

# **Windyhill Golf Club**

## **Constitution 2016**

### **1. Name**

- 1.1 The name of the Club shall be Windyhill Golf Club, hereafter referred to as 'the Club'.
- 1.2 The Club shall be affiliated to Scottish Golf and to the Dumbartonshire Golf Union.

### **2. Objectives**

The Club shall hold the following as its aims and objectives and shall strive to fulfil these aims and objectives at all times:

- 2.1 To fulfil the general objectives and functions of an amateur golf club and sports club and by undertaking such activities as may be reasonably necessary and/or incidental to such objectives;
- 2.2 To provide facilities for the promotion of participation in the sport of golf for the benefit of members and to be open to the whole community;
- 2.3 To promote and abide by the Rules of Golf as they are fixed from time to time by The R&A;
- 2.4 To be organised on an amateur basis and to provide members and their guests only the ordinary benefits of an amateur golf and sports club;
- 2.5 To provide access to golf for all members of the community for players of all standards in a friendly and welcoming atmosphere that does not discriminate on the grounds of gender, age, race, religion or belief, sexual orientation or disability;
- 2.6 To provide coaching in golf to beginners and for improvement for experienced players;
- 2.7 To be non-profit making and any surplus income or gains to be re-invested in the club. There shall be no distribution of club assets in cash or kind to members or third parties;
- 2.8 To arrange competitions and matches for members and their guests;
- 2.9 To lease and/or purchase land and/or equipment suitable for the purposes and functions of the Club;
- 2.10 To sell and deal in alcohol, soft drinks, refreshments, foodstuffs and golfing equipment in accordance with the provisions of any and all relevant licensing laws and by obtaining the necessary statutory consents and licences for this.

### **3. Membership**

- 3.1 The membership of the Club shall consist of:
  - Ordinary Members
  - Life Members
  - Associate Members & Associate Life Members (categories now closed to new members)
  - Honorary Members
  - Intermediate Members

- Weekday Members
  - Limited Play Members (points system)
  - Four- Day Unrestricted Members (CASC)
  - Temporary Members
  - Youth Members
  - Junior Members (two classes – A & B)
  - Non Playing Members
  - Social Members
- 3.2 All members shall pay an annual subscription to join the Club. The membership fee for each category of membership shall be decided by the Executive Board.
- 3.3 All members joining the Club shall be deemed to accept the terms of this Constitution and any Rules from time to time adopted by the Club, in particular including the requirement to conduct themselves in accordance with any conduct rules, Health & Safety rules, Child Protection rules, equality policies and disciplinary procedures.
- 3.4 The Club shall include within its Rules the process for any person seeking membership of the Club. This process shall reflect that membership is open to all and no application shall be refused on grounds of gender, gender reassignment, age, race, religion or beliefs, sexual orientation, marriage and civil partnership, pregnancy and maternity or disability. No Application for membership shall be refused on the grounds of political opinion, and the Rules shall describe any reasonable grounds for refusing membership and any appeal process that will apply to refusal or removal of membership.
- 3.5 Annual subscriptions shall be due on 1st January and all arrangements for payment shall be in place by 31st January.
- 3.6 The Club shall provide notice of subscriptions due, including methods of payment available to members.
- 3.7 Any member who wishes to resign must hand in his/her resignation in writing by 31st December.
- 3.8 The Entry Fee payable by new Members will be at a level to be determined by the Executive Board. The Executive Board has the authority to suspend the Entry Fee if considered appropriate.
- 3.9 The Executive Board shall have the authority to engage in Membership Promotions for the encouragement of new members.
- 3.10 Any new Member admitted between 1st October and 31st December shall not be charged the subscription for the current year.
- 3.11 The Executive Board shall have the power to suspend any member whose conduct appears to them to endanger the character, interests or good order of the Club, or who acts in defiance of its Constitution and Rules; and at a General Meeting of the Club shall have power, on a vote by ballot and by a majority of two thirds of those voting, to expel any such member. At least seven

- days before calling such a meeting the Executive Board shall communicate with the offending member to give him or her an opportunity of withdrawing from the Club.
- 3.12 Any member who has not paid his/her annual subscription (either in full, or in part via a confirmed direct debit or agreed payment plan) by the 31st March shall cease to be a member of the Club. Any member not in arrears having resigned, may be re-admitted on payment of the annual subscription and half of any entry fee eligible at the date of his or her application for re-admission at the discretion of the Executive Board. Any member having removed to a distance of over 40 miles from Glasgow and resigning his/her membership in consequence, may be re-admitted on payment of annual subscription only.
- 3.13 The Club welcomes many visitors and guests each year, and they make a significant contribution to the income of the Club. Green Fees for visitors and for guests shall be set by the Executive Board. Visitors and guests shall have access to the course and to the clubhouse facilities for changing and refreshments etc, but shall not be permitted to take part in club medals, or internal club competitions. They may, of course, participate in club invitational events, open competitions, charity events etc. on payment of the appropriate entry fee.

#### **4. Management of The Club**

- 4.1 The management of the club shall be vested in an Executive Board that shall comprise a minimum of seven elected members, including the current Club Captain and the Immediate Past Captain.
- 4.2 The Club Captain shall be elected at the AGM to serve as Captain for 1 year, and on the Board for 2 years (the second year as Immediate Past Captain).
- 4.3 All other general members of the Board shall be elected at the AGM to serve for two years.
- 4.4 All members of the Board shall be eligible to stand for re-election for a second term of two years after which time he/she shall not be eligible for re-election for at least one year.
- 4.5 Election to any position on the Executive Board shall not be limited by or discriminated on the grounds of gender, gender reassignment, age, race, religion or belief, sexual orientation, marriage or civil partnership, pregnancy or maternity or disability.
- 4.6 The Board shall appoint a chair from amongst its number at the first meeting following the AGM.
- 4.7 Should Board numbers fall below the minimum number of seven members during the year, the Board shall have the power to co-opt from within the Club membership, provided the qualifications detailed in section 7.7 below are met. Such co-opted members shall be eligible to stand for formal election to the Board at the next General Meeting.
- 4.8 The Board shall meet on a regular basis (nominally monthly) to administer the business and functions of the Club. Five members of the Board shall be required to form a quorum at any meeting of the Board.

## **5. Responsibilities of Executive Board**

- 5.1 The Executive Board shall
- be responsible for establishing and promoting the Rules of the Club
  - set annual subscriptions, entry fees and visitor green fees
  - appoint golf, greenkeeping and clubhouse staff, and shall set salary and all financial remunerations
  - manage the Club through its employees, service providers and Sub-Committee structure
  - approve the Annual Accounts
  - be responsible for ensuring the Club, its office-bearers and employees have in place adequate and relevant insurance cover at all times.
- 5.2 The members of the Executive Board shall act as Trustees of the Club, shall hold any property of the Club in their name. They shall be indemnified by the Club where acting in good faith in their capacity as Trustees of the Club.
- 5.3 The Executive Board shall have the power to authorise short-term hires of clubhouse facilities, but shall not have power to purchase, sell, or lease heritable property without the specific authority of members at a General Meeting.
- 5.4 The Board may also hire out the course exclusively for use by visiting groups, golf clubs or golfing associations for the purposes of events or competitions.

## **6. Sub-Committees of the Club**

- 6.1 The Executive Board shall establish a number of Sub-Committees to undertake the functions of the Club, each of which shall report to the Board via an Executive Board member.
- 6.2 Each sub-committee shall have a remit defined by the Board. Sub-committees shall cover functions that include but are not necessarily limited to the following
- Finance & HR
  - Membership
  - Match & Handicap
  - Greens
  - Clubhouse
  - Social
- 6.3 The Board shall appoint all Sub-Committee members, who must be members of the Club.
- 6.4 Each Sub-Committee shall organise itself as best suits its remit. A member of the Board shall be appointed to liaise with each Sub-Committee, providing a reporting route directly to Board meetings. However, he/she shall not necessarily chair the Sub-Committee.

## 7. The Annual General Meeting

- 7.1 The AGM shall be held once per calendar year in the month of February (the place and date of the meeting will be fixed by the Executive Board), and shall have as its main business:
- Approval of the minutes of the last AGM and any other General Meetings held during that year
  - The presentation of the Executive Board Report for the past year.
  - The presentation of the Annual Accounts, previously approved by the Executive Board and audited by members of the Club appointed by the membership
  - The election of a Captain and Executive Board members
  - The appointment of two auditors for the Accounts, from within the membership of the Club
  - Consideration and approval of any changes to the Constitution
  - Approval of a budget for the current year
  - Any other relevant business.
- 7.2 An agenda giving notice of the AGM shall be circulated along with a copy of the audited accounts to all Club members at least 7 calendar days in advance.
- 7.3 Any member wishing to place a motion before the AGM shall send notice thereof to the Executive Board along with the names of the proposer and seconder by the 31st December.
- 7.4 The quorum for any AGM shall be fifty members.
- 7.5 All members shall be permitted to attend the AGM, and all Members shall be eligible to vote, with the exception of the following categories – Temporary, Non-Playing, Social and Junior.
- 7.6 Voting on all matters shall be by simple majority of voting members present. In the event of a dispute arising, all voting papers will be retained for a period of 30 days following a General Meeting.
- 7.7 Nominations for Executive Board members shall be posted at least ten calendar days in advance of the AGM and nominations shall close one calendar day before the meeting.
- Each nomination shall require one proposer who shall be a member of the Club.
  - Nominees shall have been a playing member of the Club in a qualifying category for at least a period of three full years before they are eligible for election to the Board.
  - Elections shall be conducted on a simple majority of Club members present and voting.
  - In the event of there being no nomination for a post within the stipulated time then nominations may be accepted at the AGM.
- 7.8 Those members unable to attend an Annual General Meeting or Special General Meeting and wishing to record a vote at the meeting may do so by registering as a Postal Voter at least 21 days in advance of the meeting.
- On receipt of a request to register as a Postal Voter, the member shall be allocated a ballot number and a ballot paper shall be sent out for completion and return by the member, in an enclosed stamped, addressed and numbered envelope.

- All returned ballot envelopes shall be placed unopened under lock and key until the date and time of the meeting. When the vote takes place, the unopened Postal Vote envelopes will be passed to scrutineers for inclusion in the vote.
- Scrutineers will be selected from volunteers from the body of the meeting. On conclusion of the count, the result and all voting papers to be passed to the Chairman of the Meeting for declaration.

## **8. Special General Meetings**

- 8.1 A Special General Meeting may be called at any time by the Executive Board or by 20 members of the Club. Notice of this meeting as well as the business to be discussed shall be submitted to the Executive Board in writing.
- 8.2 At least 7 calendar days of notice of such a Special General Meeting shall be given to the full Club membership.
- 8.3 As for the AGM, all Members shall be eligible to participate in Special General Meetings, and the same voting rights shall apply as for the AGM. Fifty members shall form a quorum, and any decisions shall be reached by a simple majority of the voting members present.

## **9. Finance**

- 9.1 The financial and membership year shall run from 1st January to 31st December.
- 9.2 The Executive Board shall be responsible for securing the preparation of Annual Accounts of the Club and laying these before the AGM.
- 9.3 The accounts shall be prepared by a qualified accountant who shall be appointed annually at the AGM.
- 9.4 All cheques drawn against the Club's funds shall be signed by two members of the Executive Board.
- 9.5 All members of the Club shall be jointly and severally liable for the financial liabilities of the Club.
- 9.6 Any unused balances of the initial deposit left on club loyalty cards by 31st December shall be surrendered and funds raised by this measure will be reinvested in club facilities.

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

- 10.1 The Club is organised on an amateur basis, is non-profit-making and any surplus income or profit will be used to maintain and improve the Club facilities or to carry out the objectives of the Club.
- 10.2 If upon the winding up or dissolution of the club there remains after satisfaction of all debts and liabilities any surplus or property, the same shall be transferred either to any Association to which the Club is affiliated, or to some other organisation or organisations, having objectives similar to the Club, which must be registered Community Amateur Sports Clubs or registered Charities. The organisation shall be determined by the members of the Club by a resolution passed at a

General Meeting called for this purpose. The Club does not permit any distribution of club assets in cash or kind to members.

- 10.3 If, upon the winding up or dissolution of the Club, liabilities still remain which cannot be satisfied through the liquidation of any and all remaining assets, then at a meeting of the Club called for this purpose, the majority of members present shall have the power to assess all members for payment of such sums (on a pro-rata basis to the members' subscription rate) as are necessary to fully liquidate the obligations of the Club. Any member failing to make payment of his/her share within one month after the date of the notice demanding payment of the same shall cease to be a member of the Club and his/her name shall be struck off the role of members, but he/she shall remain liable for his/her share of the said assessment.

## **11. The Constitution.**

- 11.1 The Constitution shall only be altered by consent of a simple majority of members present at an Annual General Meeting or Special General Meeting called for that specific purpose.
- 11.2 The Constitution and Rules in force from time to time shall be binding on the Executive Board and on all members.

*This constitution has been approved in accordance with 11.1 above, and accepted as the Constitution for the Windyhill Golf Club.*

*Signed*

## **Appendix 1 - Categories of Membership**

### **A. Ordinary Members**

- (1) Members who have attained the age of thirty-one years shall be eligible for admission as Ordinary Members in accordance with Section 3 of the Constitution. The subscription rate for Ordinary members shall be set by the Executive Board.
- (2) Ordinary Members elected prior to 28 February 2007, who are aged 65 or more, and who have paid the full rate of annual subscription for Ordinary Members for a continuous period of at least 20 years, may choose to continue in membership at a reduced subscription rate which will be decided by the Executive Board.

### **B. Life Members**

Life Membership is granted by the Club to members who have shown loyalty to the Club over a significant number of years. It is recognised through a reduced rate of annual subscription, set by the Executive Board.

Qualification for Life Membership is set out below.

- (1) Ordinary Members elected prior to 1st January 1991 who have paid the full rate of annual subscription for Ordinary Members, or who at some point converted to payment at a reduced rate in terms of Appendix A (2) above, for a continuous period of at least 33 years, are eligible to choose to become Life Members.
- (2) Ordinary Members aged 65 or over, elected after the 31st December 1990 who have paid the full rate of annual subscription for Ordinary Members, or who at some point converted to payment at a reduced rate in terms of Appendix A (2) above, for a continuous period of at least 40 years, are eligible to choose to become Life Members.
- (3) Non Playing Life Members may continue in membership on payment of an annual subscription equivalent to that of a Social Member.
- (4) Any period as an Ordinary Lady Member or Associate Member of the Club (which categories are now closed to new members) will count towards the 33 years or 40 years of service requirements detailed in (1) or (2) above.

### **C. Associate Members**

The categories of Associate Member and Associate Life Member are now closed to new admissions. The Executive Board will continue to set the annual subscription for these categories as long as there are existing members. For all purposes other than annual subscriptions, the category of Associate Member will be equivalent to that of Ordinary Member, and the category of Associate Life Member will be equivalent to Life Member.



**D. Honorary Members**

It shall be competent for the Executive Board, in recognition of great renown as a golfer, or in respect of services rendered by an official of the Club, or in the promotion of the game of Golf, to confer upon any person the distinction of Honorary Membership of the Club. Such Honorary Members shall not be required to pay an annual subscription but shall have the playing rights of an Ordinary Member. The Honorary President shall also be an Honorary Member.

The title of Honorary Vice President shall be given to the Past Captains of the Club for the preceding six years, but their subscription obligations shall remain in accordance with their chosen category of membership.

**E. Intermediate Members**

This category offers a reduced subscription for golfers in the age range between 26 and 30 years. Other than the reduced subscription, this category carries with it all the benefits and rights of Ordinary Membership. The Executive Board shall set the subscription rate for the Intermediate category.

**F. Weekday Members**

Weekday Members shall be entitled to play the course between Monday and Friday only. A reduced annual subscription shall apply, which shall be set by the Board. Weekday members shall be eligible to play in weekday medals only.

**G. Limited Play Members**

Limited Play members shall pay a reduced subscription, which shall be set by the Board. Within this category of membership, Limited Play members will start each year with 200 points and will be deducted 10 points per round if they play between Monday and Friday, and 20 points per round if they play on Saturday or Sunday. Once they have used all their points they will be entitled to purchase more points in multiples of 50 points. Limited Play members may play in medals and club competitions, for which points shall also be deducted as above, dependent on the day of play. To operate the points system, all Limited Play members must use the on-line BRS booking system to book tee-times.

**H. Four-Day Unrestricted Members (CASC)**

In recognition of the Club's status as a Community Amateur Sports Club (CASC) the category of 4-Day Unrestricted membership has been created for potential players who can demonstrate to the satisfaction of the Executive Board that they cannot afford full membership. Such Members shall be permitted to play four days per week, including one weekend day. The days shall be Sunday through Wednesday, unless otherwise agreed by the Executive Board. The cost of this membership shall include the loan of golf equipment where necessary. Four-Day Unrestricted members shall be permitted to play in weekday medals only.

**I. Temporary Members**

The Executive Board may admit persons temporarily resident in the district as Temporary Members. Such membership shall be for a period of not more than three months, and the fee applicable shall be set by the Executive Board. This type of membership shall be available primarily to those persons who, as a consequence of their employment, are unable to take advantage of full Ordinary Membership. They shall not be permitted to play in any official Club competitions but shall be allowed to play in midweek medals.

**J. Youth Members**

This category offers a reduced subscription to young men and women between the ages of 18 and 25 years. It includes the right to play in all medals and competitions. The rates of annual subscription for Youth Members shall be set by the Executive Board.

**K. Junior Members**

Two categories of Junior Membership exist to encourage boys and girls into the game of golf. Junior B category covers youngsters between the ages of 10 and up to 14 years old, while the Junior A category supports boys and girls up to and including 17 years of age. The rates of annual subscription for Junior Members shall be decided by the Executive Board.

**L. Non-Playing Members**

In exceptional circumstances of ill health or such other equivalent circumstances as the Executive Board considers appropriate, non-playing membership may be granted to a Member. Such members are not permitted to play on the course unless introduced as guests of playing Members. A Non-Playing Member will be granted reinstatement to his or her previous category of membership on application and on payment of the relevant annual subscription.

**M. Social Members**

The Executive Board may admit persons aged at least 18 years as Social Members. Such members are not permitted to play on the course unless introduced as guests of playing Members. Playing members may be accepted as Social Members on health grounds or such other extenuating circumstances as the Executive Board consider being justifiable.