

NEWTONMORE GOLF CLUB

CONSTITUTION

1. NAME

The Club shall be named "The Newtonmore Golf Club."

2. OBJECT

The object of the Club shall be the provision and maintenance of facilities for playing the game of Golf and of suitable Clubhouse accommodation for members. The object of the Club shall be the provision and maintenance of facilities for playing the game of Golf and of suitable Clubhouse accommodation for members. The income of the Club shall be used solely for furthering this object and for no other purpose.

3. OFFICE BEARERS

The Office-bearers, who must be members of the Club, shall consist of the Captain, Vice-Captain, Secretary and Treasurer. The appointment of an Honorary President may be made by the Council.

4. COUNCIL OF MANAGEMENT

- (a) The Council of Management of the Club (hereinafter referred to as the Council) shall consist of the above Office-bearers and Council members elected at the Annual General Meeting. The total number of Council members shall be maintained at eight.
- (b) Office-bearers and Council members will be elected annually at the Annual General Meeting, **If a vote is necessary all members present will be entitled to vote.**
- (c) If for any reason there is not a suitable candidate to fill each of the positions of office bearers of the Club, or if more than one of the duties is undertaken by the same person, Council will have powers to co-opt to ensure that the Council has a full complement of eleven members.
- (d) The Office-bearers shall retire annually at the Annual General Meeting but shall hold office until their successors are appointed. They shall be eligible for re-election. A retiring member of Council shall be eligible for election as an Office-bearer.
 - (e) Four Council members shall retire by rotation at the Annual General Meeting having served a two year term and they shall be eligible for re-election. **A retiring captain may with his approval be an ex-officio member of Council in the year following his retirement as captain.**
- (f) No Council member holding an office of profit in the Club will be allowed to vote when in attendance at Council meetings.
- (g) Council may agree that any matter directly affecting any Council member shall be dealt with in his or her absence.

5. POWERS OF COUNCIL

- (a) The Council shall be responsible for the management of all matters connected with the Club and, except as hereinafter provided, shall be entitled to deal with the property and assets of the Club in any way which may seem to them is in the interests of the Club. The Council shall not have the power to sell the heritable property of the Club, to feu the same, or to let the same on lease for more than one year, or to erect any building or make any addition to any building or to effect repairs at a cost exceeding £10,000, or to purchase heritable property without the approval of two-thirds of the members of the Club present, entitled to vote and voting at a General Meeting.

- (b) The Council shall have power to fill any casual vacancy in the Council by co-option. A co-opted Council member shall retire at the Annual General Meeting following his co-option in addition to the Council members referred to in Article 4(d), but shall be eligible for re-election.
- (c) The Council shall have power to frame Bye-Laws and Rules regulating the hours of play of all members, the allocation of rooms in the Clubhouse, the hours of opening and closing of the Clubhouse, and the allocation of lockers.
- (d) The Council shall have power to appoint such Sub-Committees with such powers as the Council shall deem necessary, and shall have power to co-opt to each Sub-Committee, one additional Club member who, however, shall not "ipso facto" become a member of Council. The Captain and Secretary shall be ex-officio members of all such Sub-Committees.
- (e) Subject as hereinafter provided, the Council shall have power to appoint a Secretary, a Treasurer, and an Independent Reporting Accountant upon such terms as they think proper, with power to combine the offices of Secretary and Treasurer. The terms of appointment of Secretary, Treasurer, or Independent Reporting Accountant respectively shall be reported to and confirmed by the next Annual General Meeting after such appointment has been made or when any change has been made in terms of such appointment.

6. FINANCE

- (a) The Treasurer shall ensure that correct and proper books are maintained to show the financial transactions of the Club and shall provide a summary of such information to each Council meeting.
- (b) The financial year of the Club shall end on 31st October each year at which point annual accounts will be prepared and presented to the Independent Reporting Accountant for certification.
- (c) The Treasurer will ensure that all the income of the Club is lodged in such bank or banks as the Council may from time to time decide. No account may be overdrawn without the approval of the Council who will also decide to what extent an account may be overdrawn.
- (d) All cheques drawn on Club bank accounts shall be signed by two **Signatories** as authorised by the Council and must be related to invoices and orders.
- (e) The Independent Reporting Accountant, who shall not be a member of the Council, shall be appointed annually at the Annual General Meeting.

7. MEETING OF COUNCIL

The Council shall meet in every calendar month on dates as agreed to consider all competent business.

8. GENERAL MEETINGS

(a) ANNUAL MEETING

An Annual General Meeting shall be held as soon as possible after the end of the financial year but no later than 31st December. **Notice of the Annual General Meeting will be posted on notice boards on the premises and will be e-mailed to all members with e-mail addresses and posted to all members without this facility, who are eligible to vote, at least seven days before the date of the meeting.**

The accounts duly certified by the Independent Reporting Accountant and a report for the year to 31st October will be submitted to the meeting, having previously been sent to each eligible member along with the notice calling the meeting.

(b) SPECIAL GENERAL MEETING

A Special General Meeting of Club shall be called whenever the Council deem it necessary or within one month of the receipt by the Secretary of a requisition signed by not fewer than seven members. Any requisition must specify the business to be placed before the meeting. **Notice of a Special General Meeting will be notified to members in accordance with the provisions set out for an**

Annual Meeting accompanied by a note of the business to be considered. It shall not be competent to review any decision taken at any Annual General Meeting or Special General Meeting within a period of six months.

9. QUORUM

The Quorum for a General Meeting of the Club shall be twenty, and for a meeting of the Council, five. In the event that a formal General Meeting cannot take place, the Council may meet and those members who have submitted proxy votes will be counted as having attended in person but decisions will only be competent in respect of business previously notified to all members and on which they have expressed their vote.

10. NOTICE OF MOTION

Notice of any motion to be included in the Agenda for an Annual General Meeting, duly signed by no fewer than seven members, shall be intimated in writing to the Secretary by 30th November and every such duly intimated motion shall be included in the notice calling the meeting. Any further business may be raised under any other competent business.

Notice of any motion in respect of a Special General Meeting is covered under the provisions for such a meeting.

11. VOTING RIGHTS

All Ordinary and Life Members shall be entitled to vote at General Meetings. Any member unable to attend may vote by proxy on any motion specified in the notice calling such meetings. Such proxies must be submitted to the Club Secretary prior to the meeting.

12. MEMBERSHIP

The membership of the Club shall consist of Honorary Members, Life Members, Ordinary Members, Juvenile Members, Junior Members, Temporary Members and House Members. Membership is open to all and no application for membership will be refused on other than reasonable grounds. There will be no discrimination on grounds of race, occupation, gender or religious, political or other opinion. On completing an application form, any person seeking to join the club shall present themselves to the Office Manager who will update the club systems with the appropriate details provided.

Membership of the Club will consist of the following categories:-

(a) HONORARY MEMBERS

The Council may elect as Honorary Members of the Club such persons as they deem to have rendered exceptional services to the Club.

(b) LIFE MEMBERS

Life Membership is open to any Ordinary Member of the Club on such terms and conditions as the Council may from time to time decide.

(c) ORDINARY MEMBERS

Ordinary Membership is open to ladies and gents over the age of eighteen. Appropriate categories of Ordinary Membership and the subscriptions and conditions attached to these will be subject to approval by the membership at each Annual General Meeting.

(d) JUNIOR

Junior members shall be under the age of eighteen as at the date of their admission and will cease to be junior members as at the 31st October following their eighteenth birthday. With the approval of Council, due application having been made, a junior will be eligible to play in Club competitions.

(e) TEMPORARY MEMBERS

Temporary membership will be granted to any person who has paid the appropriate green fee or competition entry fee. The facilities of the course and the clubhouse will be available for the appropriate period.

(f) HOUSE MEMBERS

House membership will be available to the spouses of Ordinary and Life members without the payment of any subscription. House membership will also be granted to anyone who pays the appropriate subscription as agreed by Ordinary and Life members at the Annual General Meeting. In addition, House membership will be granted at no cost to any Life member who is no longer playing golf and relinquishes such membership.

13. ENTRY FEE AND SUBSCRIPTIONS

Entry Fees, if appropriate, and Subscriptions for the different categories of membership will be recommended by Council and fixed at the Annual General Meeting. Members wishing to pay by standing order will require to complete the appropriate form and submit it in time to commence monthly payments from 28th January. Subscriptions payable by instalments must be paid in full by 31st October. Members wishing to pay in full in one instalment must pay by 31st March.

No member will be eligible to play in club competitions until subscription payment arrangements have been finalised.

14. LEVIES

At the instigation of Council, the payment of a levy may be proposed at the Annual General Meeting. Such a levy will not necessarily be universally applied in full to all the various classes of membership. In making any proposal, Council will inform members of the variations being proposed within the membership categories and the rationale for such variations.

Any levy will be payable in accordance with the rules applicable to subscriptions.

15. COMPLIANCE WITH RULES

- (a) Any member on paying his Entry Fee, if any, and Subscription, is considered thereby to have committed himself to the Constitution, Rules and Bye-Laws of the Club, and on these conditions alone is he entitled to enjoy the advantages and privileges of the Club.
- (b) Each member of the Club shall provide a postal address, telephone number and an e-mail address if appropriate. These details will only be used for internal use for communication purposes, and will be retained by the Club Manager. Any alteration should be duly notified to the Secretary. All notices to members addressed to a postal or e-mail address shall be considered as having been duly delivered.

16. INTRODUCTION OF VISITORS TO CLUBHOUSE

- (a) A member shall have the privilege at any time of introducing a friend to the Clubhouse as a visitor, and such member shall, upon the admission of such visitor to the Club premises, enter his own name and the visitor's name and

address in the Visitors' Book kept for that purpose and which will show the date of each visit.

- (b) A visitor shall not be supplied with excisable liquor in the Club premises unless on the invitation and in the company of a member **who is at least eighteen years of age**
- (c) No excisable liquors shall be sold or supplied for consumption outside the Club premises except to a Club member on the premises and for his own consumption.
- (d) No excisable liquors shall be sold or supplied to any person less than 18 years of age.

17. PERMITTED HOURS

Excisable liquor may be supplied in the Clubhouse according to the hours and conditions permitted by the Licensing (Scotland) Act 2005.

It shall, however, be at the discretion of the Council to amend the above hours provided always that such amendment is not inconsistent with the terms of the Licensing (Scotland) Act 2005 for the time being in force.

18. GENERAL

- (a) No member of the Council and any manager or servant employed in the Club shall have any personal interest in the sale of excisable liquors or in the profits arising from such sale.
- (b) No notice, picture, print, engraving or document of any kind shall be posted in or removed from the Clubhouse except by the authority of the Council, and the Secretary shall sign all notices relating to the Club.
- (c) All requisitions or complaints must be intimated in writing to the Secretary.
- (d) No dogs shall be allowed within the Clubhouse.

19. TRUSTEES

The property and assets heritable and moveable at present belonging, or which may hereafter belong, to the Club shall be vested in the Captain, Vice-Captain, Secretary and Treasurer of the Club for the time being and their successors in office as Trustees for behoof of the Club, and as herein provided the said Trustees shall deal with the said property according to directions and under the authority of the Council. Subject to such directions and authority they shall have power to grant all deeds, and do all other acts necessary in connection with the said heritable and moveable property. An excerpt from any Minute of Council certified by the Secretary as correct shall be sufficient evidence to all parties of the directions and authority aforesaid.

20. BORROWING POWERS

The Council, subject to the approval of a General Meeting, shall have power to borrow by means of debentures, or by mortgages on heritable property or otherwise, such sums and at such rate of interest and on such conditions as they think advisable, and subject to the aforesaid approval the Trustees shall grant all security writs and other deeds necessary in the exercise of the aforesaid powers.

21. MISCONDUCT OF SERVANTS

Any misconduct on the part of any servant of the Club shall be notified by letter addressed to the Captain, who shall refer it to the Council. This letter, which shall specify the nature of the offence, shall forthwith be considered by the Council.

22. RULES OF THE GAME

The Rules of the Game shall be those of the Royal and Ancient Golf Club of St Andrews, as amended from time to time and the Council may determine such other Local Rule as considered appropriate.

23. EXPULSION OF MEMBERS

- (a) If the conduct of any member be such as shall, in the opinion of the Council, be detrimental to the interest of the Club, the Council shall have powers to expel such member from the Club after giving the member whose conduct is in question an opportunity of making an explanation and provided any such decision shall receive the support of two-thirds of the full membership of the Council.
- (b) A member so expelled shall have a right of appeal to a General Meeting of the Club provided any appeal is intimated in writing to the Secretary within fourteen days of his receiving written intimation of his expulsion. On receiving such Notice of Appeal, the Secretary shall forthwith convene a Special General Meeting of the Club. Pending the consideration of such Appeal, the membership of the appellant shall be treated as suspended and he shall not be entitled to any privileges of the Club.
- (c) In the event of the decision of the Council being ratified by a majority of members present entitled to vote and voting at such General Meeting, the expulsion of the appealing member shall immediately become effective and he shall forfeit all rights in or claims against the Club, its property and funds other than existing loans to the Club.

24. DISSOLUTION

The Club may be dissolved on a Resolution to that effect obtaining the approval of two-thirds of the members present entitled to vote and voting at a General or Special General Meeting, of which due notice has been given in accordance with this Constitution. The assets remaining after payment of the debts and liabilities of the Club and the costs incurred in the winding up shall be applied in such manner as may receive the approval of two-thirds of the persons present and voting at a Special General Meeting who were members entitled to vote in terms of this Constitution at the date of the Meeting at which Dissolution was approved. In the event of the Club being dissolved, any surplus funds would be distributed to Clubs with similar objectives or charitable organisations.

25. ALTERATION OF CONSTITUTION

The Constitution of the Club shall not be altered or added to except with the approval of two-thirds of the members present entitled to vote and voting at a General or Special General Meeting, due notice of any proposed alteration or addition having been given. Such alteration or addition shall be competent only if not inconsistent with the Licensing (Scotland) Act 2005 for the time being in force.