



Winterfield Golf Club Ltd
CASC – CH13034

Club Constitution

1. Name:

- 1.1. The name of the club will be Winterfield Golf Club Ltd hereafter referred to as “the Club”.
- 1.2. The Club will associate to the Scottish Golf Union and any successor organisation and the Lothians Golf Association.

2. Objectives:

- 2.1. The club will hold the following as its aims and objectives and shall strive to fulfil these at all times: -
- 2.2. To fulfil the general objectives and functions of a golf club by undertaking such activities as may be necessary and/or incidental to such objectives.
- 2.3. To promote the game of golf for the benefit of the members and the local community
- 2.4. To promote and abide by the Rules of Golf as they are fixed from time to time by the R&A
- 2.5. To provide access to golf for players of all standards in a friendly and welcoming atmosphere and not discriminate on the grounds of gender, age, race, religion or belief, sexual orientation, or disability.
- 2.6. To arrange competitions and matches for members.
- 2.7. To sell alcohol, mineral/aerated water and other related products as well as facilitating the sale of refreshments, foodstuffs, and golfing equipment in

accordance with the provisions of any licensing laws and by ensuring the appropriate statutory consents and licenses are in place for this.

3. Membership:

3.1. The membership of the Club shall consist of the following: -

3.1.1. Youth members (male and female) – aged 18 to 25

3.1.2 Ordinary members (male and female) - aged 26 to 59

3.1.3. Junior members (male and female) – aged under 18

3.1.4. Senior members (male and female) – aged 60 and over

3.1.5. Honorary members (male and female) – any age

3.2. All members will pay an annual subscription to join the Club. The membership fee for each category will be decided by the Management Committee before 31st December annually and there shall be no difference in fees between the sexes.

3.3. The club will make a provision for people unable to pay more than £520 per annum in accordance with section 2.7.12 of CASC rules. The club will also provide discounted rates for any person who has access to an East Lothian Access to Leisure Card or any replacement scheme that is aimed at individuals or families on low incomes or with health and mobility issues.

3.4. All members joining the Club will be deemed to accept the terms of this Constitution and any Byelaws including the requirement to conduct themselves in accordance with any conduct rules, equity policy and disciplinary procedures.

3.5. The Club will include within its Standing Orders/By-laws the process for any person seeking membership of the Club. This process will reflect that 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, maternity, or disability.

3.6. The Management Committee will agree to the total membership number on an annual basis and the make-up of this number should allow for a minimum of 12% lady members. If the total membership should increase this figure will be subject to review.

3.7. Annual subscriptions will be due on 1st April and must, where possible, be paid by this date or no later than 14 days after this date. Subscriptions not paid by this date will result in the membership ceasing.

3.8. The Club will provide notice of subscriptions due, including any method of payment available to members.

3.9. The Management Committee reserves the right to introduce a joining fee and/or introduce a new membership category. In the event of this happening the members will be advised at the AGM, and any introduction will be applicable from 1st April, the year after the AGM.

4. Management of The Club:

4.1. There will be a Management Committee responsible for the overall management of the Club. This committee will consist of the following:

Chair

Secretary

Treasurer

House

Course

4.2. There will also be an Executive Committee who will have responsibility for the following:

Junior Members

Match and Handicap

Greens

Safeguarding and Child Protection

Sponsorship

4.3. All committee members must be members of The Club and committees can be made up of members from both the Management committee and the Executive Committee.

5. Composition and responsibilities of the Committee:

5.1. Every effort should be made to ensure that any committee/s should consists of the following Office Bearers:

Chair

Men's Captain

Ladies Captain

Secretary

Treasurer
Men's Vice Captain
Ladies Vice Captain
Match/Handicap Convenor
House Convenor
Safeguarding and Child Protection Officer

5.2. The chairperson of the Committee should control any meeting and manage the Committee effectively. In the event of the Chairperson not being available to attend a meeting a substitute Chair will be appointed at that meeting.

5.3. On occasions when any of the non-office members of the Committee are unable to attend a meeting, that member may nominate a substitute to attend on his/her behalf.

5.4. Any of the above roles may be combined where sensible.

5.5. The Ladies and Gents Presidents (immediate past captains) will retain that honorary role for two years, but they will not be a member of the committee unless elected in another role.

5.6. The Management Committee will be responsible for the following:

5.6.1. the operation of any sub-Committees.

5.6.2. all matters affecting the club, including financial borrowings, legal deals, consolidation of accounts, contracts, purchasing or leasing any equipment, policies and procedures and any other appropriate matters.

5.6.3. the Constitution of the Club.

5.6.4. the Regulations/By-laws of the Club.

5.6.5. ensuring the Club, its Office Bearers and employees always have in place adequate and relevant insurance cover.

5.6.6. disciplinary/complaints, including dealing with issues arising from indiscipline by members and complaints from/about members.

5.6.7. setting annual Club fees.

5.6.8. Any clubhouse management, including the operation of the licensed premises, employment and management of staff - except bar and kitchen staff, compliance with all relevant employment legislation and health and safety legislation, maintenance of all public areas within the clubhouse, excluding the professional shop but may include some areas/items in the kitchen. Financial matters associated with this function shall be controlled by the Management Committee.

5.7. As the club is now a Limited Company, the members of the Management Committee will be Directors of the Club and will act in good faith in their capacity

as Directors. The Management Committee will be the sole arbiter in determining for which matters it has responsibility.

5.8 All matters relating to the management of the golf course including liaising with the Local Authority.

5.9. The Executive Committee will each be responsible for the day-to-day management of their respective functions of the Club and any other function which the Management Committee may delegate to them. These may include -

5.9.1. Finance, including expenditure/income related directly or indirectly to the golfing and clubhouse functions of the Club, reporting all financial matters, and overseeing annual accounts.

5.9.2 All Social activities associated with the Club including Club golf outings.

5.9.3 All Match and Handicap matters including organising and managing Club and Open competitions as well as assessing and publishing members handicaps. Only affiliated members of golf clubs may play in any Winterfield Golf Club Open competitions.

5.9.4. Juniors, including organising and managing Junior competitions, assessing, and publishing Handicaps and providing encouragement for Juniors.

5.10. The membership of the sub-committees shall comprise the relevant Convenor and any other members of the Club, including any other committee member.

5.11. Club Captains and Vice Captains will be elected at the AGM of the Club. Vice Captains will serve two years in that role and thereafter will serve as Captains for two years. All other Executive Committee members will be elected at the Club AGM to serve for two years and will be eligible to stand for re-election at that AGM.

5.12. Decision making of the Executive Committee shall be by a simple majority with the Chair having the casting vote.

5.13. Meetings of the Executive Committee should be held monthly with minutes of such meetings being made available to members as soon as possible after the meeting. Meetings of any sub-committee should be held as appropriate.

5.14. Any employee may attend the Committee or sub-committee meetings if requested by the relevant Convenor.

6. General Meetings:

6.1. The Management Committee will have the ability to call a general meeting for the purpose of discussing and agreeing specific issues with the Club membership.

6.2. At least 14 calendar days' notice of a general meeting must be given to the Club membership.

6.3. All members of the Club may vote at a General Meeting.

- 6.4. Quorum of any General Meeting will be a minimum of 15 Club members.
- 6.5. Any decisions will be reached by a simple majority of the voting members present with the Chair of the meeting having the casting vote.

7. The Annual General Meeting:

7.1. The Management Committee will hold an AGM once per calendar year prior to 31st December and will have as its primary business:

7.1.1. The presentation of the Committee report for the past year.

7.1.2. The election of any office-bearers and Ordinary Committee members for the Committee.

7.1.3. Approval of the minutes of the last AGM and any other General Meetings held during that year.

7.1.4. Approval of the audited accounts for the last financial year

7.1.5. Appointment of auditors.

7.1.6. Consider and approve any changes to the Constitution.

7.1.7. Approval of a figure for total Club borrowing that year.

7.1.8. Deal with any other relevant business.

7.2. An agenda giving notice of the AGM must be circulated along with a copy of the audited accounts of the Club to all members at least 21 calendar days in advance.

7.3. The quorum for the AGM will be 15 Club members excluding Committee members.

7.4. Voting on any matter will be by simple majority of Club members present with the Chair (or his substitute) having the casting vote.

7.5. Nominations for office-bearers and other Committee members must be posted at least 10 calendar days in advance of the AGM and closed one calendar day before the meeting.

7.5.1. Elections will be conducted on a simple majority of Club members present and voting.

7.5.2. Each nomination will require a proposer and a seconder, both of whom should be members of the Club.

7.5.3. In the event of there being no nomination for a post within the stipulated time then nominations may be accepted at the AGM.

7.5.4. In the event that no person is voted into a post or in the event of resignation or retiral from a position, the Committee may co-opt a club member onto the committee who will serve until the next AGM when the position should be put up for re-election. If no-one is co-opted, the captain or his/her proposed deputy may undertake the duties until such time as the post is filled.

8. AGM Finance:

8.1. The financial year will run from 1st April to 31st March, and the Treasurer will be responsible for the preparation of Annual accounts and presenting these at the AGM.

8.2. The full year accounts will be certified by the Club's independent auditor as approved at the AGM and accounts shall comprise of a Profit and Loss Account, a Balance Sheet, and a projected Cash Flow for the forthcoming year.

8.3. The organisation of the Club's Bank Account(s) shall be the responsibility of the Management Committee.

8.4. All cheques drawn against the Clubs funds will be signed by both the Treasurer and one other person(s) from the Management Committee.

8.5. The method of transferring funds by other means shall be decided by the Management Committee.

8.6. The Management Committee will decide the level of Club fees on an annual basis on or before 31st December and such a level will not exceed 10% of the previous year's figure.

8.7. The fee structure/amounts for both Ladies and Gents members shall be the same.

9. Dissolution or Winding Up of the Club:

9.1. 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.

9.2. No profit or surplus will be distributed to members (other than to another non-profit-making body on a winding up or dissolution of the Club).

9.3. If upon winding up or dissolution of the Club there remains, after the satisfaction of all debts and liabilities, any property whatsoever this will be transferred either to any association to which the Club is affiliated or to some other organisation having objects like the Club. This organisation will be determined by the members of the Club by resolution passed at a General Meeting.

10. The Constitution:

10.1 The Constitution will only be altered by consent of two thirds majority of members present at a General Meeting.

10.2. The Constitution and Standing Orders/Byelaws in force from time to time will be binding on the Club office-bearers and members.

This Constitution has been approved in accordance with clause 10 above and accepted as the Constitution for the Winterfield Golf Club Limited.

Signed

Signed

Dated