



**BENALLA GOLF CLUB**  
**INCORPORATED No A7415P**

**NOTICE OF SPECIAL  
GENERAL MEETING**

Members are advised of a Special General Meeting to be held at the Benalla Golf Club on Saturday 17<sup>th</sup> August 2024 commencing at 5.00pm.

**AGENDA**

Special Resolution to approve Membership Subscriptions for 2024 / 2025.

Consideration of several Special Resolutions to alter the Constitution of the Benalla Golf Club Inc

**Special resolution** means a resolution that is passed at a general meeting by the votes of at least 75% of the members who are present and voting;

All members are invited to attend.

Pat Claridge  
Hon Secretary



## **NOTICE OF SPECIAL RESOLUTION TO APPROVE SUBSCRIPTIONS FOR 2024-2025**

The following Notice of Special Resolution to approve subscriptions for 2024-2025 was received on 25 June 2024 for consideration at the Special General Meeting of Members on 17<sup>th</sup> August 2024

That the following subscriptions for 2024-2025 be approved

<b>Membership Category</b>	<b>Recommended Amount</b>
<b>Full Member – Seven Day Membership</b>	<b>\$650</b>
<b>Member 75 years and older (as at 1/10/24)</b>	<b>\$465</b>
<b>Generation Y membership (under 40 1 October 2024)</b>	<b>\$520</b>
<b>Country Member &gt;35kms</b>	<b>\$360</b>
<b>Country Special Member &gt;100kms</b>	<b>\$220</b>
<b>Non Playing Member</b>	<b>\$60</b>
<b>Beginners Program – Get into Golf (men and women)</b>	<b>\$199</b>
<b>Junior 18 to 21(as at 1/10/24)</b>	<b>\$240</b>
<b>Junior Under 18 (as at 1/10/24)</b>	<b>\$100</b>
<b>New Introductory year 1</b>	<b>\$299</b>
<b>Introductory Member Year 2</b>	<b>\$399</b>

### Explanatory Notes

1. Full details of current subscriptions, proposed 2024-25 subscriptions, details of membership categories and early payment incentives are attached.
2. The Board has the power to set subscription levels subject to the limit of section 3.3.3 of the Constitution:-“Any increase in the annual subscription fees for the succeeding membership year shall not exceed 7.5% or twice the level of the ‘All Groups Consumer Price Index’ from the previous March quarter, whichever is the lesser amount, unless approved in a General Meeting of members by special resolution.”
3. The increase in full member subscription proposed is 7.44% which is only very marginally higher than twice the annual CPI increase which was 3.6%
4. As the proposed subscriptions listed above exceed twice the CPI increase they require approval of Members by Special Resolution.
5. The Board has the power to determine membership categories, to offer discounts and initiatives, and to determine pro rata entitlements for members joining during a subscription year.
6. The need to increase subscriptions in excess of the CPI are driven by increasing costs being experienced by the club in wages, materials, goods and services, and the need to generate sufficient cash reserves to meet substantial expenditure required to maintain club facilities at the standard club members expect.

**Mover** G. Smith      **Second** A. Hodson

# NOTICE OF SPECIAL RESOLUTIONS TO CHANGE THE RULES OF BENALLA GOLF CLUB INC.

The following Notices of Special Resolution to change the Rules of Benalla Golf Club Inc were received on 25 June 2024, for consideration at the Special General Meeting of Members on August 17<sup>th</sup> 2024

## Special Resolution 1

Current Clause

### 5 The board, subcommittees and delegation

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#### 5.1 Membership of board

- 5.1.1 The board of the association comprises seven (7) members, at least two of whom must be, or identify as female, and two of whom must be, or identify as male, elected in accordance with Rule 6.
- 5.1.2 The board comprises the following positions:
  - a) president;
  - b) secretary
  - c) treasurer;
  - d) golf captain;
  - e) any other members the association members elect at a general meeting with no more than five of any one gender.

be replaced by

### 5 The board, subcommittees and delegation

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#### 5.1 Membership of board

- 5.1.1 The board of the association comprises seven (7) members, at least two of whom must be, or identify as female, and two of whom must be, or identify as male, elected in accordance with Rule 6.
- 5.1.2 The board comprises the following positions:
  - a) president;
  - b) secretary;
  - c) treasurer;
  - d) any other members the association members elect at a general meeting

Effective 1 January 2025

**Mover**      A. Hodson      **Second**      G. Gill

The removal of Captain is to allow the captain to focus on golf day events and instead have a director on the board nominated as the Director of Golf liaising with the men's and ladies' captains, along with involvement on the Golf and Golf Facilities sub-committees.

## Special Resolution 2

That: **Current Clause**

### PART 3—MEMBERSHIP

#### 3.3 Subscription fees, nomination fees and levies

- 3.3.3 Any increase in the annual subscription fees for the succeeding membership year shall not exceed 7.5% or twice the level of the 'All Groups Consumer Price Index' from the previous March quarter, whichever is the lesser amount, unless approved in a General Meeting of members by special resolution.

**Be replaced by**

- 3.3.3 Any increase in the annual subscription fees for the succeeding membership year shall not exceed 7.5% or twice the level of the Annual 'All Groups Consumer Price Index' from the previous March quarter, whichever is the lesser amount, unless approved in a General Meeting of members by special resolution.

**Mover** G. Smith **Seconder** A. Hodson

The change only involves the inclusion of the word 'annual' which is required to ensure the annual subscription fees as being set relevant to the annual CPI. The clause was always intended to mean twice the annual CPI and the change is proposed to remove any ambiguity.

## Special Resolution 3

That: **Current Clause**

### PART 3—MEMBERSHIP

#### 3.1 Classes of Membership

##### 3.1.2 e Temporary members:

- i temporary membership is open to any person participating in any inter-club match, tournament, game, or activity organised or offered by the association and taking place within the association's facilities
- ii temporary membership is open to any person who is an official of any other recognised club or association and who is attending the association's premises in connection with any match, tournament or game;
- iii temporary membership is open to any person over the age of 18 years who is a member of any club or association which the board may from time to time determine as providing reciprocal rights and benefits;
- iv temporary members must abide by the association's constitution, bylaws and policies;
- v temporary members are not entitled to vote at general meetings of the association;

- vi temporary members are not eligible for election to the board;
- vii temporary members are not required to pay subscription fees to the association;

Be replaced by

**3.1.2 e** Temporary members:

- i. temporary membership is open to any person participating in any inter-club match, tournament, game, or activity organised or offered by the association and taking place within the association's facilities
- ii. temporary membership is open to any person who is an official of any other recognised club or association and who is attending the association's premises in connection with any match, tournament or game;
- iii. temporary membership is open to any person at or over the age of 18 years who is a member of any club or association which the board may from time to time determine as providing reciprocal rights and benefits;
- iv. *temporary membership is open to any person at or over the age of 18 years utilising the bistro, gaming or other facilities of the association for a period not exceeding one day;***
- v. temporary members must abide by the association's constitution, bylaws and policies;
- vi. temporary members are not entitled to vote at general meetings of the association;
- vii. temporary members are not eligible for election to the board;
- viii. temporary members are not required to pay subscription fees to the association;

**Mover** A. Hodson **Seconded** G. Smith

To enable those individuals seeking to use the facilities and not wishing to be paid Social Members can access to the licensed premises as required by Liquor Control Victoria. These temporary members will need to sign in at reception.

## Special Resolution 4

**That: Current Clauses**

4.2 to 4.4

### 4.2. Disciplinary procedure

- 4.2.1.** The board may take action to terminate or suspend a member's membership if it is determined that the member has:
- a. breached, failed, refused or neglected to comply with a provision of this constitution, the association's bylaws or any resolution or determination of the board or any duly authorised subcommittee;
  - b. refused to support the purposes of the association;
  - c. acted in a manner unbecoming of a member, or prejudicial to the character and interests of the association; and/or

- d. brought themselves, the association, any other member or the sport into disrepute;
- e. been convicted of an indictable offence;
- f. has subscription fees in arrears for at least one month under clause 3.3.10.

**4.2.2.** If the board decides to terminate or suspend a member's membership, the secretary must, within seven days after the decision, give the member written notice:

- a. setting out the decision of the board and the grounds on which it is based;
- b. stating that the member may address the board at a meeting to be held not earlier than seven days and not later than 28 days after the service of the notice;
- c. stating the date, place and time of that meeting; d. informing the member that the member may do either or both of the following:
  - i attend and speak at that meeting;
  - ii submit to the board at or before the date of that meeting written representations relating to the decision.
- e. setting out the member's appeal rights under clauses 4.3 and 4.4.

**4.2.3.** Before the board terminates or suspends a member's membership, the board must:

- a. give the member a full and fair opportunity to make verbal representations at a meeting as mentioned in clause 4.2.2.b;
- b. give due consideration to any written representations submitted to the board by the member at or before the meeting mentioned in clause 4.2.2.b.

**4.2.4.** If, after considering all representations made by the member, the board decides by resolution to terminate or suspend the membership, the secretary must, within seven days of the meeting mentioned in clause 4.2.2.b, give the member a written notice of the decision.

### **4.3. Appeal against termination or suspension of membership**

**4.3.1.** A person whose membership has been terminated or suspended may give the secretary written notice of their intention to appeal against the decision.

**4.3.2.** A notice of intention to appeal must be given to the secretary within seven days after the person receives written notice of the decision.

**4.3.3.** Within seven days of the secretary receiving a notice of intention to appeal, an appeals panel shall be constituted by up to three people, other than board members, which should include a barrister or solicitor who will act as chairperson of the appeals panel.

#### **4.4. Appeals panel to decide appeal**

**4.4.1.** The appeals panel must hold the appeal meeting within 28 days after the secretary receives the notice of intention to appeal.

**4.4.2.** At the meeting, the member must be given a full and fair opportunity to show why the membership should not be terminated or suspended.

**4.4.3.** Also, the board must be given a full and fair opportunity to show why the membership should be terminated or suspended.

**4.4.4.** An appeal must be decided by a majority vote of the members of the appeals panel.

**4.4.5.** Where a decision of the board to terminate or suspend a member's membership is set aside by the appeals panel, the membership shall be reinstated to the member's former level of membership without payment of any further fee.

**Be replaced by**

4.2 to 4.4

#### **4.2 Disciplinary action**

**4.2.1** The Board may take disciplinary action against a member if it is determined that the member has:

- (a) breached, failed, refused or neglected to comply with a provision of this constitution, the association's bylaws or any resolution or determination of the board or any duly authorised subcommittee;
- (b) refused to support the purposes of the association;
- (c) acted in a manner unbecoming of a member, or prejudicial to the character and interests of the association; and/or
- (d) brought themselves, the association, any other member or the sport into disrepute;
- (e) been convicted of an indictable offence;

**4.2.2** If the Board is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Board must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member. A person must not be appointed to a disciplinary subcommittee if the person is biased in favour of or against the member concerned.

#### **4.2.3 Notice to member**

1. Before disciplinary action is taken against a member, the Secretary must give written notice to the member—

- (a) stating that the Association proposes to take disciplinary action against the member; and
- (b) stating the grounds for the proposed disciplinary action; and

- (c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action
  - (d) advising the member that the member may do one or both of the following—
    - (i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
    - (ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
  - (e) setting out the member's appeal rights under clause 4.2.
2. The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.

#### **4.2.4 Conduct of the disciplinary meeting**

- (1) At the disciplinary meeting, the disciplinary subcommittee must:
  - (a) give the member an opportunity to be heard; and
  - (b) consider any written statement submitted by the member.
- (2) The disciplinary subcommittee may then decide by vote to :
  - (a) take no further action against the member; or
  - (b) (i) reprimand the member; or
    - (ii) suspend the membership rights of the member for a specified period; or
    - (iii) expel the member from the Association.
- (3) The disciplinary subcommittee may not fine the member.
- (4) The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

### **4.3 Appeal rights against termination or suspension of membership**

**4.3.1** A person whose membership rights have been suspended or who has been expelled from the Association may give notice to the effect that the person wishes to appeal against the suspension or expulsion.

**4.3.2.** The notice must be in writing and given to the secretary not later than seven days after the person receives written notice of the decision.

### **4.4 Appeals panel**

**4.4.1** If notice of intention to appeal is received, the Board must appoint no less than three persons to an appeals panel to consider the appeal.

**4.4.2** A person must not be appointed to an appeals panel if the person—

- (a) was appointed to the disciplinary subcommittee to hear and determine the matter of the member concerned; or
- (b) has a personal interest in the dispute; or
- (c) is biased in favour of or against the member concerned.



**4.4.3** The appeal meeting must be held no later than 28 days after the notice of the appeal is received. Notice of the meeting must be given to each member of the appeal panel and the member concerned as soon as practicable and must—

- (a) specify the date, time and place of the meeting; and
- (b)( i) the name of the person against whom the disciplinary action has been taken; and
- (ii) the grounds for taking that action; and
- (iii) that at the disciplinary appeal meeting the appeal subcommittee members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

**4.4.4** (1) At a disciplinary appeal meeting—

- (a) no business other than the question of the appeal may be conducted; and
  - (b) the appeal subcommittee must state the grounds for suspending or expelling the member and the reasons for taking that action; and
  - (c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
- (2) Members of the appeal subcommittee must then vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- (3) The decision is upheld if a majority of the persons voting at the meeting vote in favour of the decision.
- (4) Where a decision of the board to terminate or suspend a member's membership is set aside by the appeals panel, the membership shall be reinstated to the member's former level of membership without payment of any further fee.

**Mover** P. Claridge **Seconder** G.Smith

## **Special Resolution 5**

**That: Current Clauses**

3.3.4., 3.3.5, 11.3.2.c. which refer to 'the committee'

**Be replaced by**

The term 'the board' in each section

**Mover** G.Smith **Seconder** A. Hodson

This is a minor change to the Constitution is to ensure consistency in the terminology utilised throughout the Constitution.

*Pat Claridge*  
*Secretary*

## Procedural

1. To be passed, a Special Resolution must receive votes in favour from not less than three quarters (75%) of those members who, being eligible to do so, vote on the Special Resolution at the meeting.
2. Financial members in the following categories are entitled to vote on the special resolution: Full, 75 & over 9 Hole Comp, Gen Y, Junior Under 21, Non Comp Unlimited, Country > 35 kms Life, Introductory Yr 1 Introductory Yr 2, Non Playing.
3. Amendments to the Special Resolution (other than minor typographical corrections which do not change the substance or effect of the proposed new clauses) will not be permitted from the floor of the meeting.
4. Proxy votes are not permitted

***Please note: Only questions on notice will be accepted with a closing date of 5pm Tuesday 13<sup>th</sup> August 2024 and sent directly to [manager@benallaqolfclub.com.au](mailto:manager@benallaqolfclub.com.au)***

***The existing Constitution can be viewed in full on the attached link.***

[Constitution August 2022.pdf](#)