

# **Muir of Ord Golf Club Constitution**

**Updated at the AGM 05.12.19**

## **CONSTITUTION**

### **1. Name**

- 1.1 The name of the club shall be Muir of Ord Golf Club, hereafter referred to as 'the Club'.
- 1.2 The club shall affiliate to Scottish Golf, The Northern Counties Ladies Golf Association and Northern District Golf Association.

### **2. Objectives**

- 2.1 The club shall hold the following as its aims and objectives and shall strive to fulfil these aims and objectives at all times:
  - 2.1.1 To fulfil the general objectives and functions of a golf club and social members club by undertaking such activities as may be reasonably necessary and/or incidental to such objectives;
  - 2.1.2 The provision and maintenance of a clubhouse, course and other facilities for the playing of the game of golf and for social purposes for the benefit of members and the local community;
  - 2.1.3 To promote and abide by the Rules of Golf as they are fixed from time to time by the R&A;
  - 2.1.4 To provide access to golf for players of all standards in a friendly and welcoming atmosphere that does not discriminate on the grounds of gender, age, race, religion or belief, sexual orientation, disability, political persuasion, marital status or having or not having dependants;
  - 2.1.5 To provide coaching in golf to beginners and for improvement for experienced players;
  - 2.1.6 To arrange competitions and matches for members;
  - 2.1.7 To lease and/or purchase land and/or equipment suitable for the purposes and functions of the Club; and
  - 2.1.8 To sell alcoholic and other drinks and related products as well as refreshments, foodstuffs and golfing equipment and to provide catering facilities for members in accordance with the provisions of any licensing or other laws and by obtaining the necessary statutory consents and licences for this.

### **3. Membership**

- 3.1 The membership of the Club shall consist of the following classes of membership:
  - 3.1.1 Honorary members who may be appointed at an AGM for special services rendered to the club and shall not be liable for any subscription.

- 3.1.2 Ordinary members who shall consist of persons who have applied to the council for such membership, whose applications have been approved by the council and who have agreed to conform to the rules of the Club.
- 3.1.3 Existing life members whose membership shall continue under the terms and conditions applying at the time of admittance. No further life memberships shall be granted by the Club.
- 3.1.4 Senior members who shall consist of persons over the age of sixty five years on first January and who have been ordinary members for at least five years.
- 3.1.5 Country members who shall consist of persons over the age of eighteen years who reside more than thirty miles from the clubhouse.
- 3.1.6 Student members who shall consist of persons over the age of eighteen still receiving full time education.
- 3.1.7 Junior members who shall consist of persons aged sixteen and seventeen as of 1<sup>st</sup> January.
- 3.1.8 Juvenile members who shall consist of persons aged between eight and fifteen as of 1<sup>st</sup> January.
- 3.1.9 Flexible Members shall be beginners to the game of Golf. They can not hold a handicap or play in competitions.
- 3.1.10 Young adult members who shall consist of persons under such age as may be determined by the membership at a general meeting.
- 3.1.11 Corporate members who shall consist of holders of tickets which have been issued to firms, companies or clubs appointed by the council and which have paid the appropriate subscription. Such tickets may only be used on days and at times specified by the council.
- 3.1.12 Round, daily or weekly ticket holders who shall be deemed to be members of the club for the duration of such tickets as shall member representatives of visiting clubs playing in matches and competitors in open competition.
- 3.1.13 Social members who shall be persons aged eighteen or over who do not play golf but wish to participate in the social activities of the Club.
- 3.2 All members shall pay an annual subscription and the subscription for each category of membership shall be decided by the council. Honorary, life, ordinary, senior, student, country and junior members may introduce a playing guest at a fee and frequency to be stipulated by the council.
- 3.3 All members joining the Club shall be deemed to accept the terms of this constitution and any bylaws from time to time adopted by the Club in particular the requirement to conduct themselves in accordance with any conduct rules, equality policy and disciplinary procedures.
- 3.4 Membership is open to all and no application shall be refused on grounds of gender, gender reassignment, age, race, religion or belief, sexual orientation, marriage and civil partnership, pregnancy and maternity, disability or political or other opinion.

The club reserves the right to restrict the membership of the club at any time and full power is given to the council to refuse any application for membership on whatever reasonable grounds it considers it expedient to do so and upon intimating such grounds to the unsuccessful applicant.

- 3.5 Members shall be liable to pay an entrance fee on election to the Club. The council shall fix the entrance fee and shall have the authority to suspend or waive the payment of the whole or any part of an entrance fee either generally or in any individual case in which they shall consider it to be in the interests of the Club to do so.
- 3.6 Annual subscriptions shall be due on First January and must be paid by Thirty First January. In the event that any member's annual subscription has not been paid by Thirty First January then membership shall be automatically terminated. Termination shall be intimated to the member in writing by the Club Manager. No Member shall be entitled to enter any competition prior to payment of the annual subscription or instalment of any moneys due to the Club.
- 3.7 Subscriptions shall be fixed by the council provided the annual change in subscription will be no more than 5% of the previous year's subscription. Any proposed change above 5% will require to be approved by the Members at a General Meeting of the club. The subscription payable by all categories of membership other than ordinary membership shall be less than that payable by ordinary members by an amount to be reviewed annually by the council.

#### **4. Management of the Club**

- 4.1 There shall be a Council of Management [hereinbefore and hereinafter referred to as "the council"] responsible for the overall management of the Club which shall have power to make bylaws. The council will be elected by the members at the AGM but the council shall have the power but shall not be obliged so to do, to co-opt a suitable person of its choosing to fill any vacancy until the next AGM.
- 4.2 There shall be a president of the club who shall have been at some time a member of the council or have given outstanding service to the club. The president shall be nominated by the council, appointed at an AGM and shall hold office for two years. The president may attend meetings of the council but shall not have a vote.
- 4.3 The council shall hold meetings from time to time as may be required for the despatch of all competent business. A meeting of the council shall be called by the Captain at any time. Also the Club Manager shall be bound to call such on a written requisition addressed to him by any five members of the council. Quorum for any council meeting shall be one half of the total membership of the council. Any council member attending less than eight meetings throughout the year must stand down.
- 4.4 The Council shall, from within, appoint a finance convenor, a greens convenor, a handicap and competitions convenor, a building maintenance convenor, a marketing convenor, a social convenor and any such other convenor as it may think fit from time to time.
- 4.5 Convenors may, with council approval, appoint any suitable person to a sub-committee to assist with their duties but that person shall not have a vote on any matter coming before the council.
- 4.6 Council membership shall be held for a maximum of three years before Members are eligible for re-election.

- 4.7 The remit for each committee shall be set by council.
- 4.8 Each committee shall have a chair who will be a member of and report to the council.

## **5. Composition and Responsibilities of the Council of Management**

- 5.1 The council shall consist of the following office-bearers:
- 5.1.1 Captain
  - 5.1.2 Vice-Captain
  - 5.1.3 Nine other members of the Club with at least two years full membership.
- 5.2 Captain and Vice-Captain will be elected at the AGM to serve for two years. The Vice-Captain shall succeed the Captain as Captain subject to proper nomination and the approval by simple majority of members present and voting at the Annual General Meeting. There shall be at least three council positions eligible for election at each AGM.
- 5.3 The council, chaired by the Captain, shall:
- 5.3.1 Establish club policies and oversee the administration of those policies
  - 5.3.2 Oversee the fiscal management of the club including setting annual subscriptions, membership categories and entrance fees.
  - 5.3.3 Be responsible for the custody and care of the clubhouse, course, equipment and generally the whole property of the Club.
  - 5.3.4 Be responsible for the creation and enforcement of bylaws of the Club. Bylaws shall take effect fourteen days after being posted on the Club notice board and shall be binding thereafter unless and until set aside at a general meeting
  - 5.3.5 Be responsible for ensuring the Club, its office-bearers and employees have in place adequate and relevant insurance cover at all times.
  - 5.3.6 Approve membership applications and welcome new members
  - 5.3.7 Appoint, suspend or dismiss all staff.
  - 5.3.8 Have power to borrow up to a limit of £100,000 and to grant security therefore over the assets of the Club. Any borrowing in excess of £100,000 shall require the authority of the membership at a general meeting.
- 5.4 The council will not have power to purchase, sell, or lease heritable property without authority of members at a General Meeting. Dogs shall not be allowed on the course or in the Clubhouse (except Guide Dogs). No Part of the course may be let for grazing, or for the use of livestock.
- 5.5 The members of the council shall be trustees of the Club and shall hold any property of the Club in their name and shall be entitled to sue as trustees of the Club. They shall under no circumstances be personally liable for the debts or obligations of the Club and shall be indemnified by the Club where acting in good faith in their capacity as trustees of the Club.

5.6 Election to any position on the council cannot be limited by or discriminated on the ground of gender, gender reassignment, age, race, religion or belief, sexual orientation, marriage or civil partnership, pregnancy or maternity or disability.

## **6. General Meetings**

6.1 A General Meeting may be called by the council or requisitioned by fifteen members of the Club. Any such requisition must be submitted to the Club Manager by written motion, setting out the rationale for the General Meeting being called and the business to be transacted.

6.2 No business shall be transacted at a General Meeting other than that of which notice has been given in the motion calling that special general meeting.

6.3 At least 14 calendar days' notice of a general meeting must be given to the full Club membership. Notice to members shall be deemed to have been served either by properly addressing, prepaying and posting or sending electronically a letter containing the notice and shall be deemed to have been effected at the time at which the letter is dispatched.

6.4 Only life, honorary, ordinary and senior members may vote at general meetings

6.5 Quorum for any General Meeting shall be twenty voting members.

6.6 Any decisions other than amending the constitution shall be reached by a simple majority of the members present and who possess the right to vote.

6.7 Any decision reached shall remain in place for 2 years unless the decision is proving detrimental to the welfare of the Club. In such a situation an EGM would be called.

6.8 At every general meeting the Captain, whom failing the Vice-Captain whom failing a person approved by the members at the meeting shall act as chairman. The chairman may vote and in the event of an equality of votes shall also have a casting vote.

6.9 The Annual General Meeting shall be held once per calendar year, may be attended only by members and shall have as its main business:

6.9.1 The presentation of the council Report for the past year.

6.9.2 The election of office-bearers

6.9.3 Approval of the minutes of the last Annual General Meeting and any other General Meetings held during that year

6.9.4 Approval of the audited accounts for the last financial year and appoint any auditors

6.9.5 Consider and approve any changes to the Constitution

6.8.6 Any other relevant business.

6.10 An agenda giving notice of the Annual General Meeting must be circulated and a copy of the audited accounts and details of candidates for office made available at the clubhouse, at least 14 days in advance of the AGM.

6.11 Voting on any matters other than a change to the constitution shall be by simple majority of Club members present and voting.

- 6.11.1 Nominations for office-bearers must be advertised on the Club noticeboard at least 21 days in advance of the Annual General Meeting.
- 6.11.2 Each nomination shall require a Proposer and a Seconder who shall be a voting member of the Club.
- 6.11.3 Elections shall be conducted on a simple majority of members present and voting .
- 6.11.4 In the event of there being no nomination for a post within the stipulated time nominations may be accepted at the Annual General Meeting with the support of a proposer & seconder.

## **7. Finance**

- 7.1 The financial year shall run from First October to thirtieth September.
- 7.2 The Finance Convenor shall be responsible for securing the preparation of Annual Accounts of the Club and laying these before the Annual General Meeting.
- 7.3 The accounts shall be certified by the Club's independent Auditor.
- 7.4 All cheques drawn against the Club's funds shall be signed by any two of the Captain, Vice-Captain, Finance Convenor, President, Club Manager and one other named council member. .

## **8. Dissolution or Winding Up of the Club**

- 8.1 The Club is non-profit-making and all profits and surpluses will be used to maintain and or improve the Club facilities or to carry out the objectives of the Club.
- 8.2 No profit or surplus shall be distributed (other than to another non-profit making body on a winding up or dissolution of the Club).
- 8.3 If upon winding up or dissolution of the Club there remains after the satisfaction of all debts and liabilities any property whatsoever this shall be transferred either to any association to which the Club is affiliated or, to some other organisation or organisations having objects similar to the Club. This organisation shall be determined by the members of the Club by resolution passed at a General Meeting.

## **9. The Constitution.**

- 9.1 The Constitution shall only be altered by consent of two thirds of voting members present at a General Meeting.
- 9.2 The Constitution and bylaws in force from time to time shall be binding on the club office-bearers and members.

## **10. Complaints, discipline and conduct of members.**

- 10.1 All complaints must be made in writing to the Club Manager and signed by the persons complaining and none shall be attended to unless this rule is complied with. The Club Manager shall submit all such complaints to the council, who shall take the matter into their consideration, and they shall have the power to give such deliverance or order thereon as they consider necessary.

10.2 If the conduct of any member shall, in the opinion of the council, be detrimental to the interests of the Club or bring the Club or the council into disrepute the council shall have the power [after giving the member and/or a representative of such member an opportunity of making representations] to suspend the member from exercising such privileges as a member of the Club for such a period as the council may decide or to expel such member from the Club. Any decision to suspend or expel shall receive the support of at least two thirds of those attending the relevant council meeting which meeting the President shall not attend.

10.3 Within fourteen days of receiving written intimation of suspension or expulsion the member affected shall have a right of appeal to an appeals committee comprising the President [who shall be the chairman] and two past Captains selected by him/her . Such appeal must be intimated in writing to the Club Manager. The appeal committee meeting, at which the appellant may be represented shall take place within twenty eight days of intimation of the appeal. Pending consideration of the appeal the appellant's membership shall be treated as suspended and he/she shall not be entitled to any privileges of the club. The appeals committee shall have the power to vary, modify or mitigate the decision appealed against or to remit the matter back to the council for further consideration.

10.4 If the decision of the council is ratified by the appeals committee the suspension or expulsion of the appellant shall immediately become effective and the appellant shall forfeit all rights in or claims against the club, its property or funds with no refund of unexpired subscription being payable.

11. Protection of Vulnerable Groups: The club adopts the PVG (Protection of Vulnerable Groups) process promulgated by Scottish Golf. The Club Manager will be the Protection Officer

This constitution has been approved in accordance with 9.1 above, and accepted as the constitution for the Muir of Ord Golf Club, signed: