MINUTES OF THE BALLARAT GOLF CLUB INC

SPECIAL GENERAL MEETING HELD AT THE CLUBHOUSE

ON MONDAY 25th MARCH 2013.

Present:

President Michael Erbacher (Chairman) and 55 members and 1 guest as per register of attendance. The meeting opened at 9:00 PM.

Apologies:

June Harty, Denis Faulkner, Graeme Thomas, Neil Titheridge, Jill Dunne, Jeremy Johnson, Sue Sidebottom, John Miller, Maxine Berry, Fay Butcher, Rick Lockett, Kevin Ryan, Bill Davis, Frances Fraser.

Moved: R Brauman **Seconded:** B Sheahan that apologies be accepted. **Carried.**

The President welcomed all members to the Special General Meeting and read the notice of the meeting. He then asked that it be moved that the meeting be adjourned until the completion of the currently adjourned AGM. Moved A Burns. Seconded R Masom. Carried.

The meeting was adjourned at 9:10PM

The meeting was re-oped by the President at 9.25 PM with the same members in attendance.
He thanked Michael Dunne and Phil Trevenen in particular for their work on this matter

The President noted that:

- The Rules of the Club required changes to comply with the new Associations Incorporation Reform Act 2012 which came into operation late 2012
- That a subcommittee had been formed to review our Rules.
- That subcommittee had recommended changes to our rules and these recommendations had been approved by the Board.
- As per our rules it is required that members approve their adoption through a special general meeting with at least 75% of members voting in flavour of the motion for it to be adopted

The president then called on speakers from the floor in favour of the motion.

Michael Dunne spoke for the notion noting the following:

1. That he along with Phil Trevenen and Gary Fry had a major role in the drafting of the rules currently in place.
1. That the subcommittee comprising M Erbacher, R Masom, P Trevenen, M Phillips, G Fry and himself had appointed pursuant to the Director's Guide to Club Governance adopted in mid 2012.
2. That the members of the Board and subcommittee were aware that changes to the relevant Act and Regulations were coming and that new model rules would form part of these changes.
3. That serious consideration of the changes required to the Rules could not take place until the Act commenced and new Regulations were adopted incorporating new model rules.
4. That once the Act, associated schedules and model rules were available these were drawn together with the Liquor and Gaming Acts so that proper consideration could be given to the changes required to the Rules and that these were presented to the Board and approved.
5. That as well as the Rules the Board thought needed reconsideration, it was also important to change the Rules to take account of the legislative changes, and the fact that if changes were not made, default provisions would come into operation next November which may not be consistent with the Club's requirements.

6. Following approval by the Board there had been 3 information nights made available for members to attend to allow for any discussion with regard to the proposed rules. Only 3 members attend these meetings.
7. The main areas of change were:
    i. Removal of all reference to tennis members
    ii. Reinserting provision for Limited membership, that rule change from December 2012 not having taken effect because, unbeknown to the Club, the new Act had commenced a few weeks before that rule change was adopted
    iii. Changes to the payment time allowed for fees – required to ensure that effectively non-financial members could no longer vote in AGM's
    iv. More clearly specified times around the Board nomination requirements (5 p.m. specified as closing time) and a longer nomination window – now 14 days instead of 7.
    v. Easier process for members to bring matters to the AGM with 3 types of business able to be proposed and seconded – an item for discussion, an item of general business or as an item of special business.
    vi. That the Board can reject the proposal for a variety of specified reasons but that that the member can still bring the matter to an AGM by acquiring 25 supporting signatures.
    vii. That the Special General Meeting option is still open to members but that 10% of eligible members must make the requisition
    viii. That the changes had incorporated nearly all the things covered in the model rules in the suggested wording or altered to reflect the needs and operation of the Club; the idea being that all significant matters should be in our Rules, rather than having to fall back on the Model Rules
    ix. That he strongly supported the proposed new rules

There were no other speakers for or against the motion.

The President reminded the meeting that 75% of members voting would need to approve the motion for it to be passed under our current rules then again read the motion: - "That upon the last of the necessary approvals being obtained from the Government bodies, both the existing rules of the Ballarat Golf Club Incorporated and associated Statement of Purposes be rescinded and replaced by the Rules attached to the copy of the Notice on the Notice Board at the club house and accessible on the Club website.

The motion was moved by M Dunne and seconded by K Wagner. 53 voted in favour of the motion. 0 against. The motion was passed.

The President declared the meeting closed at 9.55 PM, thanking all those who attended.