

AUSTRALIAN GOLFING FELLOWSHIP OF ROTARIANS INC RULES

1.0 General

- 1.1 The name shall be the Australian golfing Fellowship of Rotarians Inc. and may be abbreviated to A.G.F.R.

2.0 Definition

- 2.1 For the purpose of these Rules and By-Laws the “Fellowship” shall mean the Australian Golfing Fellowship of Rotarians Inc.
- 2.2 The rules and By-Laws shall mean the rules and By-Laws of the Fellowship as set out herein and amended from time to time.
- 2.3 The Secretary shall mean the Secretary of the Fellowship and is the person from time to time acting as Secretary.
- 2.4 A “Participating Rotarian” shall be a Rotarian who resides in Australia and who attends an official A.G.F.R. Tournament, pays the entry fee and participates in the tournament.
- 2.5 A “Rotarian Guest” shall be a Rotarian who resides outside Australia and who attends an official A.G.F.R. tournament, pays the entry fee and participates in the tournament.
- 2.6 A “Past Participating Rotarian” shall be a Rotarian who resides in Australia and who has attended and participated in at least one official A.G.F.R. tournament.
- 2.7 A “Guest” shall be a male or female who is either the Spouse or partner of a Participating Rotarian or a Rotarian Guest who accompanies the Rotarians at an official A.G.F.R. tournament, pays the entry fee and participates in the tournament.
- 2.8 The “State” shall be a State or Territory of the Commonwealth of Australia.
- 2.9 “Executive Committee” means management committee under the *Associations Incorporation Act 1981* (“the Act”).

3.0 Words and Expressions

- 3.1 A word or expression that is not defined in these rules, but is defined in the *Associations Incorporation Act 1981* has, if the context permits, the meaning given by the Act.

4.0 **Objects**

4.1 The Objects of the Fellowship are –

- (a) to further fellowship and understanding through the medium of golf.
- (b) to conduct an annual tournament in a manner set out in the By-laws.

5.0 **Powers**

5.1 The Fellowship has the powers of an individual.

5.2 The Fellowship may –

- (a) enter into contracts
- (b) make charges for facilities and services it supplies and
- (c) do other things necessary or convenient to be done in carrying out its affairs.

5.3 The Fellowship may take over the funds and other assets or liabilities of the unincorporated Fellowship known as the Australian Golfing Fellowship of Rotarians.

6.0 **Membership**

6.1 A person who on the day the Fellowship is incorporated, was a member of the unincorporated association must be admitted by the Executive Committee to the Fellowship.

6.2 A member must –

- (a) be a member of an Australian Rotary Club
- (b) have paid the annual fee.

6.3 A member of the incorporated Fellowship who, before becoming a member, has paid the member's annual subscription for the membership of the unincorporated Fellowship on or before a day fixed by the Executive Committee, is not liable to pay a further amount of annual subscription for the period fixed by the Executive Committee as a day on which the next annual subscription is payable.

7.0 **Classes of Membership**

7.1 The membership of the Fellowship shall consist of –

- (a) Ordinary members
- (b) Honorary Life members

7.2 The number of ordinary members is unlimited

8.0 **Membership Fees**

8.1 The membership fee for each class of membership –

- (a) is the amount decided by the members from time to time at a general meeting and
- (b) is payable when, and in the way, the Executive Committee decides.

9.0 **Admission and Rejection of Members**

9.1 The Executive Committee must consider an application for membership at the next meeting of the Committee held after it receives –

- (a) The application; and
- (b) The appropriate membership fee for the application

9.2 The Executive Committee must decide at the meeting whether to accept or reject the application.

9.3 If a majority of the Executive Committee members present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member to the class of membership applied for.

9.4 The Secretary of the Fellowship must, as soon as practicable after the Executive Committee decides to accept or reject an application, give the applicant a written notice of the decision.

10.0 **Membership Termination**

10.1 A member may resign from the Fellowship by giving a written notice of resignation to the Secretary.

10.2 The resignation takes effect on –

- (a) The day and at the time the notice is received by the Secretary;
or
- (b) If a later day is stated in the notice – the later day.

10.3 The Executive Committee may terminate a member's membership if the member –

- (a) Is convicted of an indictable offence; or
- (b) Does not comply with any of the provisions of these rules; or
- (c) Has membership fees in arrears for at least 2 months; or
- (d) Conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the Fellowship.

10.4 Before the Executive Committee terminates a member's membership, the Committee must give the member a full and fair opportunity to show why the membership should not be terminated.

10.5 If, after considering all representations made by the member, the Executive Committee decides to terminate the membership, the Secretary of the Committee must give the member a written notice of the decision.

11.0 **Appeal Against Rejection or Termination of Membership**

11.1 A person whose application for membership has been rejected, or whose membership has been terminated, may give the Secretary written notice of the persons intention to appeal against the decision.

11.2 A notice of intention to appeal must be given to the Secretary within 1 month after the person receives written notice of the decision.

11.3 If the secretary receives a notice of intention to appeal, the secretary must, within 3 months after the day of receipt, call a general meeting to decide the appeal.

11.4 At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.

11.5 Also, the Executive Committee and the Committee members who rejected the application of terminated the membership must be given an opportunity to show why the application should be rejected or the membership should be terminated.

11.6 An appeal must be decided by a vote of the members present at the meeting.

- 11.7 If a person whose application has been rejected does not appeal against the decision within 1 month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund the application fee paid by the person.

12.0 **Register of Members**

- 12.1 The Executive Committee must keep a register of members.
- 12.2 The register of members must include the following particulars for each member –
- (a) the full name and residential address of the member;
 - (b) the date of admission as a member;
 - (c) the date of death or resignation of the member;
 - (d) details about the termination or reinstatement of membership;
 - (e) any other particulars the Executive Committee or the members at a general meeting decide.
- 12.3 The register must be open for inspection at all reasonable times.
- 12.4 However, before the member may inspect the register, the member must apply to the Secretary to inspect it.

13.0 **Administration**

- 13.1 The affairs of the Fellowship shall be administered by a framework of committees, which shall be:

National Committee
Executive Committee
State Tournament Committee

- 13.2 The business of Fellowship in pursuance of its aim except in matters requiring to be decided by the National Committee shall be managed and controlled by the Executive Committee.
- 13.3 The National Committee functions shall be:
- (a) At a meeting prior to the Annual General Meeting receive applications for future tournaments.
 - (b) At a meeting prior to the Annual General Meeting decide upon the venue for future tournaments and approve the appointment

of a Tournament Committee Chairman. The State Tournament Chairman shall have power to appoint the organising committee.

- (c) The Secretary of the National Committee shall keep full and complete minutes of all meetings, which shall be communicated to all members of committee within thirty days of the meeting.
- (d) The Secretary of the National Committee shall prepare and forward all notices to Committee Members at least fourteen days prior to Committee Meetings.
- (e) The Secretary of the National Committee shall receive at least sixty days notice prior to the Annual General meeting of the Fellowship, any notice of motion or special resolution from any Past Participating Rotarian.
- (f) The Secretary/Treasurer of the National Committee shall maintain a list of all financial members to whom copies of the A.G.F.R. Newsletter and Tournament details will be mailed.

14.0 **Committees**

- 14.1 The National Committee of the Fellowship shall comprise the President, Vice President, Honorary Secretary, **Assistant Secretary**/Treasurer plus two Delegates from each State of Australia.
- 14.2 The Executive Committee of the Fellowship shall comprise the President, Vice President, Honorary Secretary, **Assistant Secretary**/Treasurer and Immediate Past President in an ex-officio non-voting capacity.
- 14.3 The State Tournament Committee shall be formed to organise and control any tournament approved by the National Committee.
- 14.4 The State Tournament Committee shall be bound by the Rules and Regulations of the Fellowship.
- 14.5 The submission of a tournament Report of activities with a Financial Statement by the State Tournament Committee and the acceptance of same by the Executive Committee shall terminate the appointment.
- 14.6 Past Presidents shall be invited to attend the National Committee meetings, but shall not have any voting power.

15.0 **Election of Officers**

- 15.1 The members of the Executive Committee shall be elected by the voting members of the National Committee.

- 15.2 A Nominating Committee comprising the President, the Immediate Past President, one other Past President and one Participating Rotarian who has attended at least five A.G.F.R. tournaments shall be appointed by the National committee to recommend in the following year to the National committee suitable nominations for the Executive Committee.
- 15.3 At the Annual General meeting one Delegate from each State shall be elected to the National Committee for a two year term. Each Delegate will be elected only by the Participating Rotarians from his/her home State. In the first year that a two year term is adopted two Delegates will be adopted from each state, the first Delegate for a two year term and the second for a one year term. Any retiring Delegate may be nominated for re-election.
- 15.4 Should there be two or more nominations from the one State for the vacant State Delegate position; then a secret ballot will be conducted at a place and time during the Tournament as directed by the Chairman.
- 15.5 Casual vacancies occurring on the National Committee shall be filled by the Executive Committee and elected from the State where the vacancy occurred.

16. Meetings

- 16.1 The Annual General Meeting must be held during each Annual Tournament.
- 16.2 The National Committee shall meet at the Annual Tournament prior to the Annual general meeting; and at any other time considered necessary by the Executive Committee.
- 16.3 The business of the Annual General Meeting shall be:
- President's Report
 - Financial Statement
 - Future Tournament
 - Distribution of Surplus Money
 - Advise appointment of Executive Committee
 - Election of State Delegates for National Committee
 - Other Business
 - Appointment of Auditor
- 16.4 To ensure the accuracy of the minutes recorded –
- (a) the minutes of each Executive Committee meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next Executive Meeting, verifying their accuracy; and

- (b) the minutes of each general meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next general meeting, verifying their accuracy; and
- (c) the minutes of each annual general meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next meeting of the Association that is a general meeting or annual general meeting, verifying their accuracy.

17.0 **Voting**

- 17.1 Each State shall be entitled to only one vote at a National Committee Meeting irrespective of the number of Representatives from each State at the meeting. The Chairman shall have a casting vote.
- 17.2 Voting at the Annual General Meeting of the Fellowship is restricted to one vote per member attending the meeting. Proxy votes will not be accepted.
- 17.3 A quorum for a National Committee meeting shall comprise five Committee Members representing at least three (3) States.

18.0 **Meetings of Executive Committee**

- 18.1 Subject to subsections (2) to (16), the Executive Committee may meet and conduct its proceedings as it considers appropriate.
- 18.2 The Executive Committee must meet at least once every 4 months to exercise its functions.
- 18.3 The Committee must decide how a meeting is to be called.
- 18.4 Notice of a meeting is to be given in the way decided by the Committee.
- 18.5 If the Secretary receives a written request signed by at least 33% of the Executive Committee members, the Secretary must call a special meeting of the Committee.
- 18.6 A request for a special meeting must state –
 - (a) why the special meeting is being called; and
 - (b) the business to be conducted at the meeting
- 18.7 At an Executive Committee meeting, more than 50% of the members elected or appointed to the Committee as at close of the last general meeting of the members form a quorum.

- 18.8 A question arising at a Committee meeting is to be decided by a majority vote of Committee members present at the meeting and, if the votes are equal, the question is decided in the negative.
- 18.9 An Executive Committee member must not vote on a question about a contract or proposed contract with the Fellowship if the member has an interest in the contract or proposed contract, and if the member does vote the member's vote must not be counted.
- 18.10 The Secretary must give each Executive Committee member at least 14 days notice of a special meeting of the Committee.
- 18.11 A notice of a special meeting must state –
- (a) the day, time and place of the meeting; and
 - (b) the business to be conducted at the meeting.
- 18.12 The President, or if there is no President or if the President is not present within 10 minutes after the time fixed for an Executive Committee meeting, the Vice-President is to preside as chairperson at the meeting.
- 18.13 If the President and the Vice-President are absent from an Executive Committee meeting, the members may choose one of their number to preside as chairperson at the meeting.
- 18.14 If a quorum is not present within 30 minutes after the time fixed for an Executive Committee meeting called on the request of Committee members, the meeting lapses.
- 18.15 If a quorum is not present within 30 minutes after the time fixed for an Executive Committee meeting called other than on the request of the Committee members, the meeting is to be adjourned to –
- (a) the same day, time and place in the next week; or
 - (b) a day, time and place decided by the Committee.
- 18.16 If, at the adjourned meeting mentioned in subsection (15), a quorum is not present within 30 minutes after the time fixed for the meeting, the meeting lapses.
- 19.0 **Delegation of Executive Committee Powers**
- 19.1 The Executive Committee may delegate the whole or part of its powers to a subcommittee consisting of the Fellowship members considered appropriate by the Committee.

- 19.2 A subcommittee may only exercise delegated powers in the way the Executive Committee decides.
- 19.3 A subcommittee may elect a chairperson of its meetings.
- 19.4 If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose one of their number to be chairperson of the meeting.
- 19.5 A subcommittee may meet and adjourn as it considers appropriate.
- 19.6 A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

20.0 **Resolutions of Executive Committee Without Meeting**

- 20.1 A written resolution signed by each member of the Executive Committee for the time being entitled to receive notice of meeting is as valid and effectual as if it had been passed at a Committee meeting that was properly called and held.
- 20.2 A resolution mentioned in subsection (1) may consist of several documents in like form, each signed by one or more members of the Committee.

21.0 **First General Meeting**

- 21.1 The first general meeting must be held not less than one month, and not more than three months, after the Fellowship is incorporated.
- 21.2 The Executive Committee must decide where the meeting is to be held.
- 21.3 The business to be conducted at the first general meeting must include the appointment of an auditor.

22.0 **First Annual General Meeting**

- 22.1 The first annual general meeting must be held within 18 months after the day the Fellowship was incorporated.

23.0 **Subsequent Annual General Meetings**

- 23.1 Each subsequent annual general meeting must be held –
- (a) at least once a year; and
 - (b) within six months after the end of the Fellowship's previous financial year.

24.0 **Special General Meeting**

24.1 The secretary may only call a special general meeting by giving each member notice of the meeting within 14 days after –

- (a) being directed to call the meeting by the Executive Committee; or
- (b) being given a written request signed by –
 - (i) at least 33% of the members of the Fellowship presently on the Executive Committee; or
 - (ii) at least the number of ordinary members of the Fellowship equal to double the number of members of the Fellowship presently on the Executive Committee plus one; or
- (c) being given a written notice of an intention to appeal against the decision of the Executive Committee –
 - (i) to reject an application for membership; or
 - (ii) to terminate a person's membership

24.2 A request mentioned in subsection 24.1(b) must state –

- (a) why the special general meeting is being called; and
- (b) the business to be conducted at the meeting.

25.0 **Notice of General Meeting**

25.1 The Secretary may call a general meeting of the Fellowship.

25.2 The Secretary must give at least 14 days notice of the meeting to each Fellowship member.

25.3 The Executive Committee may decide the way in which the notice must be given.

25.4 However, notice of the following meetings must be given in writing –

- (a) a meeting called to hear and decide the appeal of a member against the rejection or termination of the member's membership by the Executive Committee; or
- (b) a meeting called to hear and decide a proposed special resolution of the Fellowship.

25.5 A notice of a general meeting must state the business to be conducted at the meeting.

26.0 **Quorum For, and Adjournment of, General Meeting**

26.1 Subject to subsection (5), at a general meeting the number of members equal to the number of members of the Fellowship presently on the Executive Committee plus 20 forms a quorum.

26.2 No business may be conducted at a general meeting unless a quorum of members is present when the meeting proceeds to business.

26.3 If a quorum is not present within 30 minutes after the time fixed for a general meeting called on the request of members of the Executive Committee or the Fellowship, the meeting lapses.

26.4 If a quorum is not present within 30 minutes after the time fixed for a general meeting called other than on the request of members of the Executive Committee or the Fellowship, the meeting is to be adjourned to –

(a) the same day, time and place next week; or

(b) a day, time and place decided by the Executive Committee.

26.5 If at an adjourned meeting, a quorum under subsection (1) is not present within 30 minutes after the time for the meeting, the members present form a quorum.

26.6 The chairperson may, with the consent of any meeting at which a quorum is present, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.

26.7 If a meeting is adjourned under subsection (6), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.

26.8 The Secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.

26.9 If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in a same way notice is given for an original meeting.

27.0 **Procedure at General Meeting**

27.1 Subject to these rules, at each general meeting –

- (a) the President or, if there is no President or if the President is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the Vice-President is to preside as chairperson; and
- (b) if the Vice-President is absent or unwilling to act as chairperson, the members present must elect one of their number to be chairperson of the meeting; and
- (c) the chairperson must conduct the meeting in a proper and orderly way; and
- (d) each question, matter or resolution must be decided by a majority of votes of the members present; and
- (e) each member present and entitled to vote is entitled to one vote only and , if the votes are equal, the chairperson has a casting vote as well as a primary vote; and
- (f) a member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting;
- (g) voting may be by a show of hands or a division of members, unless at least 20% of the members present demand a secret ballot; and
- (h) if a secret ballot is held, the chairperson must appoint two members to conduct the secret ballot in the way the chairperson decides; and
- (i) the result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held; and
- (j) members may vote –
 - (i) on a show of hands, each member present is entitled to one vote
 - (ii) in a secret ballot each member present is entitled to one vote

28.0 **Finance**

- 28.1 All accounts passed for payment by the Executive Committee shall be paid by cheque by the Secretary/Treasurer. Each cheque shall have the signature of two Committee Members.
- 28.2 The Secretary/Treasurer shall maintain books of accounts including all transactions relating to Fellowship funds.
- 28.3 The Secretary/Treasurer shall make available books of accounts to an Auditor appointed by the Executive Committee.
- 28.4 The Executive Committee shall, if requested, lend to the appointed State Tournament Committee a sum of not more than \$500.00 for initial expenses.
- 28.5 The State Tournament Committee shall forward to the Executive Committee 50% of surplus monies obtained from the Registration Fees, at the completion of the current Tournament, plus the money supplied for initial expenses stated in Clause 28.4. The balance of the surplus money held by the State Tournament Committee shall be applied to Rotary Projects of the State Tournament Committee's choice.
- 28.6 The Executive Committee shall at its discretion recommend to the Annual General Meeting the distribution of surplus funds held by it to a selected Rotary project.

29.0 **Financial Year**

- 29.1 The financial year of the Fellowship closes on 31 **December** in each year.

30.0 **By-Laws**

- 30.1 The Executive Committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the Fellowship.
- 30.2 A by-law may be set aside by a vote of members at a general meeting of the Fellowship.
- 30.3 The first by-laws of the Fellowship shall be those adopted by the Executive Committee at its first meeting.

31.0 **Rules**

- 31.1 Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.
- 31.2 However, an amendment, repeal or addition is valid only if it is registered by the chief executive.

32.0 **Common Seal**

- 32.1 The Executive Committee must ensure the Fellowship has a common seal.
- 32.2 The common seal must be –
- (a) kept securely by the Executive Committee; and
 - (b) used only under the authority of the Executive Committee.
- 32.3 Each instrument to which the seal is attached must be signed by a member of the Executive Committee and countersigned by –
- (a) the Secretary; or
 - (b) another member of the Executive Committee; or
 - (c) someone appointed by the Executive Committee.

33.0 **Funds and Accounts**

- 33.1 The funds of the Fellowship must be kept in an account in the name of the Fellowship in a financial institution decided by the Executive Committee.
- 33.2 Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Fellowship.
- 33.3 All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- 33.4 If an amount of \$100.00 or more is paid by cheque, the cheque must be signed by any two of the following:
- (a) The President;
 - (b) the Secretary;
 - (c) the Treasurer;

(d) another member authorised by the Executive Committee for the purpose.

33.5 Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed 'not negotiable'.

33.6 A petty cash account must be kept on the impressed system, and the Executive Committee must decide the amount of petty cash to be kept in the account.

33.7 All expenditure must be approved or ratified at an Executive Committee meeting.

33.8 The Treasurer must, as soon as practicable after the end of each financial year, ensure a statement containing the following particulars is prepared –

(a) the income and expenditure for the financial year just ended;

(b) the Fellowship's assets and liabilities at the close of the year;

(c) the mortgages, charges and securities affecting the property of the Fellowship at the close of the year.

33.9 If the Fellowship is incorporated within three months before the end of the Fellowship's financial year, Subsection (8) does not apply for the financial year in which the Fellowship is incorporated.

33.10 The auditor must examine the statement prepared under Subsection (8) and present a report about it to the Secretary before the next Annual General Meeting following the financial year for which the audit was made.

33.11 The income and property of the Fellowship must be used solely in promoting the Fellowship's objects and exercising the Fellowship's powers.

34.0 **Logo**

34.1 The Australian Golfing Fellowship of Rotarians logo is the official logo of the Fellowship and may not be added to, or changed in any manner whatsoever, without the concurrence of three quarters of those entitled to vote at an Annual General Meeting, and only then following the prescribed 60 days notice to the Secretary.

35.0 **Documents**

35.1 The management committee must ensure the safe custody of books, documents, instruments of title and securities of the Fellowship.

36.0 **Distribution of Surplus Assets to Another Entity**

36.1 This section applies if the Fellowship –

- (a) is wound-up under part 10 of the Act; and
- (b) it has surplus assets

36.2 The surplus assets must not be distributed among the Fellowship members.

36.3 The surplus assets must be given to the Rotary International Foundation – the rules of which prohibit the distribution of the entity's income and assets to its members.

36.4 In this section –

"Surplus assets" has the meaning given by Section 92(3) of the Act