

**WYNYARD GOLF CLUB INC
CONSTITUTION AND RULES
THE ASSOCIATIONS INCORPORATION ACT 1964**

Rules of Wynyard Golf Club Inc. comprising the Model Rules prescribed under the act by Associations Incorporation (Model Rules). Regulations as modified by a special resolution of the Wynyard Golf Club passed on March 7 1968, amended by Annual General Meeting March 13 1973 and as amended by Special General Meeting of December 12 1974 and as amended by Annual General Meeting of March 29 1978 as amended by Special General Meeting December 3 1983 and as amended by Special General Meeting August 17 1993.

THE ABOVE PARAGRAPH CAN BE DELETED IF THE PROPOSED NEW CONSTITUTION IS ADOPTED

NAME OF ASSOCIATION

1. The name of the Association shall be Wynyard Golf Club Inc. (in these rules called "the Association").

INTERPRETATION

2. (1) In these rules, unless the contrary intention appears –
"Committee" means the committee of management of the Association.
"General Meeting" means a general meeting of members convened in accordance with Rule 16.
"Member" means an adult person admitted to full membership of the Association under Rule 5.
"Ordinary Committee PERSON" means a member of the committee to whom paragraph (b) for sub-rule-(1) of rule 26 relates.

DELETE words in bold and substitute:

"Ordinary committee member" or "committee members" means a member or members of the committee to whom Clause 26 (1) (b) relates.

- (2) In these rules, expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography and other modes of representing corresponding words in a visible form **including electronic reproduction.**

ADD THE WORDS underlined

- (3) Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1931 and the Act as in force on the date on which these rules are adopted by the Association.
- (4) In these rules, unless the contrary intention appears the singular shall include the plural and the masculine shall include the feminine and vice versa.

ASSOCIATIONS OFFICE

3. The office of the Association shall be at Wynyard or such other place as the committee may, from time to time, determine.

OBJECTS AND PURPOSES OF THE ASSOCIATION.

- 4 (1) In addition to the basic objects of the Association, the objects and purposes of the Association shall be deemed to include -
 - (a) the purchase, taking on lease or in exchange, and the hiring or otherwise acquiring of any real or personal property that may be deemed necessary or convenient for any of the objects of the Association;
 - (b) the buying, selling, and supplying of, and dealing in, goods of all kinds;
 - (c) the constructions, maintenance, and alteration of buildings or works necessary or convenient for any of the objects or purposes of the Association;
 - (d) the accepting of any gift, whether subject to a special trust or not, for anyone or more of the objects or purposes of the Association;
 - (e) the taking of such steps from time to time as the committee or the members in general meeting may deem expedient for the purpose of procuring contributions to funds of the Association, whether by way of donations subscriptions or otherwise;
 - (f) the printing and publishing of such newspapers, periodicals, books, leaflets or other documents as the committee or the members in general meeting may think desirable for the promotion of the objects and purposes of the Association;
 - (g) the borrowing and raising of money in such manner and on such terms as the committee may think fit or as may be approved or directed by resolution passed at a general meeting;
 - (h) subject to the provisions of the Trustee Act 1898, the investment of any monies of the Association not immediately required for any of its objects or purposes in such manner as the committee may from time to time determine;
 - (i) the making of gifts, subscriptions, or donations to any of the funds, authorities, or institutions to which paragraph (a) of sub-section (1) of section 78 of the Income Tax and Social Services Contribution Assessment Act 1936-1964 of the Commonwealth relates;
 - (j) the establishment and support, or aiding in the establishment and support, of the Association, institutions, funds trusts schemes and conveniences calculated to benefit servants or past servants of the Association and their dependants, and the granting of pensions, allowances, or other benefits to servants or past servants of the Association and their dependants, and the making of payments towards insurance in relation to any of those purposes;
 - (k) the establishment and support, or aiding in the establishment or support, of any Association formed for any of the basic objects of the association;
 - (l) the purchase or acquisition, and undertaking, of all or any part of the property, assets, liabilities, and engagements of any association with

which the Association may at any time become amalgamated in accordance with the provisions of the Act and the rules of the Association; and (m) the doing of all such other lawful things as are incidental or conducive to the attainment of the basic objects of the Association or any of the objects and purposes specified in the foregoing provisions of this sub-rule.

In the first line of(2) a word has been left out - Insert the word "clause"

- (2) In this..... "basic objects of the Association" means the objects and purposes of the Association, as stated in the application under sub-section (2) of section 7 of the Act for the incorporation of the Association lodged with the Registrar pursuant to that section and these are:-
- (a) To promote the game of golf.
 - (b) To establish, maintain and conduct a golf club for the accommodation of members of the Club and members of kindred clubs and generally to afford them all the usual privileges, advantages and conveniences and accommodation of a Golf Club.
 - (c) To acquire by purchase, lease or otherwise golf links and grounds at Wynyard and to layout and maintain the same for golf and to build or otherwise provide a Club House.
 - (d) To deal generally in real property for the benefit and purpose of the Club and to manage improve and maintain any real property.
 - (e) To employ persons for the purpose of the Club.
 - (f) To promote and hold golf tournaments, competitions and matches and to give or contribute towards prizes or medals in connection therewith.
 - (g) To invest and deal with the monies of the Club not immediately required.
 - (h) To borrow money and to give security therefore by the issue of debentures or by mortgaging or charging the assets of the Club.
 - (i) To provide for sale to members and guests refreshments, tobacco and such other goods as may be determined by the committee or the Association in general meeting.
 - (j) To do all such things as are incidental or conducive to the attainment of the objects of the Club.
- (3) For the purpose of paragraph (j) of the basic objects of the Association the committee of the association shall have full power to maintain registration of the Association under Part 10 of the Licensing Act 1932 or under any re-enactment or modification thereof.
- (4) As incidental to its general objects and purposes the Association may buy, make, supply, sell and deal in all manner of equipment and apparatus used in connection with the game of golf.

MEMBERSHIP OF ASSOCIATION.

5. (1) The members of the Association shall be those persons who are financial adult members of the Wynyard Golf Club at the time of incorporation of the Association and all persons over the age of 18 years who may thereafter be admitted to membership in accordance with the provisions hereinafter contained.
- (2) No person shall qualify for membership of the Association unless holding the status of an amateur golfer.
- (3) Subject to the provisions of sub-rules (7) & (8) of rule 7 a person who is not an adult member of the Wynyard Golf Club .at the time of the incorporation of the Association shall not be admitted to membership unless:-
- (a) the person is nominated as provided in sub-rule (4) of this rule.
 - (b) the person has attained .the age of 18 years and paid full membership_subscriptions.
 - (c) Admission as a member is approved by the committee.
- (4) The nomination of a person for membership of the Association:
- (a) Shall be in writing signed by two members of the Association and shall show the full name and address and occupation of the candidate.
 - (b) Shall be accompanied by the written consent of the person nominated (which may be endorsed on the form of nomination) and
 - (c) Shall be lodged with the secretary of the Association.
- (5) As soon as possible after receipt of the nomination the Secretary shall refer it to the committee and post notice thereof on the Notice Board in the Association's premises and such notice shall show full name and address and occupation of the candidate.
- (6) The committee shall have full power and discretion to reject any application for membership without assigning any reason **therefore** provided that any person whose nomination is rejected may be nominated and balloted for again if a period of twelve months has expired following the date of rejection.

DELETE "therefore" ad substitute "for such rejection"

- (7) No person shall become a member of the Association unless at least fourteen days have expired following the date upon which the nomination form is received by the Secretary and every person nominated for election as a member shall be balloted for by the committee at a duly convened committee meeting to be held not earlier than seven days after notice of the nomination has been posted on the notice board as aforesaid and a two thirds majority of the members of the committee present and voting shall be required to elect such a person to membership but except as hereinbefore provided all such ballots shall be conducted in such manner as the committee shall from time to time determine.

The Secretary or other person having the conduct of every such election.

DELETE "The Secretary or other person having the conduct of every such election.

(8) Upon a person being elected to membership by the committee the Secretary shall with as little delay as possible notify such person in writing that the nomination has been approved for membership of the Association.

(9) Upon receipt of the sums payable by or on behalf of the nominee as the entrance fee and the first year's subscription the Secretary shall enter the nominee's name in the Register of Members whereupon the nominee becomes a member of the Association.

(10) A member of the Association may at any time resign from the Association by delivering or sending by post to the Secretary a written notice of resignation.

DELETE (10) and substitute:

(10) A member of the Association may at any time resign from the Association by advising the secretary either in writing or verbally.

(11) Upon receipt of a notice under sub-rule (10) the Secretary shall remove the name of the member by whom the notice was given from the Register of Members whereupon that member ceases to be a member of the Association.

(12) A right privilege or obligation of a person by virtue of that person's membership of the Association:-

(a) Is not capable of being transferred or transmitted to another person and

(b) Terminates upon the cessation of that person's membership whether by death resignation or otherwise

(13) Upon a person ceasing to be a member whether by death resignation or otherwise no personal representative shall be entitled to a refund of any portion of the entrance fee or the then current subscription nor shall personal representatives be entitled to avoid payment of the then current subscription

(14) In the event of the Association being wound up:

(a) Every member of the Association: and

(b) Every person who within the period of twelve months immediately preceding the commencement of the winding up was a member of the Association is liable to contribute to the assets of the Association and for the costs, charges and expenses of the winding up and for the adjustments of the rights of the contributories amongst themselves such sum not exceeding Five Dollars as may be required but a former member is not liable so to contribute in respect of any debt or liability of the Association contracted after he ceased to be a member.

CHANGE LAST LINE TO

"contracted after he or she ceased to be a member"

CONDUCT OF MEMBERS.

6. (1) Every member shall maintain and further to the best of that members

ability the objects purposes and interests of the Association and shall observe the provisions of the rules and by laws of the Association for the time being in force.

(2) A member shall not, whether on or off the Association's premises display any conduct in a manner likely to bring discredit to the Association or to be detrimental to its repute or interests or act in a manner which in the opinion of the committee causes offence or is likely to cause offence to other members.

(3) Any member who shall commit a breach of any of the rules or by laws of the Association for the time being in force shall be deemed to have been guilty of conduct detrimental to the interests of the Association within the meaning of sub-rule (2) of this rule.

(4) All members shall be properly dressed in usual golfing attire when using the links or the Association's premises and any member infringing this sub-rule may be requested by any officer of the Association to dress properly and if any member fails to comply with such request the committee may deal with such member as it thinks fit.

RESTRICTED MEMBERS.

7. (1) Subject to these rules the committee shall have power to elect as restricted members of the Association and upon such terms and conditions as the committee shall from time to time determine the following classes of persons:

(a) Persons who have attained the age of 18 years and are financial members of another affiliated Golf Club residing outside a radius of 25 kilometres from the Wynyard Post Office as at present situate (to be called "Country Members".)

(b) Persons under the age of 18 years (to be called "Junior Members".) "Subject to clause 5. (3) (a) and (c) **and (1).**

DELETE "and (1)

(c) Persons who have attained the age of 18 years and who upon election shall be entitled to use and enjoy the premises and facilities of the Association in the same manner as any other adult restricted member may use them but who shall not be entitled to use the golf links of the Association for the purpose of playing golf unless they are **a financial playing member** of another affiliated Golf Club and have paid the prescribed green fees (to be called "Social Members")

DELETE words in Bold and substitute "financial playing members"

(d) Honorary Members.

(2) Upon receipt of the sums payable by or on behalf of the nominee as an entrance fee and the first year's subscription the Secretary shall enter the nominee's name in the Register of Members (showing the class of membership) whereupon the nominee becomes a restricted member of the Association.

(3) No person shall be **allowed to be** relieved of the payment of the regular subscription unless he or she is a financial member of another Golf Club and otherwise satisfies the general qualifications for membership of the Association prescribed by these rules and complies with the conditions of membership contained herein.

DELETE words "allowed to be"

(4) All financial restricted members shall be entitled to attend general meetings of the Association and to take part in any discussion but no restricted member shall vote or be entitled to vote at any such general meeting or become an officer of the Association nor shall a restricted member subject to Clause 5 (14) of these rules have any right title of interest in or to any property of the Association.

(5) Any financial member of the Association may at any time resign membership by delivering or sending by post to the Secretary a written notice of resignation and upon receipt of such a notice the Public Officer shall remove such person's name from the Register of Members whereupon that person shall cease to be a member of the Association.

DELETE (5) It is already covered in Clause 5 (10)

(6) The committee shall have the power to admit as a member any junior member upon attaining the age of 18 years and upon payment of the full membership subscription then in force without payment of any additional entrance fee.

(7) The committee shall have the power to admit as a member any country member who applies in writing for admission to full membership upon payment of the full membership subscription then in force.

(8) Subject to these rules the committee may pass by-laws attaching special qualifications, privileges, rights or liabilities to each class of restricted member.

(9) The general rules for the Association for the time being in force shall apply to and shall be observed by all restricted members insofar as the same are capable of being observed by or being applied to such persons and in particular every restricted member shall hold the status of an amateur golfer.

(10) No junior member under 18 years of age shall be served liquor in the bar or any other part of the Association premises.

(11) No persons other than members or restricted members shall represent the Wynyard Golf Club or participate in any facet of a sporting function organised by the Golf Club or affiliated bodies therein.

LIFE MEMBERS.

8 (1) On the recommendation of the committee any member of the Association may at any general meeting be nominated and elected as a life member of the Association as the case may be without any special payment for such life membership in recognition of special or valuable services rendered to the Association provided that a two thirds majority of members present and voting at such general meeting shall be required to elect a life member.

(2) Every life member shall be entitled to all the privileges and be subject to all duties of a member of the Association during his or her life (including the provisions as to expulsion) without further payment of the minimum annual subscription referred to in Rule 34(1) hereof.

ADD THE FOLLOWING NEW CLAUSE :-

MERIT AWARD

The committee may present to any member of the Association an award, to be known as a Merit Award, in recognition of meritorious service to the Association.

INCOME AND PROPERTY OF ASSOCIATION.

9 (1) The income and property of the Association, however derived, shall be applied solely toward the promotion of the objects and purposes of the Association and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise, to any member of the Association.

(2) The Association shall not:-

(a) appoint a person who is a member of the committee to any office in the gift of the Association to the holder of which there is payable any remuneration by way of salary, fees or allowance excepting the remission of that members annual subscription if such remission shall be resolved by an annual meeting of the association; or

(b) pay to any such person any remuneration or other benefit in money or money's worth (other than the repayment of out of pocket expenses).

DELETE (2) AND SUBSTITUTE

(2) The Association shall not :

(a) Appoint a member of the committee to any office in the gift of the Association if there is payable to the holder of that office any remuneration by way of salary, fees or allowance, excepting that the Association may resolve at an annual meeting to waive the annual subscription of that member for that year.

(b) Pay to any such person any remuneration or other benefit in money or money's worth (other than the repayment of out-of-pocket expenses).

(3) Nothing in the foregoing provisions of this rule prevents the payment in good faith to a servant or member of the association of-

- (a) remuneration in return for services actually rendered to the Association by the servant or member or for goods supplied to the Association by the servant or member in the ordinary course of business;
- (b) interest at a rate not exceeding seven and one quarter per cent of moneys lent to the Association by the servant or member; or**

© a reasonable and proper sum by way of rent for premises let to the Association by the servant or member

DELETE. The words in Bold and substitute:

- (c) Interest at a rate not exceeding the rate charged by the Association's banker on loans by way of overdraft moneys lent to the Association by the servant or member.**

- 10 (1) True accounts shall be kept -
- (a) of all sums of money received and expended by the Association and the matter in respect of which the receipt or expenditure takes place; and
- (b) of the property, credits and liabilities of the Association and subject to any reasonable restrictions as to time and manner of inspecting them that may be imposed by the Association for the time being, **and** those accounts shall be open to the inspection of the members of the Association.

ADD "and" at end of line 2

(2) The Treasurer of the Association shall faithfully keep all general records, accounting books, and records of receipts and expenditure connected with the operations and business of the Association in such form and manner as the committee may direct.

(3) The accounts, books, and records referred to in sub-rules (1) and (2) of this rule shall be kept at the Association's office or at such other place as the committee may decide.

BANKING AND FINANCE.

11. (1) The Treasurer of the Association shall, on behalf of the Association, receive all moneys paid to the Association and forthwith after the receipt thereof issue official receipts therefor.
- (2) The committee shall cause to be opened with such bank as the committee selects a banking account in the name of the Association into which all moneys received shall be paid by the Treasurer as soon as possible after receipt thereof.
- (3) The committee may receive from the Association's bank or bankers for the time being the cheques drawn by the Association on any of its accounts with the bank or bankers and may release and indemnify the bank or bankers from and against all claims, actions, suits, or demands that may be brought against the bank or bankers arising directly or indirectly out of those cheques or the surrender thereof to the Association.
- (4) Except with the authority of the committee, no payment of a sum exceeding one hundred dollars shall be made from the funds of the Association otherwise than cheque drawn on the Association's bank account, but the committee may provide the Treasurer with a sum to meet urgent expenditure, subject to the observance of such conditions in relation to the use and expenditure thereof as the committee may impose.

ADD "by" in second line to read :

"otherwise than by cheque drawn on the Association etc"

(5) No cheques shall be drawn on the Association's bank account except for the payment of expenditure that has been authorised by the committee.

(6) All cheques, drafts, bills of exchange, promissory notes, and other negotiable instruments shall be signed by **the Treasurer or by such other member or members of the committee as the committee may from time to time nominate for that purpose.****and shall be countersigned by the public officer.**

DELETE words in Bold This would then read:

(6) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by such members of the committee as the committee may from time to time nominate for that purpose."

AUDITOR.

12. (1) At each annual general meeting of the Association the members present shall appoint a person as the auditor of the Association.
- (2) A person so appointed shall hold office until the annual general meeting next after that at which **he** is appointed, and is eligible for re-appointment.

DELETE "he" and substitute "the auditor"

(3) The first auditor of the Association may be appointed by the committee before the first annual general meeting, and, if so appointed, shall hold office until the first annual general meeting, unless previously removed by a resolution of the members at a general meeting, in which case the members at the meeting may appoint an auditor to act until the first annual general meeting.

(4) If an appointment is not made at an annual general meeting the committee shall appoint an auditor of the Association for the then current financial year of the Association

(5) Except as provided in sub-rule (3) of this rule the auditor may only be removed from office by special resolution.

(6) If a casual vacancy occurs in the office of auditor during the course of a financial year of the Association, the committee may appoint a person as the auditor and the person so appointed shall hold office until the next succeeding annual general meeting.

AUDIT OF ACCOUNTS.

13. (1) Once at least in each financial year of the Association, the accounts of the Association shall be examined by the auditor.
- (2) The auditor shall certify as to the correctness of the accounts of the Association and shall report thereon to the members present at the annual general meeting.

- (3) In the report, and in certifying to the accounts, the auditor shall state:-
(a) whether the information required has been obtained as requested,
to exhibit a true and correct view of the financial position of the Association (b) whether, in the auditor's opinion, the accounts are properly drawn up so as according to the information available and the explanations given, and as shown by the books of the Association and;
(c) whether the rules relating to the administration of the funds of the Association have been observed.
- (d) The Public Officer of the Association shall cause to be delivered *to the* Auditor a list of all the accounts, books and records of the Association.

DELETE "Public Officer of the Association" and substitute "Treasurer"

- (5) The auditor:
(a) has a right to access the accounts, books, records, vouchers and documents of the Association;
(b) may require from the servants of the Association such information and explanations as may be necessary for the performance of his duties as auditor;
(c) may employ persons to assist in investigating the accounts of the Association; and
(a) may, in relation to the accounts of the Association, examine any member of the committee or any servant of the Association.

IN (c) DELETE "his" and insert "the auditor's"

ANNUAL GENERAL MEETING.

- 14 (1) The Association shall, in each year, hold an annual general meeting.
- (2) The annual general meeting shall be held on such day (being not later than three months after the close of the financial year of the association) as the committee may determine.
- (3) The annual general meeting shall be in addition to any other general meetings that may be held in the same year.
- (4) The annual general meeting shall be specified as such in the notice convening it.
- (5) The ordinary business of the annual general meeting shall be
(a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting.
(b) to receive from the committee, auditor, and servants of the Association reports upon the transactions of the Association during the last preceding financial year;
(c) to elect the officers of the Association and the ordinary committee **PERSONS**; and
(b) to appoint the auditor.

IN © CHANGE "PERSONS" to "members"

- (6) The annual general meeting may transact special business of which notice is given in accordance with these rules.
- (7) All general meetings other than the annual general meeting shall be called special general meetings.

NOTICES OF ANNUAL GENERAL MEETING.

- 14A (1) The Public Officer of the Association shall at least 21 days before the date fixed for the holding of the Annual General Meeting give notice thereof in the following manner:
(a) by advertising in the local newspaper; and
(b) by affixing a notice on the notice board in the Association's premises.
- (2) such advertisement or notice as the case maybe shall specify the place, day and time, for the holding of such meeting, and the nature of the business to be transacted thereat.

DELETE 14A (1) and substitute:

- 14A (1) The Association shall at least 21 days before the date fixed for the holding of the annual general meeting give notice of such meeting by affixing a notice prominently on the notice board in the Association's premises.**
- (2) Such notice shall specify the place, day and time for the holding of such meeting, and the nature of the business to be transacted at such meeting.**

SPECIAL GENERAL MEETINGS.

15. (1) The committee may, whenever it thinks fit, convene a special general meeting of the Association.
- (2) The committee shall, on the requisition in writing of not less than twenty five members, convene a special meeting of the Association.

(3) A requisition for a special general meeting shall state the objects of the meeting and shall be signed by the requisitionists and deposited at the office of the Association and may consist of several documents in the like form each signed by one or more of the requisitionists.

(4) If the committee does not cause a special general meeting to be held within twenty one days from the date on which a requisition therefore is deposited at the office of the Association, the requisitionists, or any of them, may convene the meeting; but any meeting so convened shall not be held after three months from the date of the deposit of the requisition.

(5) A special general meeting convened by requisitionists in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the committee, and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring them..

NOTICES OF SPECIAL GENERAL MEETINGS.

16. (1) The public officer of the association shall at least **seven** days before the date fixed for the holding of a special general meeting give notice thereof in either of the following manner;

(a) By advertisement in a newspaper, and

(b) By affixing a notice on the notice board in the Association's premises.

(2) Such advertisement or notice as the case may be shall specify the place, day and time for the holding of such meeting and the nature of the business to be transacted thereat.

DELETE clause 16 and substitute:

16. **Notice of any special general meeting shall be given in the same manner as that specified for an annual general meeting.**

BUSINESS AND QUORUM AT GENERAL MEETINGS.

17. (1) All business that is transacted at special general meetings and all business that is transacted at the annual general meeting, with the exception of that specially referred to in these rules as being the ordinary business of the annual general meeting, shall be deemed to be special business.

(2) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.

(3) **THIRTY** members personally present (being members entitled under these rules to vote thereat) constitute a quorum for the transaction of the business of a general meeting.

CHANGE the number from 30 to 25 to be uniform with Clause 15 (2)

(4) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; and in other cases it shall stand adjourned to the same day in the next week, at the same time and (unless another place is specified by the chairman at the time of adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the meeting shall be dissolved.

PRESIDENT TO PRESIDE AT GENERAL MEETING. .

18. (1) The President, or if absent, the Vice-President, or in the absence of both the President and the Vice President, the Club Captain, shall preside as chairperson at every general meeting of the Association.

(2) If the President and Vice-President and Club Captain are absent from a general meeting, the members present shall elect one of their number to preside as chairperson **thereat**.

DELETE "thereat"

ADJOURNMENT OF GENERAL MEETINGS.

19. (1) The chairperson of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place. but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

(2) Where a meeting is adjourned for fourteen days or more, the like notice of the adjourned meeting shall be given as in the case of the original meeting.

(3) Except as provided in the forgoing provisions of this rule, it is not necessary to give any notice of an adjournment of the business to be transacted at an adjourned meeting.

DETERMINATION OF QUESTIONS ARISING AT GENERAL MEETINGS.

20. A question arising at a general meeting of the Association shall be determined on a show of hands and unless before or on the declaration of the result of the show of hands a poll is demanded a declaration by the chairperson that a resolution has, on a show of hands, been carried, or carried unanimously, or carried by a particular majority, or lost, and an entry to that effect in the minute book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

VOTES.

21. (1) Upon any questions arising at a general meeting of the Association, a member has one vote only.
(2) All votes shall be given personally.
(3) In the case of an equality of voting on a question the chairperson of the meeting is entitled to exercise a casting vote.

TAKING A POLL.

22. If at a meeting a poll on any question is demanded it shall be taken at that meeting in such manner as the chairperson may direct, and the result of the poll shall be deemed to be the resolution of the meeting on that question.

WHEN POLL TO BE TAKEN

23. A poll that is demanded on the election of a chairperson, or on a question of adjournment shall be taken forthwith, and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the chairperson may direct.

AFFAIRS OF ASSOCIATION TO BE MANAGED BY A COMMITTEE.

24. (1) The affairs of the Association shall be managed by a committee of management constituted as provided in rule 26.
(2) The committee:-
(a) shall control and manage the business and affairs of the Association;
(b) may, subject to these rules, exercise all such powers and functions as may be exercised by the Association, other than those powers and functions that are required by these rules to be exercised by general meetings of members of the Association.
(c) subject to the Act and these rules, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Association.
(d) may, subject to the Act and these rules, make such by-laws as it shall think necessary for the purpose of carrying out the objects or carrying on the functions of the Association with full power to amend or vary such by-laws from time to time as the committee may think necessary provided that any such by-laws may be revoked on notice of motion at any subsequent general meeting of the Association.
(e) may determine the remuneration of the auditor and the servants of the Association, and
(f) may pay reasonable honoraria to members in recognition of special services rendered to the Association.

OFFICE BEARERS OF THE ASSOCIATION.

25. (1) The Association may at its annual general meeting appoint a Patron who will hold office until the next annual general meeting but will not have any executive position in the Association.
(2) The executive officers of the association shall be:
(a) A President
(b) A Vice-President.
(c) A Club Captain.
(d) A Club Vice-Captain.
(e) Subject to the provision of rule 28 a Treasurer.
(f) Subject to the provision of rule 28 a Secretary.
(g) An Assistant Secretary.

DELETE (d) A Club Vice-Captain and insert :

(d) A Ladies Captain

- (3) The provision of sub-rules (2), (3) and (4) of rule 29, so far as they are applicable and with the necessary modification apply to and in relation to the election of persons to any of the officers mentioned in sub-rule (2) of this rule.
(4) Each officer of the Association shall hold office until the Annual General Meeting next after the date of election but is eligible for re-election.
(5) In the event of a casual vacancy in any office mentioned in sub-rule (2) of this rule, the committee may appoint one of its members to the vacant office, and the member so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment.

CONSTITUTION OF COMMITTEE

26. (1) The committee shall consist of:
(a) The officers of the Association;
(b) In ordinary circumstances ten members if the provisions of sub-rule (7) of the rule are invoked then eleven or twelve other members as the case may be.
(2) The officers of the Association shall be elected at the annual meeting in every year.
(3) Each ordinary committee PERSON shall subject to these rules hold office until the second annual general meeting next after the date of election.

(4) At each annual general meeting five of the ordinary committee PERSONS shall retire and five new ordinary committee PERSONS shall be elected in their places provided that any retiring general committee PERSONS shall be eligible for re-election.

(5) If at the Annual General Meeting there is any doubt as to which ordinary committee PERSONS shall retire then a ballot shall be taken to resolve the matter.

(6) In the event of a casual vacancy occurring in the office of ordinary committee PERSONS the committee may appoint a member of the Association to the vacancy and the member so appointed shall hold office subject to these rules until the conclusion of the term of the committee PERSON whom has BEEN replaced.

(7) If the committee appoints a salaried secretary and/or a salaried treasurer (or one person as a salaried secretary/treasurer) under rule 28 then during the continuance of such appointment or appointments;

(a) The executive office of secretary and/or the executive office of treasurer as the case may be shall go into abeyance.

(b) The number of ordinary committee PERSONS may be increased to ELEVEN if one of the said offices goes into abeyance or TWELVE if both of the said offices go into abeyance.

(c) Any person appointed to hold office as an extra committee PERSON under the provisions of this sub-rule shall hold office until the annual general meeting next after the date of appointment but shall be eligible for re-election.

(d) In the event of any vacancy arising under the provisions of this sub-rule during a financial year of the Association the committee may appoint a member to fill such vacancy and the member so appointed shall hold office subject to these rules until the annual general meeting next following the date of the appointment.

(e) An extra committee PERSON holding office under this sub-rule shall be specifically appointed in the place of the executive office of secretary or the executive office of treasurer as the case may be and any such extra committee PERSON shall retire if the office which THAT PERSON replaces is revived.

DELETE clause 26 and substitute :

26 (1) The committee shall consist of :

(a) The officers of the Association

(b) Five committee members.

(2) The officers of the Association and committee members shall be elected at the annual general meeting in each year and shall hold office until the next annual general meeting.

(3) A vacancy in the committee or any office shall be filled by action of the remaining members of the committee.

DUTIES OF SECRETARY.

27. Save with respect to the duties to be performed and matters to be attended to by the public officer, the secretary shall be the responsible executive officer of the Association for all purposes and in particular but without prejudice to the generality of the foregoing provisions **he** shall:

(a) Keep, full and correct minutes of all resolutions and proceedings of every general meeting and of all committee meetings in books provided for that purpose together with a record of the names of members present at all such meetings.

(b) In conjunction with the public officer keep and maintain the Register of Members of the Association setting forth the full name address and occupation of every member and restricted member and the date of his or her election and the date to which his or her subscription has been paid.

(c) At all times keep posted in the Association's premises

a complete and up to date list of names and addresses of all members and restricted members of the Association.

(d) Attend to all correspondence.

(e) Keep and maintain all general records of the Association.

(f) Act as the official representative of the Association in all matters and perform such other duties as the committee may prescribe.

DELETE "he" in the 4th line

SALARIED SECRETARY AND/OR TREASURER.

28. Notwithstanding any provision to the contrary contained in these rules the committee may in its discretion:

(a) Employ a suitable person to perform for a salary all of the duties required by these rules to be performed by the secretary or by the treasurer. The terms of employment of such person including the matter of his or her remuneration shall be settled by the committee and any person so appointed need not be a member of the Association.

Any such appointee will be an ex officio member of the committee without having any voting rights.

(b) Appoint any person whether a member of the Association or not to perform for a salary all the duties expressly or implied by these rules given to the treasurer and to determine the terms of employment of such person including his or her remuneration. The committee may in its discretion resolve that any person so appointed will be an ex officio member of the committee without having voting rights.

NOTICE OF ELECTION

28A. (1) Twenty one days at least before the day appointed for the annual general meeting the **public officer** shall cause notice of election for offices and/or ordinary committee **PERSONS** to be advertised and posted to indicate the names and offices of retiring members.

(2) A notice under sub-section (1) shall require all candidates to be nominated at some place, to be named in the notice, as provided in Rule 29(1)(b).

DELETE " public officer " and substitute "the Association" and delete "PERSONS" and substitute "members".

ELECTION OF MEMBERS OF COMMITTEE

29. (1) Nominations of candidates for election as officers of the Association and/or as ordinary committee **person** ;

(a) shall be made in writing signed by two members of the Association and accompanied by the written consent of the candidate which shall be signified on such nomination and

(b) shall be received by the public officer of the Association from the sixteenth day until 4.00pm on the eleventh day next before the date fixed for the holding of the annual general meeting. Such nomination forms to be posted on the notice board forthwith.

In (a) delete "person" and insert "member"

Why not alter (b) to read:

(b) shall be received by the Association until 4 pm on the 7th day before the date fixed for the holding of the annual general meeting

(2) If at the end of the time limited for nomination under rule 29(1) (b) the number of candidates for any **officer**:-

- a) does not exceed the number then to be elected those candidates shall be declared to be duly elected at the annual general meeting, or
- (b) exceeds that number, a ballot shall be held as provided by this rule, or
- (c) in the event of insufficient nominations being received for any office, nominations shall be extended for such office until the annual general meeting and shall be dealt with as provided in rules 29 (2) (a) or 29 (2) (b) for the vacancy.

CHANGE "OFFICER" TO "OFFICE" in line 2.

(3) The Public Officer of the Association at least twenty one days before the date to be fixed for the holding of the annual general meeting shall in the notice of such annual meeting, advise members of the candidates nominated for the various offices of the Association.

THIS CLAUSE (3) DOES NOT SEEM TO MAKE SENSE AND CONFLICTS WITH 29 (1) (b)

WHY NOT DELETE IT AND SUBSTITUTE SOMETHING LIKE;

(3) As soon as practicable after the 7th day before the date fixed for the holding of the annual general meeting, the Association shall advise members of the names of the candidates nominated for the various offices of the Association.

(4) Where an election is to be held, the proper officer shall cause to be printed or written a sufficient number of ballot papers, which shall be distributed to members entitled to vote at any election meeting and **collected by the duly appointed scrutineers appointed in accordance with rule 29 (5).**

DELETE WORDS IN BOLD AND INSERT AFTER "MEETING":

And shall be collected by the scrutineers appointed in accordance with rule 29(5)

(a) every ballot paper shall contain the names of the duly nominated candidates, the sequence to be determined by ballot.

(b) The member shall mark the ballot paper in the following manner:-

- (i).The member shall place the number 1 within or substantially within the square opposite the name of the candidate for whom a vote is being cast as first preference; and
- (ii) The member may also, when there are more than two candidates, give contingent votes for as many of the remaining candidates as desired, by placing within or substantially within the squares respectively opposite their names the numbers 2 and above in unbroken succession so as to indicate the order of preference.

(5) For the purpose of any election to be held in accordance with this rule, the annual general meeting shall appoint three scrutineers, none of whom shall be candidates for the time being for election of officers of the Association and/or as an ordinary committee **PERSON** to conduct any ballots as required.

The duly appointed scrutineers shall after any election give a certificate of such election to the chairperson appointed for the time being, indicating the results of such election which shall be handed to the proper officer for safe custody until after the annual general meeting.

DELETE "PERSON" and insert "member"

(6) The ballot for the election of officers and ordinary committee **PERSONS** shall be held at the annual general meeting as follows; viz-

(a) Election of a single candidate:

- (i) the number of first choices recorded for each candidate shall be counted and all informal ballot papers rejected.
- (ii) the candidate obtaining absolute majority of votes shall be elected.
- (iii) for the purpose of this rule an absolute majority of -voters means a number greater than one half of the whole number of ballot papers other than exhausted and informal ballot papers.
- (iv) if no candidate has an absolute majority of votes, the candidate who has the fewest votes shall be excluded and each ballot paper counted to the candidate shall (unless exhausted) be counted to the unexcluded candidate next in order of the member's preference.
- (v) if no candidate has then an absolute majority of votes the process of excluding the candidate who has the fewest votes and counting each of the ballot papers (unless exhausted) to the unexcluded candidate next in order of the member's preference shall be repeated until one candidate has an absolute majority of votes.
- (vi) a ballot paper shall be informal if it has no vote indicated upon it, or it has the same number opposite the names of more than one candidate.
- (vii) before a member has handed in the original ballot paper issued, the scrutineers may, if they think fit, issue a second or duplicate ballot paper to that member in substitution for the original ballot paper if the original ballot paper has been accidentally defaced or destroyed or if the member has marked contrary to the member's intention.
- (viii) every ballot paper not rejected as informal shall be counted in every count until it becomes exhausted, when it shall be rejected in all further counts.
- (ix) when a candidate is excluded, any ballot paper counted to that candidate shall be deemed to be exhausted if there is not indicated upon it a consecutive preference for one unexcluded candidate.

CHANGE "PERSONS" to "members"

Election of a single candidate – is this heading relevant? It ought to be deleted

VACATION OF OFFICE.

30. For the purpose of these rules, the office of an officer of the Association or of an ordinary committee **PERSON** becomes vacant if the officer or committee **PERSON**:-

- (a) dies
- (b) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with his or her creditors, or makes any assignment of an individual estate for that persons a benefit.
- (c) becomes of unsound mind.
- (d) resigns office in writing, addressed to the committee.
- (e) ceases to be resident in the State.

- (f) fails, without leave granted by the committee, to attend three consecutive meetings of the committee.
- (g) ceases to be a member of the Association; or
- (h) fails to pay all arrears of subscription due within fourteen days after receiving notice in writing signed by the **public officer** stating that that person has ceased to be a financial member of the Association.

DELETE "PERSON" and substitute "member"
DELETE "public officer" and insert "secretary"

MEETINGS OF COMMITTEE AND OF SUB COMMITTEES.

31. (1) The committee shall meet at least once in each month at such place and at such time as the committee may determine and shall keep full and correct minutes of all its resolutions and proceedings in a minute book.
- (2) Special meetings of the committee may be convened by the President, or any four of its members.
- (3) Notice shall be given to members of the committee of any special meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.
- (4) Any **SEVEN** members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.

DOES THIS number need to be reduced for a committee of 12?

(5) No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting, in which case it lapses.

(6) At meetings of the committee:-

- (a) the President, or if absent, the Vice-President, or in the absence of both the President and the Vice-President, the Club Captain; or
- (b) If the President, the Vice-President and the Club Captain are absent, such one of the remaining members of the committee as may be chosen by the members present shall preside.

(7) Questions arising at meetings of the committee or any sub-committee appointed by the committee shall be determined on a show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine.

(8) Each member presiding at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote on any question, The person presiding may exercise a second or casting vote.

(9) Written notice of each committee meeting shall be served on each member of the committee by delivering it PERSONALLY at a reasonable time before the meeting or sending it by post in a prepaid letter addressed to THE COMMITTEE MEMBER at THE usual or last known place of abode in time to reach THAT COMMITTEE MEMBER in due course of post before the date of the meeting.

DELETE (9) AND SUBSTITUTE:

(9) notice of each sub-committee meeting may be given verbally to each member of the sub-committee at a reasonable time before the meeting.

DISCLOSURE OF INTEREST IN CONTRACT ETC.

32. (1) A member of the committee who is interested in any contract or arrangement made or proposed to be made with the Association shall disclose any interest at the first meeting of the committee at which the contract or arrangement is first taken into consideration.

If such interest then exists, or in any other case, at the first meeting of the committee after the acquisition of an interest.

WHAT DOES THIS MEAN? PERHAPS IT SHOULD BE DELETED.

(2) If a member of the committee becomes interested in a contract or arrangement after it is made or entered into, that member shall disclose such interest at the first meeting of the Committee after becoming interested.

(3) No member of the committee shall vote as a member of the committee in respect of any contract or arrangement in which that member has an interest, and if a vote is cast, the vote shall not be counted.

SUB-COMMITTEES AND EXECUTIVE COMMITTEE.

33. (1) The committee may at any time appoint a sub-committee from the committee as it may think fit and shall prescribe the powers and functions thereof.
- (2) The committee may co-opt as members of a sub-committee such persons as it thinks fit, whether or not those persons are members of the Association but a person co-opted who is not a member is not entitled to vote.
- (3) three appointed members of a sub-committee constitute a quorum at a meeting of the sub-committee.
- (4) Each sub-committee shall appoint a convener who shall be responsible for calling all meetings of such a sub-committee.
- (5) Notice of each sub-committee meeting may be given verbally to each member of the sub-committee at a reasonable time before the meeting.
- (6)The President, Vice-President, Club Captain and Vice-Captain and the Treasurer and the Secretary if they or either of them are holding office constitute the Executive Committee which may issue instructions to the public officer and the servants of the Association in matters of urgency connected with the management of the affairs of the Association during the intervals between meetings of the committee and where any such instructions are issued shall report thereon to the next meeting of the committee.

DELETE (6) AND SUBSTITUTE :

(6)The executive officers of the Association may issue instructions to the public officer and servants of the Association in matters of

urgency connected with management of the affairs of Association during the intervals between meetings of the committee and where any such instructions are issued, shall report thereon to the next meeting of the committee.

ENTRANCE FEES AND ANNUAL SUBSCRIPTIONS.

34. (1) All entrance fees and annual subscriptions payable by the various classes of members shall be fixed by the committee, it to be noted subscriptions shall be payable in advance.

DELETE 34(1) AND SUBSTITUTE:

34 (1) All entrance fees and subscriptions payable by members shall be fixed by the committee and shall be payable in advance.

(2) An annual subscription shall be overdue if it is not paid by last day of April in any particular year.

(3) The committee may declare a person to be an unfinancial member or unfinancial restricted member if he or she:-

- (a) fails to pay his or her annual subscription by the last day of April in any year, or
- (b) fails to pay by due date any other moneys payable by him or her to the Association.

(4) No person declared to be an unfinancial member or unfinancial restricted member shall be eligible to compete in any competition conducted by the Association, nor shall **they** be entitled to use or enjoy the Association's facilities, privileges or advantages.

DELETE "they" and substitute "that person"

(5) In the event of a person continuing to be unfinancial, the Committee may, in its discretion, remove the name of such person from the register of Members and thereupon that member shall forego membership, and all rights and privileges attached thereto (but without prejudice to any claims and demands which the Association may have against such person) and the person will be notified in writing accordingly, by the **Public Officer**

DELETE "public officer" and substitute "secretary".

FINANCIAL YEAR

35. The financial year of the Association is the period beginning on the 1st of February in each year and ending on the 31st of January the next following.

NOTICES

36. A notice may be served by or on behalf of the Association on any Member either personally or by sending it through the post in a prepaid letter addressed to the Member at his or her usual or last known place of abode.

DELETE 36 AND SUBSTITUTE:

36. A notice may be served by or on behalf of the Association personally or by sending it through the post in a prepaid letter or by e-mail or other electronic means addressed to the member at the member's usual or last known residential or e-mail address as the case may be.

EXPULSION OF MEMBERS

37. (1) Subject to this rule, the Committee may expel a member from the Association if, in the opinion of the Committee, the member has been guilty of conduct detrimental to the interests of the Association.

(2) Expulsion of a member pursuant to sub-rule (1) of this rule does not take effect:-

- (a) until the expiration of 14 days after the service on the member of a notice under sub-rule (3) of this rule; or
- (b) if the member exercises a right of appeal under this rule, until the conclusion of the special general meeting convened to hear the appeal, whichever is the later date.

(3) Where the Committee expels a member from the Association, the **Public Officer** of the Association shall, without undue delay, cause to be served on the member a notice in writing :-

- (a) stating that the Committee has expelled the member.
- (b) specifying the grounds for expulsion; and
- (c) informing the member that if so desired, the member may, within fourteen days after the personal service of the notice, appeal against the expulsion as provided in this rule.

DELETE "Public Officer" and substitute "secretary"

(4) A member on whom a notice under sub rule (3) of this rule has been served, may appeal against the expulsion to a special general meeting by delivering or sending by post to the **Public Officer of the Association**, within fourteen days after service of that notice, a requisition in writing **declaring** the convening of such a meeting for the purpose of this appeal.

DELETE "Public Officer of the Association" and substitute "secretary"

DELETE "declaring" and substitute "demanding"

(5) Upon receipt of a requisition under sub-rule (3) of this the **Public Officer** shall forthwith notify of its receipt and the committee shall thereupon call a special general meeting of members to be held within twenty one days after the date the requisition is received by the **Public Officer**.

DELETE "Public Officer"(twice) and insert "secretary"

(6) At a special general meeting convened for the purpose of the rule:-

- (a) no business other than the question of the expulsion shall be transacted;
- (b) the committee may place before the meeting details of the grounds of the expulsion and the committee's reason for the expulsion;
- (c) the expelled member shall be given an opportunity to be heard; and
- (d) the members present shall vote by secret ballot on the question whether the expulsion should be lifted or confirmed.

(7) If at the special general meeting a majority of the members present vote in favour of the expulsion being lifted, the expulsion shall be deemed to have been lifted and the expelled member is entitled to continue membership with the Association.

(8) If at the special general meeting a majority of the members present vote in favour of the confirmation of the expulsion, the expulsion takes effect, and the expelled member ceases to be a member of the Association.

DISPUTES

38. (1) Subject to this rule, a dispute between a member of the Association, in relation to capacity as a member, and the Association shall be determined by arbitration in accordance with provisions of the Commercial Arbitration Act, 1986.
- (2) Nothing in this rule affects the operation or effect of rule 37.

SEAL OF THE ASSOCIATION

39. (1) The seal of the Association shall be in the form of a rubber stamp, inscribed with the name of the Association encircling the word "seal."
- (2) The seal of the Association shall not be affixed to any instrument except by the authority of the committee, and the affixing thereof shall be attested by the signatures either of two members of the committee or of one member of the committee and of the public officer of the Association or such other person as the committee may appoint for that purpose, and that attestation is sufficient for all purposes that the seal was affixed by authority of the committee.
- (3) The seal shall remain in the custody of the **public officer**.

SHOULD THIS BE CHANGED TO SECRETARY?

VISITORS AND GREEN FEES

- 40 (a) A person holding a current membership with any recognised Golf Club may play on the links provided such person first enters his or her name in the Visitor's Book and pays the prescribed green fees.
- (b) Green fees to be paid by visitors shall be such sums as are fixed from time to time either by the Association in general meeting or by the committee.

COMPETITIONS AND MATCHES

- 41 All competitions and matches shall be played at the times fixed by the committee or by any sub-committee appointed for that purpose.

RULES RELATING TO THE LICENSING ACT

42. (a) No intoxicating liquor shall be served to any member or restricted member on the Association's premises except during the hours set in the Licensing Act for the time being in force for that purpose.
- (b) No liquor shall be sold or supplied for consumption elsewhere than on the Association's premises unless such liquor is removed -from such premises by the member purchasing same.
- (c) No visitor shall be supplied with liquor on the Association's premises unless in the company of a member or an adult restricted member.
- (d) No payment of the salary or emolument of any officer or servant of the Association shall be made by way of commission upon or allowance from the Association's receipts from the sale of liquor.
- (e) No person under the age of eighteen years shall be supplied with liquor by the Association or on its premises.
- (f) No person under the age of eighteen years shall be allowed to serve in the bar of the Association's premises or be employed by the Association except as a waiter, billiard marker, messenger, greenkeeper or greenkeeper's assistant.
- (g) There is deemed to be included in this Constitution and Rules of the Club, the provisions set out in the Guidelines in respect of the Club Licenses from time to time published by the Licensing Board in accordance with Section 17 of the Liquor and Accommodation Act, 1990.

AMENDMENT OF RULES

43. Amendment of these rules shall be effected by special resolution in accordance with Section 18 (1) of the Associations Incorporation Act 1964.

WINDING UP

44. Winding up of the Association shall be effected in accordance with Section 32 and 33 of the Associations Incorporation Act 1964.

APPOINTMENT OF PUBLIC OFFICER

45. The public officer of the Association is to be appointed in accordance with Section 14(1) of the Associations Incorporation Act 1964.

End of document