

# THE RULES OF THE ASHBURTON GOLF CLUB INCORPORATED

## PART I: PRELIMINARY

### 1. DEFINITIONS

In these Rules the following words and expressions have the meanings indicated unless the context requires otherwise.

“Board” means the Board of Management referred to in Rule 7.3,

“Club” means the Ashburton Golf Club Incorporated,

“Financial Year” means the period from the 1<sup>st</sup> day of October to the 30<sup>th</sup> day of September in the following year,

“Secretary/Manager” means the person appointed under Rule 9 1,

“General Meeting” means an annual general meeting or special general meeting in terms of these Rules,

“Men’s Committee” means the Men’s Committee referred to in Rule 12 1,

“Women’s Committee” means the Women’s Committee referred to in Rule 12 2,

“Full Playing Member” is a member paying a full annual subscription.

### 2. NAME

The name of the Club is the Ashburton Golf Club Incorporated.

### 3. COMPOSITION OF THE CLUB

#### 3.1

The Club should comprise of not less than 50 persons who have been admitted to membership of the Club in accordance with these Rules or earlier applicable Rules.

### 4. OBJECTS

The objects of the Club shall be to provide for the members thereof a golf course and other grounds together with a Club House for recreation purposes and all things incidental to these objects and its funds are to be applied to these purposes.

### 5. POWERS

#### 5.1

The Club shall have the following powers:

To purchase and hold real and personal property,

To invest moneys in securities or other assets,

To sell real and personal property,  
To enter into or grant leases and bailment's of real and personal property,  
To borrow or otherwise raise money,  
To enter into guarantees and indemnities,  
To grant security over all or any assets of the Club,  
To obtain and hold licenses for the disposal of liquor,  
To obtain and hold any other appropriate licenses,  
To exercise such other powers as may be appropriate for the furtherance of the Club.

#### 5.2

All of the powers set out in Rule 5 shall be primary and none of them shall be regarded as secondary or ancillary.

#### 5.3

No sale or other disposal of real property shall be completed unless such sale or disposal has first been approved by a majority of 75% of those members present and entitled to vote voting in person at a General Meeting of the Club.

### 6. RULES OF PLAY

#### 6.1

The rules of the game as played by the Club shall be those of the R & A Rules Limited save as modified from time to time by local rules.

#### 6.2

Local rules shall be determined from time to time by the Combined Men's and Women's Match Committee.

#### 6.3

The Committee as required to be defined by the Rules of Golf shall be the Men's Match Committee for men's matches and competitions, the Women's Match Committee for women's matches and competitions and the combined Committees for mixed matches and competitions.

#### 6.4

Rulings, interpretations and decisions promulgated in relation to local conditions of play by the District Association.

## PART II: BOARD MEMBERS

### 7. PATRON AND OFFICERS

#### 7.1

All Board Members of the Club (other than the Patron or Patrons) shall be financial members who enjoy the rights and privileges of full playing members. (Refer 13.2)

## 7.2

The Board may appoint a Patron or Patrons of the Club.

## 7.3

The Club shall have the following officers who shall constitute the Board.

- President
- Men's Captain
- Women's Captain
- 3 other elected members of the board
- Up to 2 other op-opted members if required by the Board

## 7.4

The Club and its affairs and activities shall be managed by the Board which may exercise all powers and do all acts which may lawfully be executed or done by the Club and which are not required to be exercised or done in General Meeting.

## 8. BOARD MEMBERS' DUTIES

### 8.1

In particular the Board shall have the following specific powers:-

To acquire any real or personal property on behalf of the Club,

To mortgage, charge or grant any other form of security whatsoever over the property of the Club,

To build and maintain buildings, fences, machinery or other works of the Club,

To lease any land or buildings of the Club,

To sell or otherwise dispose of any real or personal property which is in the opinion of the Board no longer required for the operation of the Club (but in the case of real property subject to Rule 5.3),

To enter into any contracts, arrangements or understandings on behalf of the Club,

To provide a Common Seal for the Club and authorize its affixing to instruments,

To invest the Club's funds in such manner as the Board deems fit

To make by-laws governing any aspect of the Club's operations

To nominate delegates to the meetings of the District Golf Association.

### 8.2

In conjunction with the Secretary Manager to implement all the necessary steps to manage club finances.

### 8.3

The Committee of the Club in office at the date of the adoption of these Rules shall continue in office until the date of the first election of Officers. The first election will be at the first Annual General Meeting following the adoption of the Rules. The nominations shall be made in accordance with the relevant provisions laid down in Rule 8.7.

### 8.4

All officers of the Club shall be elected at the Annual General Meeting.

### 8.5

Unless otherwise provided in these Rules Officers of the Club shall take office on the first day of January following the Annual General Meeting.

### 8.6

In general all Officers of the Club (except the Patron or Patrons) shall hold office for two years. A retiring Officer or Committee Member shall be eligible for re-election. As a transition the two highest polling candidates shall hold office for two years and the other candidate for an initial one year term.

#### 8.7

No person shall be elected or re-elected as an Officer at an Annual General Meeting unless that person has first been nominated and seconded for office on a nomination form posted on a notice board in the Clubhouse. The Board shall ensure that nominations are called for at least 21 days before the relevant meeting and remain open until 7 days before the relevant meeting. Each person nominated shall be entitled to prepare a Curriculum Vitae not exceeding one hundred words which shall also be posted on the notice board and copies of which shall be distributed to those attending the Annual General Meeting.

#### 8.8

Nominators and seconders of Officers to be elected or re-elected at an Annual General Meeting shall be financial members who are entitled to the rights and other privileges of full playing members.

#### 8.9

Should the number of nominations received for any Office exceed the number of vacancies then a secret ballot shall take place amongst those persons entitled to vote who are personally present at the Annual General Meeting. Ballot papers shall be prepared and the voter must draw a line through the name of every candidate for whom he or she does not wish to vote and the number of candidates whose names are left uncanceled must not exceed number of candidates to be elected. If a voting paper contains uncanceled a greater number of names than the number of candidates required to be elected, such a vote shall be deemed informal. In the case of an equality of votes the member to be elected shall be determined by lot.

#### 8.10

Should a casual vacancy arise at any time amongst the Officers then the remaining members of the Board may appoint a replacement. Such person shall retire at the next Annual General Meeting but shall be eligible for election.

#### 8.11

The Board may by resolution or two thirds majority of the Board remove any Officer before the expiration of his or her period in office and may by resolution appoint another person in his or her stead. Such person appointed shall retire at the next Annual General Meeting and shall be eligible for election. This resolution can only be made against an officer whose conduct is such as in the opinion of the Board renders such member's continued membership undesirable or likely to endanger the character, good order, or welfare of the Club. This member shall have the rights of appeal contained in Clause 18.2 and 18.3.

#### 8.12

Appointment of an Alternate for Men's Captain or Women's Captain. The Men's or Women's Match Committee shall have the power to appoint an Alternate to the Board in the event that the Men's or Women's Captain is unable to attend the Board Meetings. These alternates shall have the same powers and rights as all other Board Members.

### 9. SECRETARY / MANAGER

#### 9.1

A Secretary/Manager shall be appointed by the Board on such terms and at such remuneration as may be determined by the Board.

#### 9.2

The Secretary Manager shall have full authority to conduct and manage the day to day affairs and activities of the Club in accordance with the policies and directions approved or determined by the Board from time to time.

### 9.3

The responsibilities of the Secretary/Manager shall include the following:

The administration of the Club finances including the collection of all monies due to the Club, the disbursement and payment of accounts as approved by the Board and the preparation of financial statements for the Club,  
The supervision and control of contractual undertakings of the Club in accordance with the policies of the Board,

The employment and supervision of staff as required by the Club from time to time as requested.

The administration and supervision of the Club premises in accordance with the policies of the Board,

The conduct of the Club's public relations and any dealings with outside parties,

Such other general duties as may be required from time to time requested and directed by the Board.

## 10. SUB-COMMITTEES

### 10.1

The Board may appoint members of the Club to form a sub-Committee for any purpose it deems appropriate.

### 10.2

A sub-Committee shall not be given any control over the assets or finances of the Club and must confer with the Board upon any matters of expenditure.

### 10.3

A sub-Committee must report back to the Board periodically at such intervals as the Board may determine.

## 11. PROCEEDINGS OF THE BOARD

### 11.1

The Board shall meet for the determination of Club business once a month or as they may determine.

### 11.2

The Board shall elect a Chair annually, who shall have a deliberative and a casting vote in the event of equality of votes.

### 11.3

The quorum for meetings of the Board shall be four

### 11.4

Unless otherwise stated in these Rules decisions of the Board shall be by a simple majority of those members present and voting.

### 11.5

For the purpose of these Rules the contemporaneous linking together by telephone or other means of instantaneous audio (or audio and visual) communication of a number of the members of the Board not less than the quorum provided in Rule 11.3 shall be deemed to constitute a meeting of the Board and all the provisions in these Rules as to meetings of the Board shall apply to such meetings.

## 12. MEN'S AND WOMEN'S COMMITTEES

12.1

The Men's Match Committee shall consist of the Men's Captain, the Men's Vice-Captain and the other members of the Men's Committee.

12.2

The Women's Match Committee shall consist of the Women's Captain, the Women's Vice Captain and other members of the Women's Committee.

12.3

The proceedings of these Committees shall be conducted in accordance with Rule 11 except that the Chairpersons shall be the respective Captains.

12.3.1

The quorum for such meetings shall be 50% of those comprising these committees.

12.4

The Men's Committee shall have the following specific responsibilities and powers  
To manage and regulate all men's matches and competitions,  
To select teams for inter-Club competitions,  
To otherwise carry out such responsibilities and functions as may be delegated to it by the Board.

12.5

The Women's Committee shall have the following specific responsibilities and powers  
To manage and regulate all women's matches and competitions,  
To select teams for inter-Club competitions,  
To otherwise carry out such responsibilities and functions as may be delegated to it by the Board.

12.6

The Men's and Women's Committees shall together manage and regulate all mixed matches and competitions.

PART III: MEMBERSHIP

13 MEMBERSHIP

13.1

Members shall be elected in accordance with these Rules as determined and on such condition as set by the Board.

13.2

Full playing members shall, in addition to their playing rights, enjoy the following rights and privileges

The right to participate as a member in the management of the Club, including the right to propose and second motions, speak to and vote on motions at General Meetings,  
The right subject to these Rules to nominate and second candidates for election as Officers and to vote on the election of Officers,  
The right (subject to Rule 15) to seek approval to the issue of nomination papers and to propose and second candidates for membership of the Club.

## 13(A) SPECIAL MEMBERS

The following shall be Special Members of the Club:

- a. Any person who is affiliated to New Zealand Golf;
- b. Any green fee player at the Club for the day of the payment of that individual's green fee;
- c. Any player that participates in any competition run by the Club for the duration of that competition and the social event that follows that competition;
- d. Anyone who participates in any tournament conducted at the Club's course for the duration of that tournament and any social event that follows that tournament; and
- e. Anyone who attends a social event conducted by the Club at the clubrooms for the duration of that social event.

The above Special Members shall not have:

1. Any voting rights in any meeting convened by the Club, special or otherwise, as contained in the Club's Rules;
2. Any right to participate in the Club's management as contained in the Club's Rules; and
3. Any right to play in the Club Championships or other events held by the Club for which the Club has annual cups and/or trophies."

## 14. LIFE MEMBERS

### 14.1

Any member who has made a prolonged and exceptional contribution to the Club may be considered for Life Membership as follows:

### 14.2

A proposal for the bestowal of Life Membership must first be presented to the Board in writing with adequate supporting detail, for consideration in confidence, before any approach is made to the member concerned.

### 14.3

The proposal must be approved by 75% of the Board to proceed.

### 14.4

Following acceptance of nomination by the member concerned, the motion to bestow Life Membership should revert to the original proposer for presentation to the Annual General Meeting of the Club.

### 14.5

Life Members shall have free membership, full speaking and voting rights at any Special or Annual meeting. They shall have playing rights at all times (match fees will be payable).

### 14.6

Life membership shall at no time exceed 10.

## 15. ELECTION OF MEMBERS

### 15.1

The election of members shall be in the hands of the Board of Management. A candidate must be proposed by one and seconded by another member of the Club. A candidate's application for membership shall be in such form as the Board shall from time to time approve and shall be signed by the candidate, the proposer and

the seconder. The election shall be by ballot by the Board. Upon election a new member shall be notified by the Secretary and be given a copy of the rules of the Club. A member on joining the Club or a player accepting playing privileges is thereby deemed to have submitted to the Rules of the Club and on that condition only, is entitled to enjoy the privileges of the Club.

## 16. TRANSFERS

### 16.1

A member may at any time by notice in writing to the Secretary seek a transfer from one class of membership to another class.

### 16.2

Decisions as to such requests for change of class shall be solely at the discretion of the Board.

## 17. RESIGNATION

### 17.1

A member may at any time resign by giving notice in writing to the Secretary and by paying all monies owing to the Club at that time.

### 17.2

Unless a resigning member gives notice to the Secretary by the 31<sup>st</sup> day of January he or she shall be liable for a portion of the subscription as determined by the Board

### 17.3

Apportionment of subscription on death or resignation – No member shall be entitled to a refund of a proportion of their subscription due to resignation or death during the year. The Board however may decide to grant relief where they are satisfied hardship exists.

## 18. EXPULSION OF A MEMBER

### 18.1

The Board may cancel the membership of any member whose conduct is such as in the opinion of the Board renders such member's continued membership undesirable or likely to endanger the character, good order, or welfare of the Club, but in every case such member:

### 18.2

Shall have been previously notified in writing of the complaint made and shall have been given the opportunity to reply to the same within 7 days of receipt of complaint.

### 18.3

Shall have a right of appeal to a General Meeting of the Club if within 14 days of being notified of such cancellation notice in writing is given to the secretary claiming a review of such decision, in which case such member shall be entitled to attend such General Meeting to conduct a defense against the complaint but not to vote.

## 19. ANNUAL SUBSCRIPTIONS

### 19.1

All members other than life members shall be liable to pay an annual subscription.

### 19.2



The annual subscription for a Member with full playing rights shall be fixed at each Annual General Meeting. The subscriptions for other classes will then be calculated as a percentage of that amount, rounded up to the nearest multiple of five dollars and these percentages shall be subject to review by the Board from time to time.

#### 19.3

Subscriptions shall become due on the first day of January in each year and shall be payable not later than the 20<sup>th</sup> February excepting that full playing members may elect to pay subscriptions by such installments as may be determined by the Board from time to time.

#### 19.4

If a member transfers to a higher rank in a particular year he or she shall pay by way of increased subscription a sum calculated at the rate of 1/12<sup>th</sup> of the difference between the annual subscription for the higher rank and the lower rank for each calendar month or part thereof remaining for the year.

#### 19.5

No member shall compete in any competition unless he or she has paid his subscription by 20 February or installment within one month of due date except by leave of the Board.

#### 19.6

If any member fails to pay his or her annual subscription or installment by the 31<sup>st</sup> March then the Board notwithstanding any other provision contained in these Rules shall have the power to remove that person's name from the list of members and the handicap register. Such member shall be still liable for his or her subscription or installment.

### 20. ANNUAL LEVIES

Each member shall, in addition to his or her subscription pay annually as appropriate the amount levied by those national and district Golf Associations as have jurisdiction over the members.

### 21. CALLS / LEVIES

In addition to the annual subscription the Board may in its discretion levy all members a further charge up to ten per cent of the annual subscription last due by that member.

## PART V: MEETINGS

### 22. ANNUAL GENERAL MEETINGS

#### 22.1

An Annual General Meeting of the Club shall be held not later than the 14<sup>th</sup> day of December in each year.

#### 22.2

The purpose of the Annual General Meeting shall be to consider the annual report and the annual financial accounts, to elect Officers and Committee Members, to fix the annual subscription of members with full playing rights and to deal with any other business of the Club as specified in the notice convening the meeting.

#### 22.3

Notice of such meeting shall be given to members by notices posted on the Club notice boards at least 14 days before such meeting, by at least 2 advertisements placed in a local newspaper at least 7 clear days before such meeting. The Annual Report, Balance Sheet, Auditors Report and any Notices of Motion shall be

available to members from the Registered Office of the Club at least 14 clear days before the meeting. Notices of Motion for the Annual General Meeting must be lodged with the Secretary by 31 October each year.

## 23. SPECIAL GENERAL MEETINGS

### 23.1

A Special General Meeting of the Club may be called by the Board at any time it deems necessary.

### 23.2

A Special General Meeting shall also be called forthwith by the Secretary Manager after receiving a written request to that effect by at least thirty (30) members stating any business sought to be discussed at the meeting.

### 23.3

Upon receiving a request for Special General meeting the Board shall arrange for such a meeting to be held within 20 days from the date of receipt of the written request. Members shall receive the same notice of meeting as for an Annual General Meeting.

### 23.4

Only business specified in the notice convening the meeting may be transacted at the Special General Meeting.

## 24. PROCEEDINGS AT GENERAL MEETINGS

### 24.1

The quorum for a General Meeting shall be thirty (30) members present and entitled to vote.

### 24.2

In the absence of a quorum of members within fifteen minutes of the time specified for the commencement of the meeting the meeting shall be adjourned for a further period of 7 days at the same hour. The Secretary/Manager shall as soon as reasonable advise members of the adjourned date and the meeting shall proceed on the adjourned date irrespective of whether there is a quorum of members present.

### 24.3

The President shall be the chairperson of a General Meeting and in the absence of the President the members may appoint another Officer of the Club to act as chairperson and in the absence of any Officers of the Club, the members present shall appoint a Chairperson.

### 24.4

All full and life members shall have the right to propose and second any motion, to speak and to vote on any motion at any General Meeting at which such members are present.

### 24.5

Every member present at a General Meeting and entitled to vote shall have one vote.

### 24.6

Voting at a General Meeting shall be on the voices or by a show of hands (as the Chairperson shall determine) and unless otherwise stated in these Rules shall be by a simple majority of members present and entitled to vote.

### 24.7

The Chairperson or any ten (10) or more members present and entitled to vote may demand that voting take place by a way of a ballot.

## PART VI: MISCELLANEOUS

### 25 AUDITOR

#### 25.1

An auditor shall be elected at each Annual General Meeting to audit the annual accounts and to report thereon.

#### 25.2

The auditor shall not be a member of the Board.

#### 25.3

The auditor shall have the power to call for the production of books, papers, accounts and other documents relating to the Club at any time.

#### 25.4

The Auditor shall be paid such fees as may be determined by the Board from time to time.

#### 25.5

The Auditor need not be a member of the New Zealand Institute of Chartered Accountants.

### 26. REGISTERED OFFICE

The Registered Office of the Club shall be at the Club House, Golf Links Road, Ashburton or at such other place as may be fixed by the Board.

### 27. NO PECUNIARY GAIN

#### 27.1

The funds and property of the Club shall be devoted solely to the fulfillment of the objects contained in Rule 4 and no member shall receive any pecuniary gain from the operations or property of the Club except in the case of a member or members:-

employed by the Club, or  
providing goods or services to the Club

on terms and conditions agreed upon between the Club and the particular member or members.

#### 27.2

If upon the winding-up or dissolution of the Club by the Registrar or following a resolution of the members there remains any property whatsoever after the satisfaction of all the Club's debts and liabilities, then that property shall pass to another golf or sports club or athletic body within New Zealand which has as its objects the carrying on of some form of sport or athletics as determined by a majority of the members of the Club at the time of winding up or dissolution. At no time shall the funds or property be distributed among the members of the Club.

### 28. BYLAWS

### 28.1

The Board shall have the power to make and amend bylaws which are not inconsistent with the Rules.

### 28.2

The bylaws may include, but not in limitation, regulations relating to

Play and practice by members,

Conduct of members,

Dress code,

Use of carts or motorised equipment on the course,

Introduction of visitors,

Playing times and competitions,

Rules for the conduct of competitions

## 29. COMMON SEAL

The Common Seal for the Club shall be held by the Secretary/Manager and shall be affixed to such instruments as necessary following a resolution of the Board. The Common Seal shall be affixed in the presence of two members of the Board or in the presence of one member of the Board and the Secretary Manager.

## 30. AMENDMENTS TO RULES

### 30.1

These rules may be amended by a resolution passed at a General meeting by a majority of at least 75% of the members present and entitled to vote at that meeting provided that notice of such intention has been specified in the notice convening the meeting.

## 31. WINDING-UP

### 31.1

The members may pass a resolution by a simple majority of members present at a general meeting to wind up the club (required under Section 24 of the Inc Society's Act 1908).

### 31.2

A resolution passed under Rule 31.1 must be confirmed at a subsequent General Meeting convened for this purpose and held at least thirty (30) days after the resolution.

## 32. INTERPRETATION

All decisions made by the Board in respect of the interpretation and implementation of these Rules or any matter or thing not contained in these Rules but pertaining to the Club, its property or its interests shall be conclusive and binding on all members until revoked at a General Meeting.

## 33. INDEMNITY

The Officers and Committee Members and Secretary Manager shall be indemnified by the Club for all losses and expenses incurred by them in or about the discharge of their respective duties except such as shall result from their own respective willful default or neglect.

34. PROPERTY OF MEMBERS

Neither the Club nor any of its employees, Professional or staff shall be responsible for the safety of golfing equipment, vehicles, clothing or any other personal articles belonging to members or any other person whilst stored or left anywhere within the Club premises including the Club House, Professional Shop or any other building.

35. CLUB COLOURS

The colours of the Club shall be Green and Gold.