



TAUPO GOLF CLUB INCORPORATED

CONSTITUTION



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8th December 2021

**These Rules have been approved by and
registered with the Registrar of Incorporated
Societies to take effect from 8th December 2021**



THE RULES OF TAUPO GOLF CLUB INCORPORATED

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1.0 NAME

The name of the Club shall be "Taupo Golf Club Incorporated".

2.0 REGISTERED OFFICE

The registered office of the Club shall be at 32 Centennial Drive, Taupo.

3.0 DEFINITIONS

In these Rules of the Taupo Golf Club Incorporated, unless inconsistent with the context:

"Act" means the Incorporated Society Act 1908 and its amendments and any statutory provisions for the time being in force in modification of or substitution of the same.

"Annual General Meeting" means the Annual General Meeting of Members convened under Rule 26.0.

"Board" means the Board of the Taupō Golf Club Incorporated referred to in Rule 14.0.

"Club" means the Taupo Golf Club Incorporated.

"Club Captain" means the person elected in accordance with Rule 21.12 with the responsibilities set out in Rule 20.2.

"Club Management" means the Board of the Club.

"Communicate or communicated" means conducted by post, email or such other means of written communication determined from time to time by the Board.

"Constitution" means this Constitution and any properly made and registered amendments and additions to it.

"Corporate Member" means a company, partnership or sole trader admitted to membership of the Club on such terms and conditions as the Board may from time to time determine. A Corporate Member is not entitled to any voting rights.

"Financial Year" means the period from 1 September in a year to 31 August in the following year.

"General Manager" means the person appointed under Rule 18.0.

"General Meeting" means the Club Annual General Meeting or Special General Meeting.

"Golf Committee" means the Golf Committee of the Club as constituted under Rule 17.0.

"Member" means a member of the Club admitted to membership within Rule 9.0.

"Month" means calendar month.

"Office Bearer" means any person holding a position of authority and/or responsibility, within the Club's structural framework, whether elected formally or not.

"Office Holders" means only those persons elected in accordance with Rule 16.6.

"Officers of the Club" means only those persons elected to be the President, Club Captain, Elected Members of the Board and Seconded Members of the Board.

"Playing Season" is deemed to be the period commencing with Opening Day and ending with Closing Day.

"Register" means the Register of Members.

“Rights defined for the purpose of the Rules” describes the Rights of Members in each category to use the Club’s facilities, play on the courses or vote or stand for the Board or any Committee.

“Rules” means Rules of the Taupo Golf Club Incorporated as contained in this Constitution and any properly made and registered amendments and additions to those Rules.

“Rules of Golf” means those rules of the Royal and Ancient Golf Club of St Andrews except as varied by the local rules of Taupō Golf Club Incorporated.

“Rules of Play” means the Club shall adopt play to and operate within the framework of the rules of golf approved by the national and relevant regional golf associations.

“Social Group” means a group of Club members responsible for and organising social events and related activities on behalf of the Club and Club members.

“Special General Meeting” means the Special General Meeting of Members convened under Rule 26.0.

“Summer Season” means the period from 1 September in any one year until 31 March in the following year.

Words importing persons include Corporations.

Words importing the singular number include the plural number and vice versa.

“Writing” and “written” includes the lithograph and any other means of representing or reproducing words in a visible form.

Words importing the male gender include the female gender and vice versa.

4.0 OUR VISION AND MISSION

- 4.1 In 1928 our forebears established the Taupo Golf Club and today’s current members have the privilege, responsibility and guardianship of being an integral part of Taupo’s oldest sporting institution.
- 4.2 As members we are dedicated to the love of all sport but especially for the ‘game of life’ we know as golf and our promise is to contribute to its wellbeing for the generations to follow.
- 4.3 The Members vision is to connect through our Taupo community to host the best quality sporting and recreational Club experience for our members, their guests and all visitors.
- 4.4 Our mission is to serve our members, guests and community at large in a professional, sociable and inviting fashion delivering the highest quality golfing experience for all, young and old.

5.0 OBJECTS OF THE CLUB

- 5.1 To encourage the growth and promotion of the game of golf and any other sport or games of skill which may be conveniently carried on in conjunction herewith.
- 5.2 To provide for Members, golf courses and grounds in or near Taupo or elsewhere, together with a clubhouse and all other things incidental to the above object, layout, repair and maintain the same.
- 5.3 To do all such lawful things as are incidental or are conducive to any or all of the above objects.
- 5.4 Each of these objectives is primary and no one of them shall be regarded as secondary or ancillary.

6.0 POWERS OF THE CLUB

- 6.1 To receive monies and expend them for the advancement of the game of golf and other objects of the Club.
- 6.2 To acquire by purchase, lease or otherwise any land buildings or property of any kind real or personal and to sell, lease or otherwise dispose of any portion thereof, not required for the purpose or objects of the Club.
- 6.3 To hire, employ or engage staff and contractors as required.
- 6.4 To invest monies not immediately required, upon such securities as may from time to time be determined by the Board.
- 6.5 To borrow, or raise and give securities for monies by issue of, or upon bonds, debentures, promissory notes or other obligations or securities of the Club, secured upon its assets or otherwise, or by mortgage or charge upon all or any part of the property of the Club.

7.0 MEMBERSHIP

The Club shall consist of not less than fifteen (15) members who have been elected, or may from time to time be elected in accordance with these rules, to one of the following classes of membership.

7.1 Full Playing Members

Full Playing Members shall be entitled to all the privileges of membership including the entitlement to vote at meetings, take part in the management of the Club and be elected to the following categories.

Full Playing Membership categories are:

Full Playing 18 Hole

Frozen 18 Hole

Full Playing 9 Hole

Under 35 Full Playing 18 Hole

Under 35 Full Playing 9 Hole

Under 23 Intermediate 18 Hole

Under 21 Intermediate 18 Hole

Life Member

Staff

Sponsors

“Notwithstanding the provisions of 7.1 above staff contractors and sponsors who have been granted Fully Playing Membership shall not have the right to stand for election, vote at any General Meeting of the Club, be appointed as Officers or Office Holders of the Club.”

7.2 Life Members

At an Annual General Meeting and on the recommendation of the Board, the members of the Club may elect any member who has rendered exceptional service to the Club, a Life Member. A two-thirds majority of those present and voting shall be necessary to validate the election of a Life

Member. Life Members shall not be liable for any subscription and shall be entitled to the rights of Full Playing Members, for the remainder of their lives.

7.3 Country Members

No person shall be elected a Country Member unless resident greater than 32 kilometres from the Taupo Golf Club by the shortest road measurement, and is a full playing financial member of another affiliated golf club. Evidence of such full playing membership may be requested annually. Country Members shall be entitled to the privileges of the courses and the clubhouse, but shall not be entitled to play in Club trophy or championship events, vote at meetings or take part in the management of the Club.

7.4 Special Members

The Board may from time to time, unless otherwise directed by the membership in a General Meeting, admit to special membership any person and accord them full or partial privileges of membership for such periods and at such subscriptions, categories and conditions as it may determine. Special Members shall not be entitled to participate in Club competitions, vote at meetings or take part in the management of the Club. Special membership categories are:

Summer Casual 18 Hole

Summer Casual 9 Hole

Six (6) Month Member

Associate Member

Day Member

Corporate Member

7.5 Junior Members

The Board may permit the admission of persons under the age of 18 as Junior Under 18 Members and persons under the age of 16 as Junior Under 16 Members. Such Junior Members shall not be entitled to vote at any General Meeting of the Club and shall not be entitled to stand for election to the Golf Committee or Board of the Club.

8.0 VISITORS

Full Playing Members of New Zealand affiliated golf clubs, on production of evidence of membership, and non-affiliated golfers and Foot Golfers may play on the courses on payment of the prescribed fee. The visitor will become a 'Day Member' under Rule 7.4 for that calendar day.

9.0 ELECTION OF MEMBERS

9.1 Elections

Every candidate for membership shall make written application to the Board on the form provided for that purpose and shall be proposed by one and seconded by another financial Full Playing Member or Life Member of the Club. The nomination shall be in the hands of the Board, a clear majority of whose votes shall qualify the candidate for admittance. The entrance fee (if applicable) and the subscription of a duly elected member becomes due and payable on the date of the election.

9.2 Closing of Membership

The Board shall be entitled to close the list of members or any class thereof at and for such time or times and subject to such conditions as it may deem expedient or otherwise regulate the number of members of any class.

10.0 CHANGE OF MEMBERSHIP CLASS OR CATEGORY

A Member wishing to change their membership class or category must do so in writing to the Board.

11.0 RESIGNATION OF MEMBERS

Any Member who intends to resign shall give notice in writing to the Board. Those Members who resign shall be entitled to a monthly refund of their paid subscription less any levies and any other monies owing to the Club.

12.0 EXPULSION OF MEMBERS

The Board may cancel the membership of any Member whose conduct is such as in the opinion of the Board to render such Member's continued membership undesirable or likely to endanger the character, good order or welfare of the Club provided that such Member:

- (a) Shall have been previously notified of the undesirable conduct allegation against them and shall have been given an opportunity to reply to same and;
- (b) Shall have a right of appeal to a General Meeting of the Club if within 14 days of being notified of such cancellation claiming a review of such decision, in which case such Member shall be entitled to attend such General Meeting and defend against such allegation but not to vote. In the event of an expulsion of any Member, the name of such Member shall be removed from the list of Members of the Club and shall cease thenceforth to be a Member of the Club.
- (c) No refund of any subscription or levy paid will be given.

13.0 SUBSCRIPTIONS

Entrance fees if applicable and subscriptions shall be such sums as approved at a General Meeting of the Club. The underlying principle for the payment of Member's subscriptions shall be "Pay before play". The subscription amount is GST inclusive. In the event of a change in the GST rate, the Club shall be entitled, without the need to obtain Members approval, to change the GST inclusive amount so as to maintain the GST exclusive amount the same as it was immediately prior to the change in the GST rate. The subscription amount for each membership category shall be calculated by applying the percentage (%) relationship listed below, to the reference Full Playing 18 Hole member's subscription.

100% Reference

Full Playing 9 Hole	60%
Under 35 Full Playing 18 Hole	60%
Under 35 Full Playing 9 Hole	36%
Summer Casual 18 Hole	50%
Summer Casual 9 Hole	30%

Country	50%
Intermediate Under 23	40%
Intermediate Under 21	25%
Junior Under 18	10%
Junior Under 16	Nil
Associate	12%

13.1 **Subscription Payment Options**

Members may pay their subscription in full or in instalments spread over the subscription year by direct debit of a bank account. Payment by instalment will incur an administration fee to offset the loss of interest and increased processing costs compared to the one-off advance payment.

13.2 **New Members Subscription**

Anyone joining the Club part way through the subscription year shall be entitled to monthly reduction of the applicable subscription. For someone joining as a Summer Member, this provision shall apply from the commencement of the Summer Season. A new Member shall be required to pay their current year subscription in full, or the first instalment of their current year subscription, before being entitled to play. All subsequent instalments must be paid in advance.

13.3 **Existing Members Renewed Subscription**

Existing Members shall be required to pay their renewed subscription in full, or pay the first instalment of their renewed subscription, before being entitled to play in the new subscription year. All subsequent instalments must be paid in advance.

13.4 **Failure to Pay**

If a Member fails to pay their subscription or any levy in full or the first instalment by the due date for payment, their playing rights shall be suspended forthwith. The Member shall be advised and if no payment or satisfactory arrangement for payment is made within one month of the due date, their membership shall be cancelled. No refund of any subscription or levy paid will be given.

13.5 **NZ Golf and Bay of Plenty District Levies**

These levies shall be paid at the same time as when the Club subscription falls due. If a levy invoiced by the Club is insufficient to cover NZ Golf and Bay of Plenty District levies that fall due in a subscription year the Club reserves the right to recover those said Levy shortfalls.

14.0 BOARD

14.1 **Composition**

The affairs of the Club shall be vested in a Board comprising the President, the Club Captain and five Full Playing or Life Members of the Club. The Board shall be responsible for the governance of the Club and shall delegate clearly defined authority for day to day operational management of the Club.

14.2 **Board Secondment**

The Board may second up to two (2) temporary Board members to assist the Board should the need arise. The secondment would cease at the next Club Annual General Meeting. The same person may only be seconded twice in any four year period. The seconded Board members will have full speaking and voting rights at Board meetings.

14.3 Election

The election of Board Members shall be as described in Rule 21.0 and they shall take up their appointment immediately after the Annual General Meeting of the Club following their election.

14.4 Chairperson

A Chairperson shall be elected from amongst the Board members at the first meeting of the Board following the Club Annual General Meeting.

14.5 Employee Eligibility

No employee of the Club or any contractor who holds an exclusive contract with the Club for provision of goods or services shall be eligible to hold office as a Board member.

14.6 Powers of the Board

The Board shall have all the powers of the Club that are not expressly required to be done or exercised by the Club at General Meetings or as otherwise provided by these rules. Without limiting the generality of the first part of this paragraph, and subject to any specific direction arising from a notice of motion formally given and carried by resolution in a General Meeting of the Club, the Board may make policy and guidelines with regard to the courses, the clubrooms, Club competitions and all other matters providing for the management and good order of the Club. Such policies and guidelines shall be binding on every member of the Club.

14.7 Meetings of the Board

14.7.1 The Board shall meet not less than once per month during the third or fourth week of each month (except January), or shall be convened within three days upon the requisition in writing of not less than four members of the Board.

14.7.2 Except as otherwise provided, every question at a meeting of the Board shall be determined by a majority of votes of the Board, each member having one vote, and in the case of an equal number of votes the Chairperson shall have a casting vote in addition to their original vote as a member of the Board.

14.7.3 A quorum at any Board meeting shall comprise not less than four (4) members.

14.7.4 Any member of the Board absent without leave from three (3) consecutive meetings shall automatically vacate their position on the Board.

14.7.5 The Board shall elect its own Chairperson and such Chairperson is to be elected from one of the five (5) elected Board members. Prior to and during the election of the Chairperson the President of the Club or in his/her absence the Club Captain shall act as temporary Chairperson.

14.7.6 The Chairperson shall preside at every meeting of the Board or if he/she is not present or is unwilling to act as Chairperson then the Board members present may elect their own Chairperson from the remaining elected Board members.

14.7.7 A Special Meeting of the Board may be convened on the requisition of not less than four (4) members of the Board.

14.7.8 A record of all proceedings and all resolutions of the Board shall be entered in a Minute Book provided for that purpose.

14.8 **Formation of Sub-Committee**

The Board may form such sub-Committees as it shall think fit and for that purpose the Board may co-opt other Full Playing Members to such committees. Such sub-committees shall have only such control over the expenditure of the monies of the Club as may be delegated to them by the Board. The Board may at any time make alterations to the composition of such sub-Committees.

14.9 **Financial Management**

Subject to any specific instructions or policy adopted by resolution of the Club in General Meeting and except as modified or detailed hereunder, the financial management and control of the affairs of the Club shall be vested in the Board which may exercise such powers and do all such acts and things as may be exercised and done by the Club provided that:

The Board shall not MORTGAGE, CHARGE or PLEDGE the whole or the part of the assets of the Club and incur debt whether interest bearing or otherwise, which totals a sum that exceeds more than five percent (5%) of the Total Tangible Assets of the Club in any one financial year or purchase or dispose of land or other similar property of the Club without the consent of Members in General Meeting. Subject to as aforesaid, the Board shall have the following powers and duties:

- 14.9.1 To purchase, carry out, construct and maintain such buildings, fences, machinery, improvements and other such works as the Board may from time to time consider necessary for the purposes of the Club.
- 14.9.2 To lease or accept leases of land, easements or tenements upon such terms and conditions as the Board may think fit for the purposes of the Club.
- 14.9.3 To enter into all such negotiations contracts and agreements, in the name and on behalf of the Club, as the Board may consider expedient for the purposes of the Club.
- 14.9.4 To borrow or raise money on mortgage of the real or personal property of the Club, or any part or parts thereof, or upon debentures of the Club, and to issue such debenture, charging the whole or any part of the assets of the Club, and to execute such mortgages or debentures and/or to borrow money from bankers or other persons without security for the purposes of the Club.
- 14.9.5 To invest the funds of the Club on real or personal property in such manner as it may think fit for the purposes of the Club.
- 14.9.6 To fix the amount for payment by Members of competition fees, trundler storage, locker fees or any such payments as may be necessary or desirable and are not otherwise fixed in accordance with these rules, and to provide for the receipt of green fees in such amounts and covering such periods as it shall think fit.

15.0 PLAYING GROUP SECTIONS

The establishment of Playing Group Sections within the membership of the Club will have the support of the Club, provided such Playing Group Sections:

1. Recognise that first and foremost they are Members of the Club and have the same playing privileges, no more no less, than any other Member of the Club.
2. Adopt objects and rules which are not in conflict with, but complement those of the Club. The Board will maintain an oversight of each Playing Group Section's objects and rules to ensure uniformity, consistency and compliance with the general rules and objects of the Club.

3. The Rules governing the management and operation of Playing Group Sections are those detailed in Rule 16.
4. Must consult with Club Management before applying for funding or sponsorship from an existing club sponsor or where the sponsorship is potentially in conflict with other sponsorship arrangements within the Club.
5. Do not incur debt in the name of the Club without the prior approval of Club Management.
6. On the Club premises use only the Club's catering and bar services unless otherwise approved by Club Management.
7. Wherever possible, and at the Playing Group Section's discretion, purchase all competition prizes from the Club, the Pro Shop, the Club's caterers and sponsors.

16.0 PLAYING GROUP SECTIONS – DUTIES, MEMBERSHIP COMMITTEES AND PROCEDURES

16.1 Definition of Playing Group Sections

A formally constituted group of Club Members that organise their specific golfing and social activities within the Taupo Golf Club Incorporated and its Rules.

16.2 Objectives

16.2.1 To provide the organisational structure and to manage and operate their respective Section for the enjoyment of members.

16.2.2 To do things that in the opinion of each Playing Group Sections is conducive to the attainment of the above objective provided each remains within the overriding rules of the Club and the Rules of Golf.

16.3 General Operating Principles

16.3.1 In order for each Section to be constituted within the Club each is required to formally adopt these Rules.

16.3.2 Any such group of members may apply for "Section" status to the Golf Committee and/or Board.

16.3.3 Final ratification of Section status is the responsibility of the Board.

16.3.4 In order to fulfil its role of being responsible for the overall governance of the Club, the Board will have oversight over the activities of the Playing Group Sections to ensure that these Rules are complied with. Where necessary the Board, in discussion with the Playing Group Section Committee, will seek to ensure compliance where it feels that Rules have been compromised.

16.4 Duties of each Playing Group Section Committee

16.4.1 The prime duty of each Playing Group Section Committee shall be to organise and administer the affairs of its own Playing Group Sections.

16.4.2 In the event of a dispute each Section will initially deal with the matter internally. However, the Section may refer the matter to the Golf Committee and/or the Board for advice and/or action.

16.4.3 Provide an annual report, verbal or written (through the Section Representative) of each Section's activities to the Golf Committee.

16.4.4 Appoint sub-groups to carry out any particular duties.

- 16.4.5 Each year prepare an acceptable golfing programme of additions and/or alterations to the most recent year's programme for the Section for submission to the Golf Committee for approval in time for the publication of the Club and General Information Handbook.
- 16.4.6 Support the Board and Golf Committee in the promotion of membership of the Club.
- 16.4.7 Provide a monthly report, verbal or written (through the Section Representative) of each Section's activities to the Golf Committee.
- 16.4.8 Make recommendations on matters relating to Course set up, maintenance and development.
- 16.4.9 Raise issues of concern that have been discussed at the Playing Group Section Committee and identified as being worthy of reporting to the Golf Committee and/or Board.
- 16.4.10 Nominate projects, to the Board and/or Golf Committee, for potential Playing Group Section financial support.
- 16.4.11 Actively support the Club's dress code policy.
- 16.4.12 Each Playing Group Section, through its respective Section Committee will promote active participation with the efforts, deliberations and decisions of the Golf Committee.

16.5 **Membership**

Each Section may formulate its own membership criteria provided it does not infringe the membership rules of the Club.

16.6 **Office Holders**

The Office Holders of each Playing Group Section who shall be elected at each Playing Group Sections Annual General Meeting shall be chosen only from financial Full Playing Members of the Club and may consist of the following:

Patron

President

Vice President

Secretary

Treasurer

Any other Office Holder as is deemed necessary by each Section Management Committee

16.7 **Playing Group Section Committee**

- 16.7.1 There shall be a Playing Group Section Committee consisting of the Office Holders of the Section and a number of Full Playing Members (to be decided by each Playing Group Section) to be elected annually.
- 16.7.2 The President of a Playing Group Section Committee shall be the Chairperson of the Playing Group Sections or in his/her absence the Vice President or a Member present at the meeting.
- 16.7.3 Each Playing Group Section shall determine the number required to form a quorum at meeting of that Section.

16.8 Election of the Playing Group Section Committee

- 16.8.1 Nominations for the Playing Group Section Committee shall close before the Section Annual General Meeting.
- 16.8.2 Each Playing Group Section shall determine its method of voting for committee positions.
- 16.8.3 At all meetings only Full Playing Members and Life Members shall be entitled to vote at his/her respective Playing Group Sections Meeting and each such Member shall have one vote which must be given personally.
- 16.8.4 The Chairperson shall have a casting as well as a deliberate vote.
- 16.8.5 Voting shall be taken on the voices unless a show of hands is called for by any member.
- 16.8.6 In the event of there being insufficient nomination or just sufficient for the available positions then those nominated shall be deemed elected without ballot.
- 16.8.7 Each Playing Group Section shall determine the term of office and rotation policy of its Committee members.
- 16.8.8 Playing Group Sections should consider avoiding the situation where all Office Holders change at one time.
- 16.8.9 In the event of a vacancy occurring the Playing Group Section Committee may appoint a person to fill such a vacancy until the next Section Annual General Meeting if deemed necessary by the Section Management Committee.
- 16.8.10 The Playing Group Section Committee will meet as required.

16.9 Playing Group Sections Annual General Meeting

- 16.9.1 The Annual General Meeting shall be held no later than 31 October of each year.
- 16.9.2 Fourteen days' notice shall be given of the date of an Annual General Meeting.
- 16.9.3 Notice of the Annual General Meeting shall be given verbally at a Playing Group Sections event and by email, if possible, to each member of the Playing Group Sections.
- 16.9.4 Each Playing Group Section shall determine the required number of members to be in attendance at the Annual General Meeting to constitute a quorum.

16.10 Notices of Motion

- 16.10.1 Notices of Motion to change these Rules governing each Playing Group Section shall be approved by the Board.
- 16.10.2 Notices of Motion seeking change to these Rules shall be submitted in writing to the Board.
- 16.10.3 Notices of Motion to change the Rules of a Playing Group Section must conform to the Club Rules and can only be decided at an Annual General or Special General Meeting of the Playing Group Sections.

16.11 Subscriptions

- 16.11.1 The annual subscription (if any) for each Member shall be decided at the Annual General Meeting of each Playing Group Section.

16.12 Playing Group Sections Committee Minutes/Records

- 16.12.1 Each Playing Group Sections Committee shall record details of key decisions for inclusion in its monthly and annual reports to the Golf Committee.

16.13 Representation on the Golf Committee

16.13.1 Each Playing Group Section representative on the Golf Committee shall be nominated from Members of each of the Playing Group Sections Committees at the first meeting following each Section's Annual General Meeting.

16.14 Finance

16.14.1 May raise and spend funds directly related to the activities of that Playing Group Section.

16.14.2 May raise and spend monies as determined and approved by the Playing Group Sections.

16.14.3 Must maintain appropriate financial records and report regularly and openly to Playing Group Section Members, and to the Board upon its request.

16.14.4 Must establish the Office Holders/Persons authorise to approve raising and expenditure of funds.

16.14.5 May make payments to a "charity" approved by the Playing Group Section.

16.14.6 Must not provide, subsidise or make payment to any Member's annual Club subscriptions without the prior approval of the Board.

16.15 Payments

16.15.1 Claims for expenses or purchases must be accompanied by appropriate invoices/receipts and approved by the relevant Playing Group Sections Committee.

16.16 Capital and/or Expenditure

16.16.1 Playing Group Sections shall not enter into or make any commitment that involves the Club in any expenditure that is the responsibility of the Board or incorporated in the Board/Club budget (e.g. purchase of assets).

16.16.2 Playing Group Sections balance of funds:

- Funds are to be managed to ensure that at no time does any Playing Group Section move into deficit.
- The Golf Committee and the Board are to be advised immediately there is any likelihood of a deficit occurring.

17.0 GOLF COMMITTEE

17.1 The Role of the Golf Committee shall be the organisation of the game of golf and related activities for the enjoyment of Club Members and to do all things that are incidental or conducive to the attainment of this Role.

17.2 The Golf Committee shall comprise the following:-

17.2.1 One representative from each of the Playing Group Sections, plus

17.2.2 The duly appointed General Manager of the Club, plus

17.2.3 The duly elected Club Captain of the Club

17.3 The Golf Committee should have within its personnel listed in Rule 17.2.1 a representative who is familiar with the Rules of Golf in order to assist the Golf Committee in its deliberations and understanding of the said Rules of Golf.

17.4 The Golf Committee shall report directly to the Board and the Golf Committee shall hold meetings each month during the second week of that month.

17.5 Powers and Duties

17.5.1 Preparing an annual programme of golf events and competitions for the Club, Playing Group Sections and Members including specifying rules and conditions of play.

17.5.2 Promote the development of junior golf and appoint a Junior Golf Convenor as and when desired who will report to the Committee.

17.5.3 To advise the Course Committee on matters relating to Course maintenance and development.

17.5.4 The Golf Committee is to ensure all handicapping requirements conform to New Zealand Golf policies.

17.5.5 Promote the participation of Club Members in approved inter-club events and competitions.

17.5.6 Ensure that the Club is represented at Bay of Plenty Golf Association and at other important district/national meetings on golfing issues through the nomination/appointment of suitable representatives.

17.5.7 Promoting and supporting the Social Group with organising social events that are compatible with the objectives of the Club.

17.5.8 Approve the local rules of golf to be applied at the Club and arbitrate and make decisions if called upon on competition disputes.

17.5.9 Arranging and controlling all competitions, tournaments and matches other than those of the Playing Group Sections.

17.5.10 Promote membership of the Club jointly with the Board of Management and responsibility for matters concerning membership.

17.5.11 To act as a communication channel between the General Manager and Course Committee regarding any activity or matter which would be beneficial for the Club.

17.5.12 Take an active interest in the operations/activities of the Playing Group Sections to ensure that the best outcomes for the Club as a whole are achieved.

17.5.13 Raising funds to be used for the benefit of the Club as shall be determined by the Golf Committee after consultation with the Board.

17.5.14 Not involve the Club in any financial commitments unless prior approval has been obtained from the Board of Management.

17.5.15 Appointing such sub-Committees as the Golf Committee deems necessary to assist in the carrying out of its duties.

17.5.16 Permitting members of the public and visitors from other clubs to have playing privileges on the course on payment of the specified green fees.

17.5.17 Promote the Club policy regarding appropriate dress standard.

17.5.18 The Golf Committee may second an "expert" for any purpose in order to attain the above Powers and Duties.

17.6 Meetings

- 17.6.1 The Club Captain shall be the Chairperson of the Golf Committee and will preside at all meetings of the Golf Committee. If he/she is not present or does not wish to act as Chairperson then the Golf Committee Members may elect a Chairperson for that meeting.
- 17.6.2 Except as otherwise provided, every question at a meeting of the Golf Committee shall be determined by a majority of votes of the Golf Committee and in the case of an equal number of votes, the Chairperson shall have a casting vote in addition to his or her original vote as a member of the Golf Committee.
- 17.6.3 Six (6) members of the Golf Committee personally present shall be a quorum and no business shall be transacted unless a quorum is present.
- 17.6.4 Should a member of the Golf Committee not attend three consecutive meetings without a satisfactory explanation, that person shall be deemed to have vacated their office. Any vacancy which may occur shall be filled by the Committee represented by that member or in the case of Officers of the Club shall be filled by the Board. The occurrence of any vacancy or any failure to fill it shall not invalidate any act or proceeding.
- 17.6.5 A record of all proceedings and all resolutions of the Golf Committee shall be entered in a Minute Book provided for that purpose.

18.0 GENERAL MANAGER

- 18.1 The Board may appoint a General Manager who shall be appointed by and shall always be under the control and supervision of and directly responsible to the Board.
- 18.2 The General Manager shall be appointed upon such terms, conditions and for such period and for such remuneration as the Board shall determine.
- 18.3 The General Manager shall enter into and execute a Contract of Employment with the Board in respect of those matters detailed in Rule 18.2 above.
- 18.4 The General Manager shall have the full responsibility for the administration and control of staff, finance, records, asset management and marketing of the Club.
- 18.5 The General Manager shall keep Minutes of all resolutions and proceedings at the Club's Annual General Meeting, Special General Meeting, Golf Committee and the Meetings of the Board. The General Manager shall produce Minutes of all such meetings and shall keep a record of the Members present and voting at all meetings.
- 18.6 The General Manager shall keep accurate and correct accounts and books showing the financial affairs of the Club. The General Manager shall pay into such Bank Account as the Board may from time to time direct, to the credit of the Club all monies he/she may receive and shall submit a statement of the financial affairs at the Club Annual General Meeting, such statement having been previously audited or reviewed.
- 18.7 A copy of the financial statements with a report on the affairs of the Club shall be given to each Member at least fourteen (14) days before the Club's Annual General Meeting.
- 18.8 All payments out of the funds of the Club shall be made by order of the Board by cheques or direct debit or by internet banking duly signed/authorised by the General Manager and countersigned/counter authorised as the Board may from time to time authorise.
- 18.9 The General Manager shall keep a register of Members, showing the full name, physical address of each Member, email address, phone number and status as a Member. Every Member shall advise

the Club as to any change of address. All notices given under these rules shall be deemed to have been given on the day following the posting to the last known address of any Member or in the case of an email communication on the day of said email communication.

- 18.10 The General Manager will be accountable for the performance of the duties required of him/her as General Manager as specified in this Constitution, such other duties and exercise such other functions as the Board may direct from time to time and such responsibilities as are required of the Club in legislation, regulation and other relevant laws, by laws and local ordinances.
- 18.11 The General Manager shall not be entitled to vote on any resolution or proceedings before the Board, any Committee or at any Annual General Meeting or Special General Meeting of the Club.

19.0 COURSE COMMITTEE

19.1 The role of the Course Committee shall be the management and maintenance of the areas bordered by the Taupo Golf Club except the actual Clubhouse and to do all things incidental to and conducive with the attainment of this role. Furthermore, the role includes the upkeep of all fairways, greens, tee areas, bunkers, irrigation systems, water fountains, water reservoir, pumping stations, machinery plant greenkeepers shed/garage and all such implements normally associated with a golf course together with a constant assessment regarding the felling, retention and replacement of all trees and shrubs as well as the upkeep of all borders and planted areas at the Club.

19.2 The Course Committee shall consist of up to seven (7) persons including an appointed Board Member, the Course Superintendent, General Manager, two Representatives from the Club membership as well as the secondment of up to two "experts" (as required from time to time) suitably qualified in the field of golf course design and/or management.

19.3 Meetings

19.3.1 The Course Committee shall meet every second month during the year, commencing in February of each year.

19.3.2 The Chairperson of the Course Committee shall be the appointed Board Member and that Chairperson shall preside at all meetings of the Course Committee. If at any meeting he/she is not present or does not wish to act as Chairperson then the members may elect a Chairperson for that meeting.

19.3.3 The two Representatives from the Club Membership shall be selected by the Board, upon application, and serve on a two year rotational basis. Applications for these positions shall be called and selections made as soon as practicable after the Club Annual General Meeting and not later than 30th January the following year. It is permitted that the Representatives may serve multiple rotations if he/she so desires.

19.3.4 Except as otherwise provided, every question at a meeting of the Course Committee shall be determined by a majority of votes of the Course Committee and in the case of an equal number of votes the Chairperson shall have a casting vote in addition to his/her original vote as a member of the Course Committee.

19.3.5 Four (4) members of the Course Committee personally present shall be a quorum and no business shall be transacted unless a quorum is present.

19.3.6 Should a Member of the Course Committee not attend three consecutive meetings without a satisfactory explanation, that person shall be deemed to have vacated their office. Any

vacancy which may occur shall be filled by the Board in its unfettered discretion. The occurrence of any vacancy or any failure to fill it shall not invalidate any act or proceeding.

19.3.7 A record of all proceedings and all resolutions of the Course Committee shall be entered in a Minute Book provided for that purpose.

19.3.8 The Course Committee shall report directly and on a regular basis to the Board and the Course Committee shall also communicate with the Golf Committee and General Manager on any matters which may be beneficial to the Club.

19.4 Powers and Duties

19.4.1 To prepare an annual programme of maintenance and general upkeep of Taupo – Centennial and Taupo – Tauhara golf courses and to prioritise development work from the Course Committee programme dependent on budget allocations.

19.4.2 To liaise and advise the Golf Committee and General Manager on matters relating to course maintenance and development.

19.4.3 The Course Committee may not involve the Club in any financial commitments unless prior approval has been obtained from the Board.

19.4.4 To facilitate frequent dialogue with the Course Superintendent.

19.4.5 To maintain, manage, develop and enhance Taupo – Centennial and Taupo – Tauhara golf courses for the continuous enjoyment of members and visitors to the Club.

19.4.6 To implement a water sustainability programme and install new sprinkler heads throughout both courses where appropriate, if not already completed.

19.4.7 To propose to the Board a capital investment programme for the replacement of machinery, equipment and all ancillary requirements necessary for the forward planning of maintaining Taupo Golf Courses to the highest possible standard.

19.4.8 To facilitate, co-ordinate and manage all activities and improvements carried out by Club member volunteers relating to the maintenance and development of both courses.

20.0 OFFICERS OF THE CLUB

20.1 Duties of the President

The President of the Club shall be a member of the Board and shall represent the Club as its senior officer on all or any official occasions. The President shall, following the election, hold office, from the date of the election until the end of the next Club Annual General Meeting.

20.2 Duties of the Club Captain

The Club Captain shall be elected in accordance with the provisions of Rule 21.12 and shall perform the responsibilities of a Board Member along with their fellow Board Members. The Club Captain will be responsible to ensure the efficient and effective planning, scheduling and organisation of the playing of sport at the Club, in particular to promote and encourage the development, growth and spread of the game of golf, and any other sports approved by the Board from time to time and engender fellowship amongst Club Members. The Club Captain may establish relevant committees in support of these duties. The Club Captain shall, following his/her election, hold office, from the date of that election until the end of the next Club Annual General Meeting.

20.3 Patron

Members at the Club Annual General Meeting may by notice of motion approve the appointment of any member or person of distinction to the position of Patron. This appointee shall, following election, hold office from the date of election until the date of the next Club Annual General Meeting.

21.0 ELECTION OF THE BOARD, CLUB CAPTAIN AND PRESIDENT

21.1 Elections for Board Members

The Members of the Club eligible to vote shall elect at the Club Annual General Meeting five (5) Club Members to be Members of the Board.

21.2 Board Members shall serve a two year term and shall be eligible for re-election.

21.3 Two of the five elected Board Members shall retire by rotation each year.

21.4 Candidates for Board positions must sign a nomination form available from Club Management to signify their willingness to stand for office, and must be proposed and seconded by two financial Full Playing or Life Members of the Club.

21.5 Nominations shall be received by Club Management over a period of two (2) weeks commencing 1st September.

21.6 In the event of there being just sufficient nominations for the Board then those nominated shall be declared elected without a ballot and that candidate shall be duly elected at the Club Annual General Meeting.

21.7 In the event of there being insufficient nominations to fill a vacancy, late nominations shall be called from the floor at the Club Annual General Meeting. If after calling for nominations from the floor a vacancy still exists the Board shall as soon as practicable following the Annual General Meeting appoint a Member to the position in accordance with Rule 22.0.

21.8 If the number of nominations received exceeds the number of Board positions to be filled an election will be required and Members will be advised accordingly by email or mail.

21.9 The election will be conducted by ballot over the second and third weeks of October. Ballot papers shall be available from and are to be returned to Club Management who shall be responsible to ensure that Members vote once only.

21.10 Members may vote for any number of candidates up to the number of Board positions to be filled, but a ballot paper shall be invalid if it contains votes for more than the number of Board positions to be filled.

21.11 The Board shall appoint scrutineers to count the votes and report the results to the Board for posting on the Club Notice Board no later than 30th November.

21.12 Election for Club Captain

21.13 Every candidate for the position of Club Captain must sign a nomination form available from Club Management to signify their willingness to stand for office and must be proposed and seconded in writing by two (2) financial Full Playing Members or Life Members.

21.14 Nominations shall be received by Club Management over a two (2) week period ending on 31 October each year.

21.15 If only one nomination for the office of Club Captain is received, the candidate shall be declared duly elected at the Club's Annual General Meeting.

- 21.16 If more members are nominated for office than are necessary to fill such office, the election shall be conducted by ballot of the Full Playing and Life Members attending the Club Annual General Meeting.
- 21.17 In the case where no, or insufficient number of nominations are received under the provisions of this rule, Club Management shall accept nominations from those present at the Club Annual General Meeting for the positions for which insufficient nominations have been received.
- 21.18 Members voting in this election may only validly vote for one candidate.
- 21.19 A ballot paper shall be invalid if it contains votes for more than one candidate.
- 21.20 The Club Annual General Meeting by resolution shall appoint scrutineers to count the votes and to advise the result to the Chairperson of the Club Annual General Meeting.
- 21.21 The Club Captain shall retire annually but may offer themselves for re-election.
- 21.22 **Election for President**
- 21.23 Every candidate for the position of President must be proposed and seconded in writing by two (2) financial Full Playing Members or Life Members eligible to vote at the Club Annual General Meeting.
- 21.24 In all cases the nominee must sign the declaration form signing willingness to stand for office.
- 21.25 An appropriate nomination form shall be available at the clubhouse at least fourteen (14) days prior to the election and shall be removed by Club Management at 5:00 pm on the day preceding the election.
- 21.26 If only one nomination for the office of President is received, the candidate shall be declared duly elected at the Club Annual General Meeting.
- 21.27 If more members are nominated for the office than are necessary to fill the vacancy, the election shall be conducted by ballot of the eligible members attending the Club Annual General Meeting. Members voting in the election may only validly vote for one candidate.
- 21.28 A ballot paper shall be invalid if it contains votes for more than one candidate. The Club Annual General Meeting by resolution shall appoint scrutineers to count the votes and to advise the result to the Chairperson of the Club Annual General Meeting.
- 21.29 The President shall retire annually but may offer themselves for re-election.

22.0 VACANCY OF OFFICE

In the event of a vacancy occurring in any elected position on the Board, the Board shall have the power to fill such vacancy for the residual term of office. Any person appointed to fill a vacancy shall occupy that position for the balance of the term of the person replaced, and when retiring shall be eligible for re-election to that or any other position.

23.0 COMMON SEAL

- 23.1 The Board shall have custody of the Common Seal of the Club and shall make and execute such instruments and assurances as may be necessary, provided that the seal shall not be affixed to any instrument except in pursuance of a resolution of the Board and in the presence of two (2) members of the Board.

24.0 CLUB YEAR

The financial year and subscription year of the Club shall be from 1 September to the following 31 August.

25.0 CLUB RULES

The decision of the Board on the interpretation of the Rules or any matter or thing not contained in these rules, but pertaining to the Club, its property and interests, shall be conclusive and binding on all Members unless determined otherwise at a General Meeting of Members.

25.1 Alteration of Rules

No existing Rule shall be altered or repealed nor shall any new Rules be added without the consent of the majority of Members present at a Club Annual General Meeting or a Club Special General Meeting called for that purpose and unless notice of such propose alteration, repeal or addition shall have been sent to all Members fourteen (14) days prior to the Meeting.

25.2 No addition or alteration to the pecuniary gain clause or the dissolution clause shall be permitted without the approval of Inland Revenue or any other appropriate Government Department.

26.0 ANNUAL AND SPECIAL GENERAL MEETINGS FOR THE CLUB

26.1 The Club Annual General Meeting shall be held during the first two (2) weeks of December at such time and place as the Board shall determine, for the purpose of electing the President, Club Captain and Board Members and transacting such other business as shall have been specified in the notice convening the meeting. At such meeting the annual report on the affairs of the Club and the audited/reviewed statement of accounts for the past year, which shall be included with the Notice of Meeting given to all Members fourteen (14) days prior to the Meeting, and shall be submitted for adoption.

26.2 Only Full Playing Members and Life Members shall be entitled to vote at Club General Meetings.

26.3 Two (2) weeks' notice of such meetings shall be given to all members.

26.4 At all General Meetings of the Club whether annual or special, twenty five (25) Full Playing Members or Life Members entitled to vote, and who are present, shall form a quorum.

26.5 Notices of motion must be delivered in writing to Club Management signed by the Proposer and Secunder with an explanatory note not less than twenty one (21) days prior to the meeting for inclusion in the notice of a Club General Meeting.

26.6 A Special General Meeting of the Club may be called at the discretion of the Board at any time or shall be called by Club Management after the receipt of a requisition to that effect signed by not less than fifty (50) Full Playing or Life Members eligible to vote at the meeting specifying the matter to be discussed at that meeting. No business shall be transacted at such meeting except that of which notice has been given.

26.7 All notices given under these rules shall be deemed to have been given on the date of emailing or on the day following posting to the last known address of any Member.

27.0 VOTING

27.1 No resolution shall be adopted and accepted without the consent of the majority of Members present at a Club Annual General Meeting or a Club Special General Meeting. Voting at all meetings shall be by the show of hands in the first instance. The Chairperson/President or any five (5) Members entitled to vote may demand a ballot.

27.2 In the case of equality of vote the Chairperson/President shall have a second casting vote.

27.3 At all General Meetings of the Club the only persons entitled to vote shall be Full Playing or Life Members. Such members shall be entitled to one vote each.

27.4 Votes shall be exercised in person.

28.0 AUDIT/REVIEW

The accounts of the Club shall be audited or reviewed by a Chartered Accountant who may be a Member of the Club but shall not be a Member of the Board or a Member of a Section Management Committee. An audit or review of the accounts and the election of a Chartered Accountant to undertake such audit or review shall be decided by Members at each Annual General Meeting. Any vacancy during the year shall be filled by the Board.

29.0 CLUB FUNDS

The income and property of the Club from whatever source derived shall be applied solely towards the objects of the Club.

30. PECUNIARY GAIN

No portion of the Club funds shall be transferred directly or indirectly by way of divided bonus or the like to Members of the Club, except in the case of those Members in receipt of reasonable remuneration by way of salaries or wages as employees of the Club. No Member of the Club or any person associated with a Member shall participate in or materially influence any decision made by the Board in respect of payment to or on behalf of that Member or associated person of any income benefit or advantage whatsoever.

31.0 INDEMNITY FOR OFFICE BEARERS

The Club hereby agrees to indemnify any and all Officers of the Club, Office Holders and Office Bearers both past and present against any personal liability whatsoever incurred by virtue of any such Officers of the Club, Office Holders and Office Bearers lawfully and properly acting or omitting to act in his or her capacity as Officers of the Club, Office Holders and Officer Bearers.

32.0 VALIDITY OF BOARD COMMITTEES AND PLAYING GROUP SECTIONS

32.1 All acts done at any meeting of the Board or any Committee or any Playing Group Section Committee or any sub-Committee or by any Member of the above shall stand notwithstanding that there was some defect in the appointment of the Board, Committee, Playing Group Section Committee, sub-Committee or any member thereof or whether any of the above were not qualified to act.

32.2 If Rule 32.1 applies then the decision shall stand until it is ratified by the appropriate body within the Club.

33.0 DISSOLUTION OR WINDING UP

If upon the winding up or dissolution of the Club there remains after the satisfaction of all its debts and liabilities any property whatsoever, it shall not be paid to or distributed amongst the Members of the Club, but shall be given or transferred, as the Club shall in General Meeting direct, to some other non-profit organisation, approved by Inland Revenue or any other appropriate Government Department, having similar objectives to those of the Taupo Golf Club Incorporated.

34.0 DISPUTES

If any dispute or difference should arise as to the interpretation of any of these Rules, the decision of the Board in respect of such dispute, doubt or difference shall be final and binding unless determined otherwise by Members in General Meeting or by Law.

35.0 REVOCATION OF PREVIOUS RULES

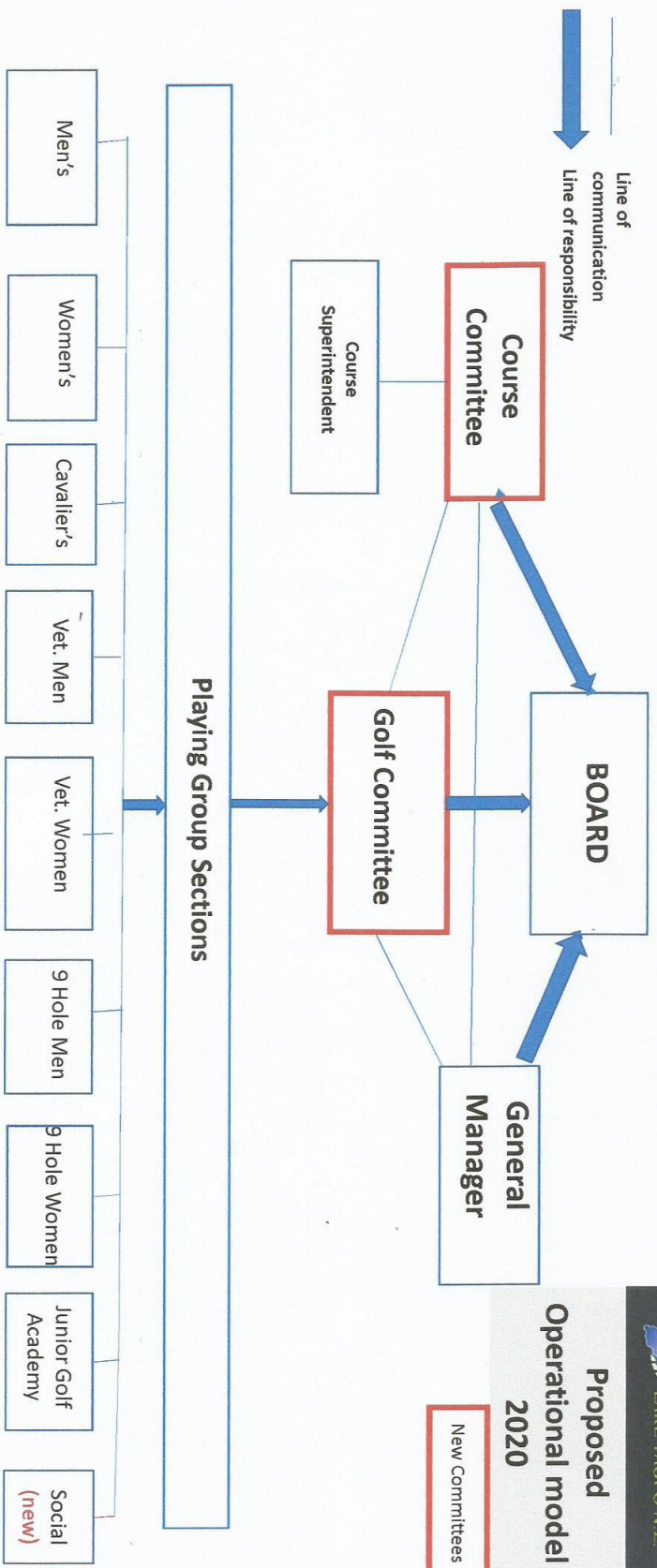
All previous Rules of the Club are hereby revoked and cancelled.



**Proposed
Operational model
2020**

New Committees

Line of communication
Line of responsibility





**Proposed
Management model
2020**

New positions

