

MID HERTS GOLF CLUB

Rules of the Club

**After amendments at
The AGM 2008**

21st April 2008

1. Name

The name of the Club is the Mid-Herts Golf Club [hereinafter called 'the Club'] and is a Members Club affiliated to the English Golf Union. The Ladies Section is affiliated to the Ladies Golf Union.

2. Objects

To promote the game of golf by adopting the Rules of Golf approved by the Royal and Ancient Golf Club and to maintain a Golf Club for the accommodation of the Members by providing facilities for golf and social amenities, together with all privileges, advantages and conveniences, consistent with a Members Golf Club.

The Club is a non-profit making organisation. All profit and surpluses will be used to maintain or improve the Club's facilities. No profit or surplus will be distributed other than to another non-profit making body or to members on winding up or dissolution of the Club

3. Management of the Club

(a) Management of the Club will be vested in two separate bodies, namely a Board of Management responsible for the management and control of the course, property, funds, finances, Membership and administration of the Club and a Captain's Committee responsible for all golfing and social activities of the Club.

(b) Each of the Board of Management and the Captain's Committee shall meet for the despatch of its business and regulate its meetings [including the filling of vacancies and co-option of additional Members until the next Annual General Meeting] as it thinks fit. Four Members shall be a quorum for the Board of Management and five in the case of the Captain's Committee.

4. Board of Management

(a) Without prejudice to the generality of the preceding paragraph, the Board of Management shall have the following specific powers:

(i) to appoint a Secretary and determine his or her duties [which will include accepting the post of Secretary to Mid-Herts Golf Club Limited] and fix his or her remuneration and other terms and conditions of service by legal contract

(ii) to engage, control and dismiss all paid employees of the Club

(iii) to impose restrictions as to times and days on which golf may be played and other restrictions and conditions to apply either generally or for such categories of Members or visitors as the Board of Management may decide not extending to the arrangements for playing Members competitions or matches

(iv) to direct the Company in the management of its assets but in all matters subject to Rule 11

(v) to draw up such Bye-Laws as they consider necessary for the management, conduct and well being of the Club and to alter or rescind the same which shall have effect until set aside by Members in General Meeting

(vi) to exercise all such executive and administrative powers as may be necessary for properly carrying out the objects of the Club and which are not by these Rules expressed to be done or exercised by the Captain's Committee or by the Club in General Meeting

(vii) to implement the recommendations of the Captain's Committee and the Ladies Committee in respect of the candidates for Membership.

(b) The Board of Management shall consist of four Voting Members elected by Members in General Meeting together with the Captain, a nominee of the Ladies section and the Honorary Treasurer, all with equal voting rights. They shall appoint a chairman from one of

the four elected Members. The elected Members shall serve for a period of four years but notwithstanding; at least one of the elected Members shall retire annually but shall be eligible for re-election, the Member so to retire being the longest in office. As between Members who have been in office the same length of time, the retiring Member shall be chosen by lot.

5. Captain's Committee

(a) The Captain's Committee shall be responsible for:

- (i) the arrangements of golf competitions and matches of the Club
- (ii) the handicapping of all male Members
- (iii) the promotion and encouragement of the Junior section of the Club
- (iv) the conduct of Members in the Clubhouse and on the course
- (v) the social events and activities of the Club

considering all male applications for Membership of the Club made in accordance with the rules and shall forward the applications of those they propose to accept to the Board of Management for implementation.

(b) The Captain's Committee shall consist of the Captain, who shall be Chairman, the Vice Captain, the immediate past Captain, a nominee of the Ladies Section, six elected voting Members and the Honorary Treasurer. The elected Members shall serve for a period of three years but notwithstanding, at least two of the elected Members shall retire annually but shall be eligible for re-election, the Members so to retire being the longest in office. As between Members who have been in office the same length of time, the retiring Members shall be chosen by lot.

6. Office Bearers

(a) A President and Vice President shall be elected by the Members in General Meeting and shall serve for a period of three years. They will be Full Members of the Club of at least ten years' standing. They shall be charged with the overall and long term welfare of the Club and the maintenance of its Rules in the pursuit of its objectives but shall have no role in the day to day management of the Club. In the event of a vacancy occurring in the office of President, the Vice President shall assume his/her duties and authorities in addition to his/her own until the vacancy is filled at the next General Meeting of the Club.

(b) The Captain and Vice Captain [each of whom shall be a Full Member and have served on the Captain's Committee or Board of Management] shall be appointed and elected, respectively, annually at the Annual General Meeting to hold office until the following Annual General Meeting. The Vice Captain once elected shall be Captain for the year following his/her year as Vice Captain.

(c) The Honorary Treasurer, who shall be or shall have been, a voting Member and shall be elected at the Annual General Meeting for a period three years, after which he shall retire but will be eligible for re-election.

7. Membership

Membership is divided into the following categories for Ladies and Gentlemen:

Category	Entitlement to vote	Playing Times (see note (a))	Entitlement to sponsor new Members (see also rule 8)
Full	Yes	7 days a week	Yes
Associate Gentlemen only	Yes	7 days a week except Sunday a.m.	Yes
Five Day	Yes	Weekdays only	No See Rule 8
Junior See note (b)	No	As determined by the Captain's Committee	No
Cadet See note (c)	No	As determined by the Captain's Committee	No
Student See notes(c) and (d)	No	As determined by the Captain's Committee	No
Retired See note (e)	Yes	As determined by Membership Category	As determined by Membership Category
Country See note (f)	No	As determined by Membership Category	No
Non-Playing See note (g)	No	None	None
Honorary See Note (h)	Yes	As determined by the Captain's Committee	Yes

Notes

(a) Refer to Fixture list and Notice Board for special playing conditions for Tuesday and Sunday mornings.

(b) Members under 18 years of age.

(c) Members over 18 and under 25 years of age.

(d) Student Members are subject to (c) above and full time education or training. They are entitled to the same privileges as Junior Members.

(e) A Retired Member is entitled to a reduction in annual subscription having reached the age of 70 and having been a member for 10 years. This category has been closed to new entrants since January 2000

(f) Available to established Members whose place of residence is not within 40 miles of the Clubhouse.

(g) A Member who is entitled to use the Clubhouse facilities but has no privileges on the course.

(h) At the discretion of the Captain's Committee, Honorary Membership may be accorded to members who have given long and distinguished or exceptional service to the Club.

8. Election of Members, Fees & Subscriptions

(a) Applicants for Membership must be proposed by Full Associate or Five Day Members only, who have themselves been a Member of any category for the last two years. The application form shall be supported by letters from the proposer and seconder vouching from personal knowledge of the fitness of the candidate. All proposal forms shall be posted for fourteen days on the main notice board before the application is considered.

(b) No Member may support more than two candidates in any calendar year.

(c) No two members who are members of the same household or related to each other may act together as proposer and seconder of any applicant for Membership.

(d) Entrance Fees and Annual Subscriptions for all classes of Membership shall be fixed by the Board of Management except that no general increase in excess of 10% of the annual subscriptions may be instituted except by the ordinary resolution of Members in General Meeting. Fees and Subscriptions not paid within one month of date of invoice shall increase by 20% and those Members failing to pay within two months of date of invoice shall cease to be Members of the Club.

(e) A Member having paid his/her subscription shall thereby be held to submit to the Rules, Bye Laws and Regulations of the Club.

(f) The Captain's Committee shall have the power to remove or suspend from the List of Members anyone who has committed any act prejudicial to the well being and good order of the Club.

(g) When any Member is expelled, suspended or resigns from the Club, there will be no entitlement to any refund of subscription or fees other than any outstanding loan from that Member.

9. General Meetings of the Club

(a) An Annual General Meeting of the Club shall be held each year at such time (not being more than 15 months after the holding of the preceding Annual General Meeting and not more than four months after the date of the annual accounts) and at such place as the Board of Management may decide. Notice of the date of the Annual General Meeting shall be placed on the Notice Board thirty-five days before its date. At least 21 days' notice shall be given by the Secretary to each Member, such notice to contain a copy of the Annual Report and Accounts, any ordinary resolutions to be placed before the meeting and the names of all candidates nominated for President, Vice President, Captain, Vice Captain, Honorary Treasurer, Auditor and all other candidates nominated for the Captain's Committee, and to fill vacancies on the Board of Management together with the names of their respective proposers and seconders.

(b) There shall be a proposer and one seconder for nominations for the office of President, Vice President, Vice Captain, Honorary Treasurer and Independent Examiner(s). All nominations for election to the Board of Management or Captain's Committee shall require a proposer and one seconder. Nominations for the Board of Management shall also be supported by a curriculum vitae. No Member may be elected to both the Board of Management and the Captain's Committee. A Member may propose or second only one candidate for election to the Board of Management and one Member for the Captain's Committee at each Annual General Meeting.

(c) The business of the Annual General Meeting, for which fifty Members entitled to vote shall form a quorum, shall be limited to:-

(i) the confirmation of the minutes of the previous Annual General Meeting [and any other General Meetings since the last Annual General Meeting] which shall be circulated to all Members with the Notice of the Meeting

- (ii) matters arising out of these minutes
 - (iii) the submission of the Annual Report, Accounts and Three Year Rolling Plan.
 - (iv) when necessary the election of President and Vice President
 - (v) the election of a Vice Captain for the ensuing year
 - (vi) when necessary the election of an Honorary Treasurer
 - (vii) the election of candidates to fill vacancies on the Board of Management
 - (viii) the election of candidates to fill vacancies on the Captain's Committee
 - (ix) the election of Independent Examiner(s) for the following year
 - (x) any motions, or ordinary resolutions to amend the Rules of the Club for which the notice has been given
 - (xi) to receive comments from the Members
- (d)
- (i) All resolutions shall be ordinary resolutions and shall be determined by a simple majority exception resolution(s) to alter Rule 11
 - (ii) Any change or amendment to Rule 11 shall require a Special Resolution which shall require a majority of 75% of the Members entitled to vote at the meeting. Any meeting called to consider a Special Resolution shall require a quorum of not less than 75% of the voting Membership of the Club and the notice required for such meeting shall be sixty days
 - (iii) The Board of Management may make proper arrangements for proxy voting at any general meeting in accordance with this Rule. Each form of proxy may appoint the Chairman or any other voting member as his or her proxy and shall be delivered to the Secretary's office at least 48 hours before the time of the general meeting. The voting member appointed as proxy (or the Chairman if appointed as proxy) shall vote as directed in the form of the proxy but, if there is no such direction, may vote as he or she thinks fit. A member who has delivered a form of proxy shall be entitled to vote if he or she decides to attend the meeting in which case the proxy form shall be of no effect
 - (e) Any voting Member may bring forward a motion or motions relating to the management of the Club subject to the motion being seconded by one other voting Member and giving the Secretary 28 clear days notice in writing. The Secretary shall place a copy of the motion[s] on the notice board at least 21 days before the meeting.
 - (f) The Board of Management may, on giving 28 days notice, call an Extraordinary General Meeting and shall be bound to do so not more than 28 days after receiving a requisition signed by at least 50 voting Members stating the object for which they require the meeting to be called; or if required for any reason by the President and Vice President acting together.
 - (g) All Members are entitled to attend General Meetings and notice of such meetings will be sent to all Members.
 - (h) The Chairman of all General Meetings of the Club shall be the President or in his/her absence the Vice President. The Chairman shall have a casting vote in the event of equality of votes on any ordinary resolution.

10. Financial Matters

- (a) The Board of Management shall have overall responsibility for the finances of the Club. The Honorary Treasurer shall be responsible for keeping proper records of the Club's financial transactions. The Chairman of the Board of Management shall be responsible for presenting the Annual Report and Three Year Plan and the Honorary Treasurer shall be responsible for presenting the Audited Accounts to the Annual General Meeting.
- (b) The Board of Management shall have powers to borrow money for normal Club purposes from the Club's banker or any recognised commercial lender on such terms and conditions as they see fit, except that any borrowing for expenditure in excess of 25% of the

income from subscriptions in the previous financial year, shall require the prior approval of Members in General Meeting.

11. Land

(a) The freehold title to all land owned by the Club is vested in Mid-Herts Golf Club Ltd. (the Company) which is a registered trustee company limited by shares and governed by its Memorandum and Articles of Association. The Board of Management shall have responsibility for maintaining financial and fiduciary relationship between the Club and the Company, but shall not direct the Company to sell, transfer, lease or otherwise dispose of any land or buildings comprising the assets of the Company, except with the prior approval of a Special Resolution of the Club in General Meeting.

(b) In the event of a Special Resolution requiring the dissolution of the Club being carried, the Board of Management and the Directors of the Company shall proceed to realise the property and assets of the Club and after discharging all liabilities, shall divide the net proceeds of realisation under the joint supervision of the auditors of the Club and the Company amongst Members as at the date of the General Meeting, rateably in proportion to the aggregate amount each such Member has paid in annual subscriptions over the past ten years immediately preceding that date and after such division the Club shall be dissolved and the Company wound up.

12. Ladies Section

(a) Subject to the foregoing Rules of the Club and any relevant Bye Laws imposed by the Board of Management, the Ladies section shall appoint their own Captain, office bearers and Committee Members as are required and under such rules as the Lady Members shall determine, to regulate their handicaps, matches, meetings, competitions and any other matters solely concerning the Ladies Section.

(b) The Ladies Committee shall consider all applications for Membership of the Ladies Section of the Club made in accordance with the Rules of the Club, and shall forward the applications of those they propose to accept to the Board of Management for implementation.

13. Indemnity

The Club shall indemnify out of its assets any liability incurred by any Office Bearer, Member of the Board of Management or Captain's Committee as a result of discharging the duties of their office, except for any liability incurred through misconduct of fraud on their part.

14. Supply of Intoxicating Liquor

Alcoholic liquor may be served to Members on the Club premises only during permitted hours. Details will be displayed in the bar. Subject to any restrictions which may from time to time be imposed by the Board of Management, the following persons shall be entitled to admission to the Club premises and to purchase intoxicating liquor, viz:-

- (a) Golfers on payment of the appropriate Green Fee
- (b) Those taking table meals in the Club premises
- (c) Those attending any function at the Club premises in whatever capacity, and,
- (d) Caddies and Club Employees.

No person under the age of 18 years may purchase or be supplied with intoxicating liquor.