

CONSTITUTION AND BY-LAWS OF VINCENTIA VETERANS GOLF CLUB
NOVEMBER 2016

These By-Laws were created by resolution of the Board of Directors of St Georges Basin Country Club Ltd on November 29th 2016 for the governing of the Vincentia Veterans Golf Club and supersede all previous By-Laws in respect of such matters.

1. Name of Section

The name of the section shall be the Vincentia Veterans Golf Club.

2. Definitions

- a) The Country Club means St Georges Basin Country Club Ltd.
- b) The Vincentia Golf Club means that part of the Country Club's operations at its Vincentia course and premises.
- c) The Vincentia Veterans means the Vincentia Veterans Golf Club.
- d) The Committee means the Management Committee of the Vincentia Veterans Golf Club.
- e) The Board means the Board of Directors of St Georges Basin Country Club Ltd.
- f) Golfing Member means a member of St Georges Basin Country Club or Vincentia Golf Club who pays the appropriate fee to allow full access to the respective club or clubs' golfing facilities.
- g) Notice Board means the Vincentia Veterans notice board in the Vincentia Golf Club premises
- h) NSWVGA means the New South Wales Veteran Golfers Association.

3. Objectives

- a) To promote the concept and conduct of veterans golf at the Vincentia golf course.
- b) To enable veteran members and visitors to participate in golf events and to promote the sport of golf.
- c) To act at all times in accordance with the Memorandum and Articles of Association and By-Laws of the Country Club.
- d) To affiliate with the NSWVGA and its relevant local entities together with any governing bodies of the sport as may be approved by the Committee.

4. Membership

- a) A golfing member or life member of Vincentia Golf Club or the Country Club may be a member of the Vincentia Veterans provided:
 - I. He or she has attained the qualifying age as set out in the NSWVGA constitution.
 - II. Maintains a current financial membership as a golfing member of Vincentia Golf Club or of the Country Club.
 - III. Has paid the appropriate Vincentia Veterans fee.

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- b) Membership of the Vincentia Veterans is extended on the condition that the member will observe and adhere to the Memorandum and Articles of Association of the Country Club and to any By-Laws made pursuant thereto. In the event of any member failing to act in accordance with such Memorandum and Articles of Association or By-Laws, he or she shall be liable to be dealt with as provided by the Articles of Association and By-Laws. Provided, however, that any breach of etiquette and/or breach of golf rules laid down by any governing body with which the Vincentia Veterans is affiliated shall be dealt with by the Committee.
- c) Where the Vincentia Veterans Committee is of the opinion that a breach of etiquette and/or a breach of golf rules has been committed by a member, the Committee shall meet and determine that issue. Provided, however, the member concerned shall be given not less than seven (7) days notice in writing of the time, date and place of such meeting and shall be provided with details of that which is alleged against him or her. The member shall be given the opportunity to appear at such meeting and present whatever material or evidence as may be considered relevant. The Committee shall determine whether or not a breach of etiquette or playing rules has been committed by the member. If it is determined that a breach has been committed by that member the Committee may reprimand, suspend or expel that member from the Vincentia Veterans. Any motion to expel a member shall require a two-thirds majority of the Committee to be carried. Any member who has been dealt with by the Committee may appeal to the Board of the Country Club which shall hear and determine the matter in accordance of the provisions of the Articles of Association of the Country Club.
- d) If the Board is of the opinion that a member of the Vincentia Veterans may have been guilty of conduct so as to warrant expulsion of that member from the Vincentia Veterans, the Board may, of its own volition, require that member to appear before it and determine that issue provided that the member concerned shall be given not less than seven (7) days notice of the time, date and place of the meeting and the details of that which is alleged against him or her. If it is determined that a breach has been committed by that member, the Board may reprimand, suspend or expel that member from the Vincentia Veterans.
- e) The Vincentia Veterans Committee, in consultation with the Board, may from time to time limit the number of members of the Vincentia veterans.
- f) No person shall remain a member of the Vincentia Veterans unless he or she is a financial golfing member of the Vincentia Golf Club or the Country Club.
- g) Any person who has not paid the pre-determined yearly subscription of the Vincentia Veterans by the thirty first (31st) day of July shall be deemed unfinancial and shall be excluded from participation in any event organised by the Vincentia Veterans.

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5. Life Membership

- a) A member who has been a member of the Vincentia Veterans for a period of not less than ten (10) years and has rendered distinguished service to the Vincentia Veterans shall be eligible to be elected a life member of The Vincentia Veterans. A candidate for life membership shall be nominated by not less than two (2) members of the Vincentia Veterans. Any candidate shall require the approval of the Committee and of the Board. Only one (1) life member shall be elected in any year. The election of a life member shall take place at the Annual General Meeting of the Vincentia Veterans. Any motion to bestow life membership shall require at least a three-fourths majority of those present at the Annual General Meeting and entitled to vote. Any motion to bestow life membership shall require at least twenty one (21) days notice in writing to members prior to the Annual General Meeting.
- b) Every life member, shall upon his or her election, be entitled to all the privileges of membership of the Vincentia Veterans but without being liable for payment of the annual subscription which is payable to the sub-section only.

6. Notices

- a) For Annual General Meetings or other general meetings, at least fourteen (14) days notice shall be given to members and to other parties entitled, or invited by the Committee, to attend.
- b) With the exception of notice required pursuant to rules 4.c) and 4.d), notices in respect to any general meetings shall be deemed served as from the date such notices were affixed upon the Vincentia Veterans Notice Board and/or mailed or emailed to members or relevant other parties.
- c) For Committee meetings, ideally three (3) days but not less than twenty four (24) hours notice shall be given to Committee members and to other parties entitled, or invited by the Committee, to attend.
- d) Notice in respect to scheduled Committee meetings shall be deemed served as from the date of contact by email, phone or personally by a member of the executive of the Committee.

7. Annual Subscription

- a) The financial year of the Vincentia Veterans shall be from the first (1st) day of July until the thirtieth (30th) of June in each year.
- b) The annual subscription of members shall be determined by the Committee by the thirtieth (30th) day of May in each year and shall be payable by the thirty first (31st) day in July of each year.

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8. Annual General Meeting

a) The Annual General Meeting of the Vincentia Veterans shall be held by no later than the thirty first day (31st) of August. The quorum for all general meetings shall be ten (10) members. In the event of there not being a quorum present within half an hour of the stipulated time of commencement then the meeting shall be adjourned to the same time and place not later than eight (8) days hence and those members at that meeting shall constitute a quorum.

b) Nominations for the office of:

President
Vice President
Secretary
Treasurer
Captain
Vice Captain
Four (4) Committee members

shall open twenty eight (28) days prior to the Annual General Meeting and shall be made in writing by the proposer and seconder with the consent of the nominee and the nomination signed by the nominee and handed to the Secretary and posted on the Vincentia Veterans Notice Board. Nominations shall close at six (6) pm on the seventh (7th) day prior to the Annual General Meeting.

- c) Should the number of nominations at the Annual General Meeting exceed the number of offices to be filled an election shall be held by secret ballot.
- d) Ballot papers for such elections as are necessary shall be issued to all members of the Vincentia Veterans attending the Annual General Meeting.
- e) Should the number of nominations for any office be less than the number required then those persons nominated shall be declared duly elected and further nominations shall be called for from the floor to fill the remaining vacancy or vacancies. Provided, however, that in the event of there being no nominations for the positions of Secretary or Treasurer then the offices of Secretary and Treasurer may be combined and these duties carried out by a Secretary/Treasurer.
- f) A Returning Officer and Scrutineers shall be elected at each Annual General Meeting. Neither the Returning Officer nor Scrutineers shall be candidates for any office.
- g) The ballot shall be conducted on the first past the post system.
- h) The business of the Annual General Meeting shall comprise:

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- i. Confirmation of minutes of the previous Annual General Meeting and any special meetings.
 - ii. Adoption of the annual reports and election of officers.
 - iii. Any special business brought forward in accordance with these rules
 - iv. Any notices of motion submitted by any financial member of the Vincentia Veterans provided that such motion has been delivered to the Secretary of the Vincentia Veterans not less than twenty one (21) days prior to the date of the meeting. Immediately upon receipt of such notice of motion the Secretary of the Vincentia Veterans shall cause such notice to be placed upon the Vincentia Veterans Notice Board.
- i) The President of the Country Club and his or her nominees shall be deemed to be invited to attend Annual General Meetings or other general meetings of the Vincentia Veterans and shall be given, via the Chief Executive Officer, such prior notice as is set out in these rules. He or she or his or her nominees may take part in debates but shall not be entitled to vote
- j) To assist and ensure the ongoing viability of the sub-sections to attract and recruit volunteer committee personnel, the Board may allow the following entitlements for their elected Committee persons to be voted upon by the members of the Vincentia Veterans:
- i. Liquid refreshments at the completion of formal meetings of the Committee.
 - ii. The ability to offer hosts/sponsors refreshments and meals where deemed appropriate for the purposes of improved public relations between two parties.
 - iii. Designated use of specifically marked car parking bays on individually assigned sporting days eg golf course area as designated.
 - iv. Any item of apparel as deemed necessary for the purpose of being recognised as a sports administrator relevant to the Vincentia Veterans activities eg Shirt or jacket.

Notwithstanding any of these entitlements as endorsed by the Board, this By-Law approves such entitlements on the following basis:

- v. That funding for such entitlements is met by the Vincentia Veterans from generated funds.
- vi. That the amount of entitlements is to be determined by the Committee and voted on by members at the Annual General Meeting of the Vincentia Veterans.

9. Sub –Committees and Delegates

- a) The Committee shall as soon as possible after its election determine amongst its numbers two (2) delegates to the Mid South Coast Veteran Golfers Association.

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- b) The Committee may at its absolute discretion determine the need for, and if so, the composition, from amongst its numbers and/or the golfing members. of any sub-committees it deems necessary and appoint a chairman to such sub-committees.
- c) Such sub-committees may be any or all of Match Committee, Finance Committee and Social Committee.
- d) No Committee member shall hold office at any golf club other than Vincentia Golf Club or the Basin Country Club.
- e) The Vincentia Veterans may, with the approval of the Board, raise and retain funds for the management and benefit of the Vincentia Veterans.

10. Management

- a) The Vincentia Veterans shall be under the management of the Vincentia Veterans Committee. The Committee shall be responsible for organising competitions and to supervise the conduct of those competitions and the sport of golf within the Vincentia Veterans and in conjunction with other clubs pursuant to the rules of any governing body with which the Vincentia Veterans is affiliated.
- b) The executive of the Committee shall consist of:
 - President
 - Vice President
 - Captain
 - Vice Captain
 - Treasurer
 - Secretary(For duties and responsibilities of the above see Appendix 1.)
- c) The President of the Country Club or his or her nominee shall be deemed invited to attend meetings of the Committee and shall be given, via the Chief Executive Officer, prior notice of all such meetings as set out in these rules. He or she may take part in debates but shall not be entitled to vote.
- d) The President of the Vincentia Veterans shall be the chairman of all meetings of the Committee and in his absence the Vice President shall be appointed in his or her stead. In the absence of the Vice President then those present shall elect a Chairman from their number.

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- e) No meeting of the Committee shall be held unless a quorum of members is present and prior notice of the meeting has been given to all members of the Committee.
- f) A quorum shall consist of five (5) members.
- g) The Chairman shall have a deliberate and a casting vote.
- h) If a quorum is not present within fifteen (15) minutes after the appointed time of starting the meeting shall be adjourned to a date the members present shall determine. The notice of the adjourned meeting shall be given to all members of the Committee by the Secretary.
- i) The Committee shall have the power to fix all entrance fees for games and competitions and do all things necessary to give effect to the objects of the Vincentia Veterans.
- j) Any resolution of the Committee may be rescinded or altered by ordinary resolution at any meeting of the Committee. Any resolution passed by the Vincentia Veterans at a general meeting may be rescinded or amended at a further general meeting of the Vincentia Veterans. Twenty one (21) days notice must be given for such resolution.
- k) The Committee shall meet as necessary but not less frequently than once in every two (2) calendar months.
- l) The President or Secretary or Treasurer or any three (3) members of the Committee may at any time request the Secretary of the Committee to convene a special meeting of the Committee. The Secretary shall give all members of the Committee not less than twenty four (24) hours notice of the time, date and place of the meeting and the purpose for which the meeting has been requested.
- m) The Secretary shall call a Special General Meeting of the Vincentia Veterans upon the request of the Committee or upon the request in writing of not less than ten (10) financial members of the Vincentia Veterans. In each case the request shall stipulate the purpose for the convening of the Special General Meeting and any special meeting called shall be limited to such purpose. No other business shall be transacted. Upon receipt of such request the Secretary shall cause to be displayed on the Vincentia Veterans Notice Board the time, date and place of such meeting and the purpose for which the meeting has been called. Twenty one (21) days notice must be given for same.
- n) The Committee shall fill any casual vacancies in the offices of the Vincentia Veterans.

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- o) Any member of the Committee who, without the prior permission of the Committee, fails to attend for three (3) consecutive meetings may forfeit his or her position and the vacancy filled in accordance with this rule.
- p) In the event of the Committee resigning in a body, a Special General Meeting of the Vincentia Veterans shall be called and new office bearers and members of the Committee elected.
- q) The minutes of the meetings of the Committee shall be kept in a book provided for that purpose. A copy of the minutes of Committee meetings are to be forwarded to the Chief Executive Officer of the Country Club.
- r) The Committee may from time to time make, amend or repeal such playing conditions as it considers necessary for the proper control and administration of the sport and of competitions conducted by the Vincentia Veterans.
- s) The Treasurer shall ensure that all income of the Vincentia Veterans is received, recorded and banked and that all expenditure items are approved by the Committee prior to payment. He or she shall maintain all proper records of accounts and shall make these available to the Board or the Auditors of the Country Club immediately upon request.
- t) The Treasurer shall at each regular meeting of the Committee furnish a written reconciled statement of the Vincentia Veterans' income and expenditure.
- u) The Treasurer shall cause to be prepared for the Annual General Meeting of the Vincentia Veterans and for the Chief Executive of the Country Club a detailed statement of the Vincentia Veterans income and expenditure for the preceding twelve (12) month period.
- v) The Treasurer and two other members of the Executive, as nominated by the Committee, shall be authorised to sign cheques or otherwise authorise payments. Two (2) signatures shall be required to operate the Vincentia Veterans account(s).

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APPENDIX 1
Statements of Duties and Responsibilities

1. Club President

The Club President shall be responsible for the general operation and effectiveness of the Vincentia Veterans in respect to the Objectives as set out in the Constitution and By-Laws and for the performance of its other office bearers.

He or she will have a sound knowledge of the Constitution and By-Laws of the Vincentia Veterans, the history of the club and the relationships that exist with the Board and management of the Country Club and with its other golfing sub-sections.

He or she will be responsible for the efficient conduct of all meetings in accordance with accepted procedures. Specifically, he or she will:

- Ensure that meetings commence punctually,
- Be well acquainted with items on the agenda,
- Be unbiased and allow discussions so that opposing points of view are given full opportunity for expression.

He or she should assist and encourage the club's other office bearers in ensuring that the policies and practices of The Vincentia Veterans and the Country Club and decisions of Committee meetings and general meetings are implemented.

As social head of the Vincentia Veterans the President wherever possible should be present to receive visitors at social functions at Vincentia Golf Club and attend other relevant functions and inter-club golf events.

He or she should ensure that appropriate letters of thanks, congratulations, condolences etc are sent by the Secretary.

The President should encourage and set an example to members of the Vincentia Veterans and its Committee in order to build fellowship and enhance the role and status of the club.

2. Vice President

The Vice President shall assist the President wherever and whenever possible and deputise for him or her whenever the President is unavailable.

He or she should be familiar with the Duties and Responsibilities of the President as set out.

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He or she should undertake such tasks as may from time to time be agreed by the Committee.

Specifically, the Vice President is responsible for all matters relating to good order, conduct and manner of dress of all members of the Vincentia Veterans and veteran visitors and for receiving and dealing with any complaints from members of the Vincentia Veterans or veteran visitors.

3. Captain

The Captain is responsible for the development (for approval by the Committee) of the annual program of competitions for the Vincentia Veterans and for co-ordinating the entry of Vincentia Veterans' teams in inter-club and other such events and the selection of teams for such events.

The Captain shall have control of competitions of the Vincentia Veterans and of all matters in regard to play on the course on all veterans' competition days.

He or she should make recommendations to the Committee on matters such as trophies, prizes and prize values and allocate donated trophies as appropriate.

The Captain will lead the preparations necessary for any events hosted by the Vincentia Veterans at Vincentia Golf Club.

He or she should, wherever possible, accompany Vincentia veteran teams when visiting other clubs; ensure that visiting veterans clubs are catered for and made welcome and assist the President in welcoming other veterans teams visiting Vincentia Golf Club.

The Captain should be an experienced player with a thorough knowledge of the rules of golf.

4. Vice Captain

The Vice Captain should be familiar with the Duties and Responsibilities of the Captain and should assist (and where necessary deputise for) him or her whenever appropriate.

The Vice Captain should be an experienced player with a thorough knowledge of the rules of golf.

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5. Secretary

The Secretary shall prepare agendas for all Committee meetings and general meetings and keep full and accurate minutes of all such meetings.

He or she will be responsible for all incoming and outgoing mail and other correspondence, the maintenance of appropriate member lists and for communicating as required with the Committee and with other members on such issues as notices of meetings etc.

He or she will maintain the Vincentia Veterans' Notice Board and ensure that material displayed thereon is current and relevant.

The Secretary shall carry out any directions of the Committee.

6. Treasurer

The Treasurer shall carry out the duties as set out in the Constitution and By-Laws, including (but not limited to):

- Receiving, recording and banking all income.
- Payment (with Committee approval) of all expenditure items.
- Maintaining proper records of accounts.
- Providing an income and expenditure statement to each Committee meeting.
- Preparing accounts for the Annual General Meeting.

The Treasurer shall advise the President and the Committee on any such matters as may affect the financial position of the Vincentia Veterans.

7. Match Committee

If appointed by the Committee in accordance with these rules, the Match Committee will assist the Captain and Vice Captain in their various duties and responsibilities, including (but not limited to):

- Input to development of the annual program of events.
- Assisting with the operation of such program of events.
- Input to the acceptance of sponsorships and trophies, prizes and prize values.
- Assisting with the running of Vincentia Veterans competitions.
- Assisting with the organisation of teams for inter-club events.
- Assisting with inter-club events held at Vincentia Golf Club.

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8. Finance Committee

If appointed by the Committee in accordance with these rules, the Finance Committee will assist the Treasurer in his or her duties and responsibilities, including (but not limited to):

Assisting with collection and recording of income of the Vincentia Veterans.

Reviewing accounts, budgets etc prepared by the Treasurer for the Committee.

Putting forward suggestions as to means to improve the Vincentia Veterans financial position.

Putting forward suggestions as to improvement in practices and procedures to administer the Vincentia Veterans' financial affairs.

9. Social Committee

If appointed by the Committee in accordance with these rules, the Social Committee will develop, for approval by the Committee, a program of social events and will undertake the operation of such events.