

Waitikiri Golf Club – Constitution
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CONSTITUTION AND RULES OF THE WAITIKIRI GOLF CLUB INCORPORATED

1. NAME

The name of the Club shall be 'Waitikiri Golf Club Incorporated'.

2. DEFINITIONS

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

- "Club" means Waitikiri Golf Club Incorporated
"Patron" means the person appointed under Rule 6
"Trustees" means the person or persons referred to in Rule 7.1 (a) and elected under Rule 8
"Board" means the Board of Management referred to in Rule 10
"Directors" means the person or persons appointed by the Trustees under Rule 9.2

3. OBJECTS

- 3.1 To provide for the members of the Club and visitors a Golf Course together with a club house and other facilities and amenities incidental to this purpose or any other sport or activity which may be authorised by the Board.
- 3.2 To encourage the growth of the game of golf among all citizens but in particular among young people.
- 3.3 To provide an organisation and executive to efficiently control and manage the aforesaid facilities and amenities.
- 3.4 To provide for Members, Visitors and the Public social and entertainment facilities.

4. REGISTERED OFFICE

The registered office of the Club shall be at the Club House, Waitikiri Drive, Christchurch.

5. MEMBERSHIP

5.1 The membership of the club shall consist of several categories of members and shall not be less than 50 in total. These categories shall be Full Playing, Life, Mid Week, Intermediate, Long Service, Junior, Summer, Country, Miscellaneous and Honorary.

5.2 CATEGORIES OF MEMBERSHIP

5.2.1 Full Playing Members

- (a) Full Playing Members shall be all men and women who are 25 years of age or over and not included in any other category of members which excludes them from full playing membership.

- (b) This category shall confer on such members the full privileges of the Club with the right to play golf at any time not specifically set aside by the Board for other categories of members, or for tournaments.

5.2.2 Life Members

- (a) The Club in general meeting may elect life members.
- (b) Unless otherwise resolved the life member shall be a full playing member.
- (c) Unless otherwise resolved the life membership shall be effective immediately upon the passing of the resolution and the member shall not be required to pay any further annual subscription including the Club year in which the election becomes effective.
- (d) Life Membership shall only be granted to members of long standing who have given outstanding service to the Club.
- (e) Any representation relating to the election of a life member must be submitted to the Board in writing.
- (f) A life member may only be elected in pursuance of a written notice of motion submitted by the Board which sets out the name of the person nominated for election and the conditions or terms if any that apply to that election. The notice of motion shall be part or the whole of the notice calling the general meeting at which the election is to take place.

5.2.3 Mid Week Members

- (a) Mid Week members shall be those men 25 years or over who have been admitted to the Club in accordance with the rules as mid week members.
- (b) Mid Week membership confers on such members the full privileges of the Club except that playing rights are restricted to days other than Saturdays and Sundays and at times not specifically set aside for other categories of members by the Board.

5.2.4 Intermediate Members

Intermediate members shall consist of all playing members of the club aged from 19 to 25 years inclusive. Such members shall pay a subscription as set by the Board plus the full levies as advised by the New Zealand Golf Association and the Canterbury Golf Association together

with the Match Fees and Hole In One Insurance. Such members shall enjoy the full privileges of the category joined.

5.2.5 Long Service Members

- (a) The Board shall on the application of any member who prior to the 31st October 1998 has attained the age of 65 years and has been a member of the Club continuously (without a break of more than 1 continuous period of not more than twelve months) during the preceding 15 years change the status of such member to that of a long service member.
- (b) Long service members shall from time to time elect in which category of membership they will take part.
- (c) Those members who qualified as Long Service members prior to 1997 shall pay subscriptions for the category in which they have elected to be a member in each subscription year less a discount of 20% which shall be ongoing. Those Members who qualified as Long Service members in 1997 shall pay subscriptions for the category in which they have elected to be a member in each subscription year less a discount of 15% which shall be ongoing. Those Members who qualify as Long Service members in 1998 shall pay subscriptions for the category in which they have elected to be a member in each subscription year less a discount of 10% which shall be ongoing.

5.2.6 Junior Members

- (a) Any person 18 years and under may be admitted as a Junior Member provided a full playing member of the Club or a parent has given a written undertaking to be responsible for payment of all fees, subscriptions and expenses incurred and for the good behaviour of the junior member.
- (b) Upon a junior member attaining the age of 19 years such member shall become an Intermediate Member.
- (c) Junior members shall have playing rights and access to the Club House in accordance with the decisions of the Board from time to time.
- (d) In fixing the subscriptions for Junior Members the Board may take into account the age of the individual Junior Member but this will not restrict the Board from taking into account any other matters it deems appropriate.

5.2.7 Summer Members

Summer Members shall be those persons 20 years of age or over who have been admitted to the Club in accordance with the by-laws as determined by the Board from time to time and shall be entitled to play on the course during such period or periods as are determined by the Board from time to time and to use the Club House and its facilities.

5.2.8 Country Members

Country Members must be full playing members of another Club in New Zealand affiliated to the N.Z.G.A. and have their permanent residence not less than 50 kilometres from the Waitikiri Golf Club. Such members shall have all the privileges of full playing members but shall not be entitled to play in Championship or other Trophy Competitions. The Board has an absolute right to refuse this form of Membership to any applicant without cause.

5.2.9 Miscellaneous Membership

The Board may in addition to the categories of Membership contained in Rules 5.2.1 to 5.2.8 inclusive and 5.2.10 create any further categories it deems to be in the best interest of the Club and fix the subscriptions, if any, and playing and other conditions applicable to such categories.

5.2.10 Honorary Members

- (a) Any member may apply to the Board for transfer to the category of Honorary Membership.
- (b) Members who apply to become Honorary members in any Club year shall become Honorary Members by resolution of the Board provided that any Honorary member may transfer back to the class of membership previously held or to any other class of membership for which such person may be eligible upon such terms and conditions as the Board may determine.
- (c) Shall have no right to use the course except on payment of appropriate green fee but otherwise shall have full rights to the use of the Club house and its facilities.

5.3 ELECTION OF MEMBERS

- 5.3.1 Every candidate for membership shall be proposed and seconded by Members of at least 1 year's current full playing membership. If the candidate does not know any members then the candidate must make a personal application to the General Manager.

- 5.3.2 The name of the candidate shall be posted on the noticeboard of the Club for a period of at least 7 days immediately prior to election. Such notice shall include the names of both proposer and seconder.
- 5.3.3 The Board shall elect members from the waiting list to fill vacancies and its decision shall be final.
- 5.3.4 No elected member shall be deemed to be a member of the Club until the entrance fee (if applicable) and subscription shall have been paid.
- 5.3.5 Should any elected member fail to pay the entrance fee (if applicable) and subscription together with any other monies due upon becoming a member within one month of election that election may be declared void by the Board and except in extenuating circumstances any monies paid as a deposit shall not be refunded.

6. PATRON

The Club shall have a Patron who shall be recommended by the Board and confirmed by the Club in General Meeting.

7. OFFICERS

7.1 The Club shall have the following officers:

- (a) Three Trustees
- (b) Three Board of Management members to be known as Directors
- (c) A Men's Captain
- (d) A Men's Vice Captain
- (e) A Women's Captain
- (f) A Women's Vice Captain

7.2 The Club shall have the following Committee Members:

- (a) A minimum of three and maximum of five members of the Men's Committee.
- (b) A minimum of three and maximum of five members of the Women's Committee.

8. ELECTION OF OFFICERS AND COMMITTEE MEMBERS

8.1 All Officers, except the three Board of Management members to be known as Directors, and all Committee Members shall be elected at the Annual General Meeting save that only men members may vote for the Men's Captain, the Men's Vice Captain and the Men's Committee and only women members may vote for the Women's Captain, the Women's Vice Captain and the Women's Committee.

8.2 Nominees for election as Trustees, Captains, Vice Captains and Committee Members must be members entitled to vote and in the case of

the Trustees, Captains and Vice Captains must have been members of the Club for a minimum period of 2 years at any time prior to nomination.

- 8.3 Trustees shall hold office for a term of three years, Captains and Vice Captains for a term of one year and Committee Members for a term of two years and shall remain in office until their successors are elected but shall be eligible to stand for re-election.
- 8.4 Notwithstanding the terms of election under clause 8.3 after the first election one of the Trustees shall retire at each subsequent Annual General Meeting. The Trustee to retire shall be trustee who has been longest in office since last elected but as between those who were elected on the same day the trustee to retire shall be determined by lot.
- 8.5 Each year nominations for officers, other than Directors and for Committee Members shall be called for by the General Manager posting a notice calling for nominations on the Club's notice board not less than 21 days before the Annual General Meeting.
- 8.6 All nominations shall be in writing and shall be signed by the Nominee and the proposer and seconder and shall be lodged at the General Manager's office at least 7 days prior to the Annual General Meeting. The General Manager shall exhibit on the Club's notice board the names of all nominees and the respective positions for which they have been nominated, as such nominations are received. The nomination form is to include a brief Curriculum Vitae of the nominee.
- 8.7 Any person nominating or seconding the nomination of any member for election shall be a financial full playing member of the Club.
- 8.8 In the event of nominations not being in excess of the number required, then those nominated shall be declared elected without ballot.
- 8.9 In the event of there being insufficient nominations the Board shall appoint a sufficient number of members to fill any vacancy.
- 8.10 In the event of nominations exceeding the vacancies then there shall be a ballot of all members eligible to vote.
- 8.11 The General Manager shall have ballot papers printed together with instructions to be approved by the Board as to how to vote. Each member attending a General Meeting must print his or her name on an attendance register.
- 8.12 Three scrutineers shall be appointed at the Annual; General Meeting by a poll of the majority of the members present and they shall count the votes and report the result of the ballot at such meeting and the order of the number of votes received by each candidate.

- 8.13 In the event of a tie in the voting for any candidate, the Chairman shall determine this by exercising his casting vote.
- 8.14 Any vacancies except in the numbers of Directors and Trustees arising between Annual General Meetings shall be filled by the Board at its next meeting. The person so appointed shall retire at the following Annual General Meeting, but shall be eligible for re-election. Directors are appointed under Rule 9.2.
- 8.15 Any vacancies in the number of Trustees shall be filled by the members at the next Special or Annual General Meeting from the nominations received.

9. TRUSTEES

- 9.1 The Club shall have three Trustees elected for a term of 3 years.
- 9.2 The Trustees shall appoint three persons who need not be members of the Club, hereafter call 'Directors' to a Board of Management which shall comprise the three Directors plus the Men's and Women's Club Captains.
- 9.3 The Directors shall hold office for a term of three years and shall remain in office until their successors are appointed and shall be eligible for re-appointment but notwithstanding the term of appointment one Director shall retire on the 1st December each year and the Director to retire shall be the Director who has been the longest in office since the last appointment but as between those who were appointed on the same day the one to retire shall be determined by lot.
- 9.4 In the event of any Director retiring, resigning or being disqualified in terms of rule 18.2 the Trustees will appoint a new Director to fill the vacancy.
- 9.5 The Trustees are to draw the attention of the Board to any matters which they consider should be taken into account by the Board in making decisions on the management of and the direction which the Club should take.

10. BOARD OF MANAGEMENT

The Board shall consist of the Men's Captain, Women's Captain and the three Directors appointed by the Trustees.

11. MANAGEMENT BY BOARD

- 11.1 The Management and control of the affairs of the Club shall be vested in the Board which shall have all the powers of the Club which are not expressly required to be done or exercised by the Club in General Meeting.
- 11.2 The powers of the Golf Committees are subordinate to the Board and in the event of any dispute between the two Golf Committees the ruling of the Board shall prevail.

12. PROCEEDINGS OF THE BOARD

- 12.1 The Board shall meet for the determination of Club business as required.
- 12.2 The Board shall elect their own Chairperson who shall be one of the three Directors.
- 12.3 The quorum for meetings of the Board shall be four (4).
- 12.4 A resolution in writing signed by not less than four (4) members of the Board shall be as valid and effectual as if it had been passed at a meeting of the Board duly convened and held.

13. SUBSCRIPTIONS LEVIES AND ENTRANCE FEES

The subscriptions, Levies and Entrance Fees, if any, payable by members shall be as the Board shall from time to time determine.

14. MEN'S AND WOMEN'S COMMITTEE

- 14.1 The Men's Committee shall consist of the Men's Captain, the Men's Vice Captain and the members of the Men's Committee referred to in Rule 7.2a.
- 14.2 The Women's Committee shall consist of the Women's Captain, the Women's Vice Captain and the members of the Women's Committee referred to in Rule 7.2b.
- 14.3 The proceedings of these Committees shall be conducted in accordance with Rule 12 except that the Chairpersons shall be the respective Captains.

15. RESPONSIBILITIES OF THE MEN'S AND WOMEN'S COMMITTEES

- 15.1 The Men's Committee shall have the following specific responsibilities and powers:
 - (a) To manage and regulate all Men's matches and competitions.
 - (b) To select teams for inter Club competitions.
 - (c) To nominate delegates to meetings of the Canterbury Golf Association.
 - (d) To carry out such other responsibilities and functions as may be delegated to it by the Board.
- 15.2 The Women's Committee shall have the following specific responsibilities and powers:
 - (a) To manage and regulate all Women's matches and competitions.
 - (b) To select teams for inter Club competitions.
 - (c) To nominate delegates to meetings of the Canterbury Women's Golf Association.
 - (d) To carry out such other responsibilities and functions as may be delegated to it by the Board.

- (e) If it shall think fit to call meetings of the Women Members of the Club to discuss matters relating to the management and organisation of the playing and social sides of the Club as they relate to Women Members and to nominate women for the positions of Women's Captain, Women's Vice-Captain and Women's Committee Members for election to those positions at the Club's Annual General Meetings under rule 8.8 and also to appoint Women Members with or without specific duties to assist the Women's Committee. Notice of such meetings shall be given by being posted in the Women's Locker Room and/or in any Club Newsletter not less than seven (7) days prior to such meeting. At such meetings thirty voting members shall form a quorum.

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

16. SUB-COMMITTEES

16.1 The Board may form Sub-Committees comprising members and /or non members of the Club appointed by the Board for any purpose or purposes it deems appropriate.

16.2 The objects, powers and duties of such Sub-Committees shall be defined in writing by the Board but cannot include any control over the assets or finances of the Club and must include the requirement of periodical reports back to the Board.

17. GENERAL MANAGER

17.1 The Board shall appoint on contract and at a remuneration fixed by the Board a General Manager to act as the Chief Executive Officer of the Club.

17.2 The duties of the General Manager shall be determined from time to time by the Board and set out in a job description.

18. POWERS AND DUTIES OF THE BOARD

18.1 Responsibility for the proper management and control of the affairs of the Club shall be vested in the Board. It shall have power to delegate to any Sub-Committee or person the day to day management of any specific aspect of the Club's operations.

18.2 The seat of any Officer or Committee Member shall be vacated if that person:

- (a) Absents himself without leave from 3 consecutive Board or Committee meetings.
- (b) Becomes bankrupt or makes any arrangement or composition with his Creditors.
- (c) Becomes of unsound mind or becomes a committed patient under the Mental Health Act 1969 or is the subject of any order made under the protection of Personal Property Rights Act 1988.

The Trustees in the case of a Director and the remaining members of the Board in the case of any other person shall appoint another person to fill the vacancy.

- 18.3 To engage control and dismiss the Club's servants and paid officials.
- 18.4 To establish by-laws relating to the operation of the Course, club house, grounds, matches, sporting and social activities.
- 18.5 To impose fines, not exceeding \$50-00 for the breach of any rule or by-law and any member not paying such fine may be suspended by the Board from participation in any of the Club activities nominated by the Board until such fine shall have been paid. The Board may in its absolute discretion proceed under this rule or under rule 23.
- 18.6 To buy or sell any real or personal property or any other assets at such price and upon such terms and conditions as it thinks fit or cause new buildings to be erected or have substantial alterations made to existing buildings and such power to be exercised by the Board in its own discretion up to the sum of \$100,000-00. Any dealing which in total exceed that amount in any one financial year may be entered into by the Board only with the prior authority of a resolution of members passed in General Meeting.

Any such authority may be either specific or general in its terms or may authorise the Board to act in a particular matter at its discretion.

- 18.7 To purchase, acquire, construct, alter or maintain such buildings, fences, machinery and other works as are required by the Club.
- 18.8 To lease or accept leases and enter into all negotiations, contracts and agreements in the name of and on behalf of the Club as is necessary for its efficient operation.
- 18.9 To borrow or raise money for the Club's purposes from any body or persons and to give any securities charging the whole or any part of the assets of the Club for any sum or sums of money, not exceeding \$100,000-00.

Any borrowing in excess of the sum of \$100,000-00 and the giving of any security in respect of such borrowing exceeding the sum of \$100,000-00 in any one financial year may be made only with the prior authority of a resolution of members in General Meeting. Securities given may be interest free, interest bearing, grant subscription discounts or take any other form it thinks fit.

- 18.10 To invest Club funds on deposit with the Club's Bankers, in first Mortgages, in secured Debentures or other Trustee investments.
- 18.11 To regulate and control the number of members within each category of membership, and under such conditions as it may deem expedient provided such conditions are not in conflict with the conditions of membership set out in Rule 5.

- 18.12 To remit or rebate any part of or to make such other adjustments to the entrance fee or subscription payable by any members as it may consider advisable or expedient.
- 18.13 To fix admission charges to the public attending or participating in any function or activity as it shall think fit.
- 18.14 To cause full and complete records of all Club activities to be kept.
- 18.15 To open such bank accounts as the Board may require. All payments of Club funds shall be by cheque, or other form of Bank Transfer signed by or otherwise approved by the General Manager alone or if he is not available by one other person authorised by the Board but in either event such authorisation shall be limited to an amount fixed by the Board and all payments of money above that amount shall be countersigned or approved by an additional person authorised by the Board.
- 18.16 To cancel any membership for non payment of entrance fees or subscription provided the member shall be given 4 weeks notice in writing of the Board's intention to cancel the membership.
- 18.17 To prevent any member whose subscription is overdue from playing on the course, or making use of Club's facilities or becoming a member of any Committee or Sub-Committee?
- 18.18 To apply for, hold and renew any Licence necessary for the Sale of liquor, food or other activity that the Board may decide to carry out.
- 18.19 To set green fees to be paid by or on behalf of visiting players.

19 GENERAL MEETINGS, VOTING RIGHTS AND PROCEDURES

- 19.1 Notice convening any general meeting of members shall be posted to all members at least 7 days prior to such meeting and shall specify the business to be transacted at that meeting. Such notice shall also be posted in the Club house for a similar period. The accidental omission to give notice of a meeting to any member or members shall not invalidate the proceedings of any meeting.
- 19.2 At any general meeting of the members, 30 voting members shall form a quorum.
- 19.3 An Annual General Meeting of members must be called once in each year. It shall be held not later than the 30 November in each year and it cannot be adjourned for a period longer than 2 months.
- 19.4 At each Annual General Meeting the Chairperson of the Board if present or if not the Board's nominee shall act as Chairperson of the Meeting and shall on behalf of the Board submit for adoption the following documents:

- 19.4.1 Chairperson of the Board's Report and relevant Committee reports.
- 19.4.2 Duly audited financial accounts relating to the financial year under review.
- 19.4.3 Auditors report to members.

Such documents shall be posted to each member at least 7 days before the date of the Annual General Meeting.

- 19.5 Other business to be conducted at the Annual General Meeting shall be as follows:

- 19.5.1 Election of Officers in accordance with Rule 8.

- 19.5.2 Appointment of an Honorary Auditor and Honorary Solicitor.

- 19.5.3 The Chairperson of the Board will advise the Meeting of the Annual Subscriptions fixed for the new season.

- 19.5.4 The Board will present a provisional financial operating budget for the next financial year

- 19.5.5 A proposed capital expenditure budget shall be presented for the next financial year

- 19.5.6 Any special business of which due notice has been given as if the same were to be considered at a Special General Meeting.

- 19.5.7 General Business

- 19.6 Special General Meetings

- 19.6.1 All general meetings other than the Annual General Meeting shall be known as Special General Meetings.

- 19.6.2 The General Manager shall call a Special General Meeting of the Club when either:

- (a) The Board by Resolution so determines or

- (b) Not less than 30 financial full playing members have requested him in writing to do so.

- 19.6.3 Any requisition for a Special General Meeting shall specify either in the case of the Board, in the Resolution calling for such meeting, or in the case of members, in the written request calling for such meeting, the purpose for which the meeting is being called. Any such requisition shall be in writing and shall give not less than 14 days notice of the calling of such meeting.

- 19.6.4 Only the business as contained in the notice of meeting maybe discussed at a Special General Meeting.

19.7 The Chairman of any meeting shall have a casting vote as well as his original vote.

19.8 At all General Meetings of the Club all members except Junior and Summer Members shall be entitled to vote.

Voting at all General Meetings shall be by a show of hands. The declaration by the Chairman that a resolution has on the show of hands been carried or carried unanimously or by a particular majority or lost and an entry to that effect made in the minute books containing the minutes of the proceedings of the meeting shall be conclusive evidence of the fact, with proof of the number or proportion of the votes recorded in favour of or against the resolution.

Three financial members or the Chairman of the meeting may require the voting to be by ballot and thereupon such voting shall be taken by ballot. The demand for a ballot may be withdrawn.

19.9 No member shall be entitled to vote at any meeting of members unless such member at the time of voting has paid the entrance fee due and the annual subscription payable by that member is not overdue.

19.10 Decisions at any General Meeting of members shall be by a majority excepting only in respect of a rule change as provided for under Rule 26.

20. ANNUAL SUBSCRIPTIONS

20.1 Annual Subscriptions shall be due and payable on the first day of October in each year. If any member fails to pay the annual subscription by 20th day of November, the member shall be deemed to be un-financial and shall not play in any competition until the member is financial and the Board shall have the power to remove the member's name from the list of members.

Provided, however, that Annual Subscriptions may be paid as determined by the board in installments. An administration fee determined by the Board shall be added to those members' subscriptions that pay by the installment system.

20.2 Members elected after 1st February in any year shall be charged pro rata on a monthly basis on the annual subscription for the year ending 30th September.

20.3 Where any membership is cancelled for the non payment of a subscription, the member shall remain liable for any sum due but not paid.

20.4 Refunds of annual subscriptions shall be made only at the direction of the Board and then only in special circumstances.

21. RESIGNATIONS

- 21.1 Any member of the Club wishing to resign must notify the General Manager in writing, prior to the 20th November. Failure to do so renders the member liable for the current year's subscription.
- 21.2 A resignation shall take effect from 1st November of the year the resignation was accepted and under the conditions decided by the Board.
- 21.3 Resignation shall not absolve the member from payment of any outstanding subscriptions or other charges which have accrued to the date of resignation.

22. CHANGE OF STATUS

- 22.1 Any member may from time to time apply to change status to that of any other category of membership provided that it be in writing to the General Manager.
- 22.2 The Board shall have the right to accept or reject such applications.
- 22.3 A member changing status shall not be entitled to a refund of any entrance fees paid.
- 22.4 A member shall be liable for any difference in entrance fees between the amount paid and the amount due under the new category of membership.
- 22.5 Any member who has previously been a member of a Golf Club affiliated to the N.Z.G.A. and has paid to that Club a higher entrance fee than member shall not be required to pay any further entrance fee but if the entrance fee paid was lower the member shall be required to pay the difference.
- 22.6 Any member who at some time has been a full playing member for a continuous period of 2 years will upon applying for reinstatement as a full playing member receive priority at the discretion of the Board.

23. EXPULSION

- 23.1 Should any member wilfully infringe these rules or any Club by-laws or be guilty of any unsportsmanlike conduct or act in a manner detrimental to the interest of the club, the Board shall have power to:
 - (a) suspend such member for a period not exceeding 12 calendar months during which period the member shall not take part in any of the Club's activities.
 - (b) call upon such member to resign membership, and should a written resignation not be received within seven days of the Board's decision then the membership shall be cancelled forthwith.
- 23.2 The Board shall be the sole judge and its decision shall be final.

- 23.3 Prior to exercising the aforesaid power of expulsion or resignation the Board shall give the offending member a reasonable opportunity to appear before the Board to give any explanation and to answer questions.
- 23.4 Any decision to suspend or expel a member must have a clear majority of two thirds of those present and voting.

24. CUSTODY AND USE OF THE SEAL

- 24.1 The Club shall have a common seal which shall be kept in the custody of the General Manager and shall only be affixed to documents at a meeting of the Board, or in pursuance of a resolution of the Board and the affixing of the same shall be attested by two members of the Board.
- 24.2 The common seal shall be deemed to have been properly affixed if the affixing thereof purports to be attested by two members of the Board notwithstanding any invalidity in the appointment of any member of the Board or any irregularity in the Meeting at which the same is affixed or in any other matters connected therewith. The signatures of the persons purporting to attest the affixing of the Seal shall be sufficient evidence that those persons are members of the Board.

25. DISPUTES

Any dispute between the Club, its officers or paid servants and its members shall be referred to the Board for determination. Any determination of the Board in respect of any dispute shall be referred by the Board to Arbitration in accordance with the Arbitration Act 1908 at the request of any party to that dispute. Any such reference to arbitration shall be a reference to a single disinterested arbitrator to be appointed by the Board and the decision of such arbitrator shall be final and binding upon the parties to the dispute in respect of all questions of fact.

26. AMENDMENT TO CLUB RULES

- 26.1 Club rules may be added to, altered, or rescinded by resolution at a General Meeting of members and the majority must be a clear majority of two thirds of the members present and voting.
- 26.2 Such resolution must be filed with the Registrar of Incorporated Societies within one month of it having been passed by the General Meeting.

27. CLUB BY-LAWS

- 27.1 The Board has power to establish by-laws.
- 27.2 Such by-laws must conform to the rules of the Club, both in fact and intent.
- 27.3 Any change in the Club by-laws or new by-laws must be posted on the Club notice board within 24 hours of being established.

28. INDEMNITY

The Officers and Committee Members of the Club shall be indemnified by the Club against all disbursements, expenses, liabilities and losses incurred by them in or about the discharge of their duties except such as happens from their own wilful act, neglect or default.

29. COMPLAINTS

All complaints in respect of hired and contract staff, Green, domestic, or other arrangements of the Club or in respect of the conduct of any member shall be made in writing signed by the member complaining and addressed to the General Manager, who shall inquire into the same at the earliest convenient opportunity; in no instance shall a servant of the Club be reprimanded or criticised directly by a member.

30. NO PECUNIARY GAIN

The funds and property of the Club shall be devoted solely to the fulfillment of the objects of the Club 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:

- (a) employed by the Club, or
- (b) providing goods and services to the Club

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

31. WINDING UP OF THE CLUB

If upon the winding up or dissolution of the Club by the registrar of Incorporated Societies there remains after satisfaction of all its liabilities any property whatsoever the same shall not be paid to or distributed amongst members of the Club, but shall be given or transferred to some other institution, institutions, club or clubs having objects similar to the objects of the Club or to some fund or funds, cause or causes, the purpose of which is likely to further the objects for which the Club is constituted, the recipients to be determined by a majority of members in person at a General Meeting to be held in accordance with the rules of the Club at or before the winding up or dissolution, or to such recipients as a Judge of the High Court of New Zealand may direct.

32. CLUB YEAR

The financial year of the Club shall commence on the 1st September in each year and end on 31st August of the following year. Subscriptions are paid for the year from the 1st October to 30th September.

33. RULES OF PLAY

- 33.1 Rules of play shall be those of the Royal and Ancient Golf Club of St Andrews and the local rules of the Waitikiri Golf Club Incorporated.
- 33.2 Local rules will be established by resolution of the Board.
- 33.3 Local rules will be displayed on the Club's notice board at all times.