc.

The Treasurer of the CVS shall pay these monies into such bank account as the Board of Directors may from time to time direct, to the credit of the CVS.

The Treasurer shall keep correct accounts and books showing the financial affairs of the CVS and shall submit a statement of such affairs to the Annual Meeting of the CVS.

Such statement having been previously audited by a suitable qualified person who has been approved by the Board of Directors.

- (c) The income, monies or property held by or on behalf of Veteran Members whencesoever derived shall be applied solely towards the promotion of the objects of the Association and shall be the property of the Association.

9. Competition Times

The CVS shall be responsible for all aspects of competition play as directed from time to time by the Board of Directors, but particularly in respect of times reserved exclusively for the conduct of Veteran Member's competitions as follows:

- (a) On Thursday mornings as detailed in the list of fixtures published each year, with tee times reserved generally from 7:00am to 8:30am as required on 1st and 10th tees.

10. Meetings of the CVS

- (a) The CVS shall meet at least once every month to discharge its functions. Meetings shall be conducted in accordance with Rule 17 93) and (4).
- (b) A quorum shall consist of a minimum of 4 and must include two Executives of the CVS.