

RULES
OF
DERBYSHIRE COUNTY GOLF LIMITED

Adopted by the Board 22nd June 2017

DERBYSHIRE COUNTY GOLF LIMITED

RULES

(Adopted by the Company under Article 5 of the Company's Articles of Association ("the Articles") on [] 20[])

In these Rules "the Company" and "Derbyshire County Golf" mean Derbyshire County Golf Limited and Member Clubs means Voting Members.

These Rules are made pursuant to Article 5 of the Articles. Words which are defined in the Articles bear the same meaning when used in these Rules. Where there is any inconsistency between these Rules and the provisions of the Articles, the provisions of the Articles shall prevail.

1. MEMBERSHIP

1.1. Membership shall comprise:

1.1.1. Voting Members

Voting Members are entitled to receive notice of, attend and vote at general meetings.

Membership as a Voting Member shall be open to all golf clubs within the County of Derbyshire whose constitution and rules:

- 1.1.1.1. recognise the Rules of Golf as prescribed by R & A Rules Limited;
- 1.1.1.2. give control to its members or a committee thereof for the handicapping of its members in accordance with the National Handicapping Scheme in force from time to time;
- 1.1.1.3. undertake that any golfing events organised by the Club shall comply with the Rules of Amateur status laid down by R & A Rules Limited and that such Rules of Amateur status shall be applied and form a condition of entry to any such events;
- 1.1.1.4. conform to and accept the objectives, rules and regulations of Derbyshire County Golf and of England Golf.

1.1.2. Non-Voting Members

Non-Voting Members are not entitled to receive notice of, attend or vote at general meetings and consist of the following:

- 1.1.2.1. Playing Members – all playing members of a Member Club or Affiliated Facility irrespective of their category of membership of such club;
- 1.1.2.2. Honorary Members – such persons who at the adoption of these Rules, are Honorary Members of Derbyshire Union of Golf Clubs or Derbyshire Ladies' County Golf Association and such persons as Derbyshire County Golf may

decide to honour in recognition of services to Derbyshire County Golf or to the game of golf.

1.2. Admission to Membership

- 1.2.1. Applications for admission to membership of the Company as a Voting Member shall be in the form prescribed by the Board and shall contain an undertaking by the club to conform to and accept the objects of the Company as set out in the Articles and to accept these Rules. The application for membership shall contain agreement to the Articles and to these Rules and be signed by the club's President (or other senior officer) and the Secretary or Manager.
- 1.2.2. Applications for admission to membership shall be sent to the County Secretary who shall refer any such application to the Board which shall have the power to admit the applicant under Article 28.
- 1.2.3. Each year and as required by the County Secretary Member Clubs shall provide a list of the names and England Golf CDH numbers of their Playing Members to the County Secretary. Playing Members shall be Non-Voting Members of the Company as a consequence of their subsisting membership of a Member Club.
- 1.2.4. Honorary Members shall be nominated by the Board for approval at an annual general meeting.

1.3. Cessation of Membership

- 1.3.1. A Member Club or Affiliated Facility may withdraw from membership of the Company by giving notice thereof to the County Secretary three months or more before their re-affiliation date in any year failing which such Member Club or Affiliated Facility shall be liable to pay the annual affiliation fee for the ensuing calendar year.
- 1.3.2. If the Board decides that a Member Club or Affiliated Facility should be expelled the provisions of Article 30 shall apply.
- 1.3.3. A Playing Member shall cease to be a member if he or she ceases to be a member of a Member Club or Affiliated Facility.
- 1.3.4. An Honorary Member shall cease to hold such membership if his or her appointment is revoked by the Company in general meeting or if he or she resigns. Honorary Membership may be withdrawn by the Board at any time on notice to the Member.
- 1.3.5. Affiliation fees are not refundable in whole or in part.

2. PRESIDENT, VICE PRESIDENT AND IMMEDIATE PAST PRESIDENT

- 2.1. At the Annual General Meeting 2018 and the Annual General Meeting every two years thereafter subject to paragraph 2.8 below a candidate nominated by the Past Presidents and approved by the Board shall be elected President.
- 2.2. The person elected as President shall hold office for a two year term until the Annual General Meeting in the second year after his or her election.
- 2.3. At the Annual General Meeting in 2017 and the Annual General Meeting every two years thereafter subject to paragraph 2.8 below a candidate nominated by the Past Presidents and approved by the Board shall be elected Vice President.
- 2.4. The person elected as Vice President shall hold office for a one year term until the Annual General Meeting in the year following his or her election.
- 2.5. The Vice President shall normally (but not necessarily) be nominated as President having served his or her term as Vice President.
- 2.6. Following completion of his or her term of office as President, the President shall become the Immediate Past President and shall hold office as Immediate Past President until the Annual General Meeting in the year after completion of his or her term of office as President.
- 2.7. The President, Vice President and Immediate Past President shall be directors by virtue of their office and shall have such rights and privileges as the Board shall from time to time prescribe.
- 2.8. In any year in which the President is a man the Vice President or the Immediate Past President (as the case may be) shall be a woman and vice versa.
- 2.9. A casual vacancy in the office of President or Vice President shall be filled by the Board appointing a candidate nominated by the Past Presidents provided always that the person appointed by the Board to fill the casual vacancy shall hold office until the next annual general meeting. At such annual general meeting the Company shall elect a new President or Vice President (as the case may be) who shall hold office until such time as the person he or she replaces was due to retire.

3. APPOINTMENT OF OFFICERS

- 3.1 Save as otherwise provided in the Articles or in the Rules all officers of the Company shall be appointed by the Board. The Board may in its discretion form a Nominations Committee to identify potential officers for recommendation to the Board.
- 3.2 Team Captains shall be appointed by the Board on the recommendation of a group of relevant Past Captains nominated by the Player Development Committee.

4. AFFILIATION FEES

- 4.1. Each Member Club or Affiliated Facility shall pay such annual affiliation fees (whether on a per capita basis or otherwise) as shall be set by the Board and approved by the Company in general meeting.
- 4.2. Such annual affiliation fees shall be payable once per calendar year and shall be calculated on a per capita basis for every Playing Member irrespective of membership category as at and paid on a date sixty days after the Member Club's annual membership renewal date or, if a Member Club does not have one fixed date for renewal of membership for all members, on such other date as may be agreed between the Member Club and the Company and, failing agreement, the 1 April in each year.
- 4.3. Annual affiliation fees will normally be invoiced by Members Clubs to their Playing Members as a disbursement.
- 4.4. Failure by a Playing Member to pay such annual disbursement shall not exonerate the Club of which he or she is a Playing Member from its obligation to pay the annual affiliation fee in respect of that Playing Member.
- 4.5. Any Member Club or Affiliated Facility whose affiliation fee is unpaid three months after the date upon which it became due shall not be entitled to take part in any championship, county match meeting or competition run by the Company, nor shall any Playing Member of such Member Club or Affiliated Facility be eligible to participate in any event organised by the Company until such time as the affiliation fee has been paid (subject to the discretion of the Board to the contrary).
- 4.6. Honorary Members of Derbyshire County Golf shall not be required to pay an affiliation fee.

5. COMMITTEES

- 5.1. Committees shall be appointed by the Board to administer specific activities of the Company and shall report to and be responsible to the Board for the activities delegated to them. Each committee shall consist of the relevant Director (or, in the case of the Disciplinary Committee, the Chairman) plus the County Secretary and such further committee members as shall be appointed by the Board or co-opted by the committee with the approval of the Board. The principal committees and their main responsibilities shall be:

- 5.1.1. The Competitions Committee:

The Competitions Committee shall be chaired by the Competitions Director and shall be responsible for the organisation and administration of all approved county competitions.

5.1.2. The Player Development Committee:

The Player Development Committee shall be chaired by the Player Development Director and shall be responsible for the selection of all teams representing the County and arranging coaching programmes for individuals of all abilities from those trying golf for the first time to the elite players in the County.

5.1.3. The Marketing and Development Committee:

The Marketing and Development Committee shall be chaired by the Marketing and Development Director and shall be responsible for developing programmes to further the game of golf in Derbyshire.

5.1.4 The Disciplinary Committee:

The Disciplinary Committee shall be chaired by the Chairman and shall be responsible for disciplinary issues referred to or requiring the attention of the Company and for developing policy relating to discipline and disciplinary issues.

5.2. The President, Vice President, Immediate Past President, Chairman, County Secretary and Finance Director shall be given notice of the dates and times of all committee meetings and may attend such meetings if they so desire.

5.3. Committees of up to four members shall have at least one member of each gender. Committees of five to seven members shall have at least two members of each gender. Committees of eight or more members shall have at least three members of each gender.

5.4. Committees shall provide copies of minutes of their meetings to the Board promptly after each meeting.

6. MEETINGS

6.1. The Board shall convene an annual general meeting each year in accordance with Article 31.

6.2. In addition to the annual general meeting the Board shall convene three other general meetings in each calendar year. Member Clubs and Affiliated Facilities may send one voting representative and as many delegates as the Board shall agree to each such meeting representing their male and female Playing Members. The objective of such general meetings will be to update Member Clubs, Affiliated Facilities and Playing Members on the activities of the Company and on all issues relevant to Member Clubs, Affiliated Facilities and Playing Members.

6.3. The Company has representation on the executive of England Golf and shall nominate a member of the Board as England Golf representative to attend relevant meetings of England Golf. The Company also has representation on the executives of Midland Golf Union Limited and Midlands North Region and shall nominate a representative to sit on the executive

committee of each body.

- 6.4. If a matter has been considered by the Board, and matters of outstanding importance concerning England Golf, Midland Golf Union Limited and Midlands North Region should be considered by the Board wherever possible, and the Board has made a decision on such matter the representative shall vote in accordance with such decision. In all other matters the representative shall act in his or her discretion in what he or she considers to be the best interests of England Golf or the relevant body as the case may be and of Derbyshire County Golf.

7. DISCIPLINE

- 7.1. The Board shall ensure that Members comply with the objects set out in the Articles and with these Rules and that these Rules are enforced.
- 7.2. Subject to any variation or amendment made by the Company in general meeting the disciplinary procedures set out in the Schedule to these Rules shall apply.
- 7.3. The Board is authorised to impose such sanctions, penalties or punishment on any Member it deems necessary or appropriate pursuant to the disciplinary procedures.
- 7.4. Member Clubs and Affiliated Facilities shall inform the Company of any disciplinary action taken against a Playing Member who is a member of that Member Club or Affiliated Facility in respect of conduct material to the playing of golf or membership of a Member Club or Affiliated Facility.
- 7.5. In the event of an appeal against a sanction imposed by the Board the Board shall appoint an independent appeal committee comprising a chairman and two others who have not been involved in the original disciplinary procedure.

8. COMPETITIONS, MATCHES AND COURTESY OF COURSES

- 8.1. All requests to Member Clubs and Affiliated Facilities for courtesy use of their courses for the Company will be made by the County Secretary, the Competitions Director, the Men's Match Secretary or the Ladies Match Secretary.
- 8.2. All Clubs and Affiliated Facilities are expected to grant the courtesy of their Course to the Company to hold one male and one female Championship, Match or Competition each year without donation by the Company.
- 8.3. All Clubs and Affiliated Facilities will whenever possible grant the courtesy of their Course to the Company to hold other male and female Championships, Matches or Competitions each year. A facility fee will be paid at the discretion of the Board for certain events.
- 8.4. On the day of a County Match, the first tee shall be closed preferably 45 minutes but at least 30 minutes prior to the start of each round.

- 8.5. At the request of the County Secretary, all Member Clubs and Affiliated Facilities shall make available two tee times for the use of playing members of the Member Club providing the courtesies of the course to the Company as 8.2 and 8.3.
- 8.6. All competitions shall be played in accordance with the current Rules set by R & A Rules Limited and either the current Hard Card issued by England Golf or any local Rules of the Member Club or Affiliated Facility on whose Course the competition is being played.
- 8.7. Member Clubs and Affiliated Facilities shall provide copies of their Health & Safety Rules and requirements and of any relevant Health & Safety risk assessments for use when a county competition or match is to be played on that Course.

9. COUNTY DRESS

- 9.1. County dress colour code shall be the same for men and women and subject thereto shall be decided by the Board.
- 9.2. Qualifications for the award of county colours shall be decided by the Board.

10. BANK MANDATE

- 10.1. The Bank Mandate shall require that payments in excess of £1,000 shall be signed by not less than two authorised signatories whether by cheque or electronic transfer.
- 10.2. All payments from the Company bank account must be authorised by the member of the Board responsible for the area of activity for which the payment is made, or his or her nominee.