

**Proposed Amendments to Riverside Golf Club Incorporated
Model Rules dated 26 November 2013**

The following amendments are proposed.

A. That paragraph two of the existing Rules be removed and replaced with the following:

2. Objects

- (a) Conduct, encourage, promote, advance, control and manage the Association;
- (b) Adopt, formulate, issue, interpret and amend Policies for the operation and management of the Association;
- (c) Adopt and implement the strategic plan of Golf Australia from time to time subject always to the context and operations of the Association;
- (d) Support and encourage integrity, ethics and values that promote community confidence in the Association;
- (e) Encourage the provision and development of appropriate facilities for participation in Golf at the Association;
- (f) Maintain and enhance standards, quality and reputation of Golf for the benefit and interests of Members;
- (g) Promote the Association for commercial, government and public recognition and benefits;
- (h) Promote, control, manage and conduct Golf events, competitions and championships at the Association;
- (i) Encourage and promote widespread participation in Golf and physical activity;
- (j) Ensure that Golf is carried on in a manner that secures and enhances the safety of participants, officials, spectators and the public;
- (k) Use and promote the Intellectual Property;
- (l) Have regard to the public interest in its operations; and
- (m) Undertake other actions or activities necessary, incidental or conducive to advance these Objects.

- 2A. Solely for furthering the Objects, the Association, in addition to any other powers it has under the Act, has the capacity and powers of a company limited by guarantee as set out in section 124 of the *Corporations Act 2001 (Cth)*.

B. All other references to “Purposes” in the Model Rules shall become a reference to “Objects”.

C. The addition of a new clauses 11A and 11B:

11A. Members

(a) Each Member will:

- (i) Do all is reasonably necessary to enable the Objects to be achieved;
- (ii) At all times act for and on behalf of the interests of the Association;
- (iii) Be bound by the Rules and the Policies including any Code of Conduct;
- (iv) Act in good faith and loyalty to maintain and enhance the Association, its standards, quality and reputation for the benefit of the Association;
- (v) At all times operate with and promote mutual trust and confidence between the Association and the Members, promoting the economic success, strength and stability of each other and work cooperatively with each other in the pursuit of the Objects; and
- (vi) Not do or permit to be done any act or thing which might adversely effect or derogate from the standards, quality and reputation of the Association and its maintenance and development.

11B Effect of Membership

Members acknowledge and agree that:

- (a) This Constitution constitutes a contract between each of them and the Association and that they are bound by this Constitution and the Policies;
- (b) They shall comply with and observe this Constitution and the Policies;
- (c) By submitting to this Constitution and the Policies they are subject to the jurisdiction of the Association;
- (d) This Constitution and Policies are necessary and reasonable for promoting the Objects;

- (e) Neither membership of the Association nor this Constitution gives rise to:
 - (i) Any proprietary rights of Members in, to or over the Association or its property or assets; or
 - (ii) Any expectation to, or automatic right of, a Member to renewal of their membership of the Association; or
 - (iii) Subject to the Act and the Association acting in good faith, the right of Members to natural justice, unless expressly provided for in this Constitution;
 - (iv) They are entitled to all benefits, advantages, privileges and services of their membership as determined by the Board; and
 - (v) They will not become a party to any suit at law or equity against the Association or any person subject to this Constitution, unless and until all remedies allowed by this Constitution have been exhausted. This clause may be pleaded in any proceeding, suit or action against the Association.

D. A new clause 13A reading as follows:

13A. General

- (a) The Policies may set out:
 - (i) The categories of Membership which exist;
 - (ii) The criteria to be met by each category of Member; and
 - (iii) The rights, obligations, privileges and benefits of each category of Member in addition to those set out in this Constitution.
- (b) The Association must keep a register of all Members in accordance with the Act.
- (c) No Member whose membership ceases (for whatever reason) has any claim against the Association or the Directors for damages or otherwise arising from cessation or termination of membership.
- (d) Membership is personal to each Member. No Member shall, or purport to, assign the rights comprising or associated with membership to any other person and any attempt to do so shall be void.
- (e) A Member must treat all staff, contractors and representatives of the Association with respect and courtesy at all times.
- (f) A Member must not act in a manner:

- (i) Unbecoming of a Member; and / or;
- (ii) Prejudicial to the Objects and interests of the Association or Golf; and / or
- (iii) Which breaches any Policy including any Code of Conduct.

E. A new clause 19B:

19B refuses to support the Objects and / or Policies of the Association.

F. A new clause 20(1):

- 20(1) If the Committee is satisfied that there are sufficient grounds for taking disciplinary action or considering disciplinary action against a member the Committee may:
- (a) Refer the matter for consideration or determination:
 - (i) under the Golf Australia National Integrity Framework or
 - (ii) to Sports Integrity Australia or Golf Australia under its National Integrity Framework for matters that the Committee deems sufficiently serious; or
 - (b) May appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the Member.

G. A new clause 20(3)

- 20(3) Where the matter is referred by the Committee to Sports Integrity Australia or Golf Australia, then the policies and procedures of that organisation shall take precedence over clauses 21 - 24 herein.

42A – For furthering the Objects, the Committee shall exercise:

- (a) The legal capacity and powers of a company limited by guarantee as set out in section 124 of the Corporations Act 2001 (Cth); and
- (b) May adopt, formulate, issue, interpret and amend policies for the operation and management of the Association

and when such policies are adopted, they shall be binding upon each member.