

# **Rules of the Riversdale Beach Golf Club Incorporated**

[This incorporates the changes made on 13 December 2020]

The name of the Club is 'RIVERSDALE BEACH GOLF CLUB INCORPORATED'.

## **1 Objects:**

The objects of the Club shall be:

- 1.1 To provide for members a golf course and tennis courts and grounds for other sports and recreation together with a clubhouse and to provide them with all things incidental to this object.
- 1.2 To affiliate as a subscribing member to the New Zealand Golf Club Association (Incorporated).
- 1.3 To acquire control and develop such real and personal property (including limited rights and interests therein) as may be considered necessary or advisable for all or any of the aforesaid objects.

## **2 Club colours:**

The colours of the Club shall be gold and marine blue.

## **3 Membership:**

The members of the Club shall be all those persons who were members of the Riversdale Beach Golf Club on 11 December 2016 and all other persons who became members under these rules thereafter.

The membership of the Club shall consist of:

- 3.1 Playing Members (as defined in Rule 6).
- 3.2 Members (as defined in Rule 17).
- 3.3 Junior Members (as defined in Rule 17).
- 3.4 Visiting Members (as defined in Rule 20)
- 3.5 Casual Members (as admitted by the Committee under rule 3.6).
- 3.6 The Committee may at any time, be permitted to offer alternative types of memberships of the Club with such terms and conditions as it may in its complete discretion determine by a 75% vote of the Committee, except that any such membership may be for no longer than one year, (which the Committee may renew), and shall not contain any right to vote at a meeting of the Club or for such member to hold any office or serve on the Committee. The Committee may also grant to members of any club, as that term is defined in the Sale of Liquor Act 1989, reciprocal visiting rights so as to allow members of that club the right to use the Clubhouse and associated facilities. Any such grant shall be on such terms and conditions

as the Committee shall determine from time to time, including having the right to cancel such rights at any time in its complete discretion. Any grant of such rights shall be formally resolved by a majority of the Committee and shall not be granted for the purpose of making profits.

**4 Voting and holding office:**

Only Playing Members who have paid their current membership subscription and life members shall be entitled to vote at meetings, be an officer or a member of the Committee.

**5 Admission of members:**

5.1 Every application for membership shall be made on the prescribed form. Candidates shall be proposed and seconded by two Playing Members of the Club and the proposer and seconder shall sign and forward to the Secretary of the Club the prescribed form giving the name and address of the candidate and stating the class of membership for which he or she is proposed.

5.2 Admission shall be made by ordinary resolution of the Committee.

5.3 The Committee shall have power to transfer upon request members from one type of membership to another.

**6 Compliance with rules and regulations:**

Every member on joining the Club undertakes to comply with the rules and regulations of the Club.

**7 Entrance fee and subscription:**

7.1 The entrance fee shall be such sum as the Committee of the Club by ordinary resolution of the Committee of the Club determines.

7.2 The annual subscriptions shall be such sum as the Committee of the Club by ordinary resolution determines PROVIDED HOWEVER the Committee shall not be empowered to increase the subscriptions for the following year in excess of 15% of the previous year's subscription.

7.3 Subscriptions shall become due and payable on 1 October in each year and must be paid before the last day of November in that year. Any member whose subscription is unpaid after the last day of November in any one year shall not be entitled to attend and vote at any meetings of members of the Club nor shall they be permitted to take part in any Club competitions or matches arranged by the Club. Any member whose subscription remains unpaid by 20 February in that year shall be deemed to have resigned from the Club and thereafter will not be entitled to use any of the Club's facilities.

7.4 On the admission of new members the Secretary shall notify the fact to them and shall request such new members to forward the amount of their subscription and entrance fee (if any). However, where a person becomes eligible to apply for membership during the Club's financial year, he or she shall pay a subscription for the remainder of the financial year equivalent to

a full year's subscription reduced by as many twelfths thereof as completed months of the year have passed at the date of application for membership.

- 7.5 The Committee may at their discretion allow a rebate of the subscription payable by any member.

**8 Retirement and disqualification:**

Membership may be terminated in any one of the following ways:

- 8.1 Any member may resign his or her membership at any time by notice in writing delivered personally or posted to the Secretary and on such delivery, he or she shall cease to be a member of the Club, but no such resignation shall relieve the member from payment of any monies being due by him or her to the Club.
- 8.2 Any member who is adjudicated bankrupt, or who makes a compromise with his or her creditors, or who is convicted of an indictable offence, or who is of unsound mind, shall be expelled from membership.
- 8.3 Any member infringing any by-law or regulation or misconducting himself or herself within the Club premises shall be answerable to the Committee who may at their discretion either:
- 8.3.1 Fine such a member in any sum, or
- 8.3.2 Suspend such member, or
- 8.3.3 By a majority of not less than 3 votes, decide that such member be required to furnish to the Committee within three days his or her resignation as a member of the Club and that failing the receipt of such resignation, he or she shall cease to be a member of the Club.
- 8.4 No member retiring from the Club or ceasing to be a member of the Club for any reason shall be entitled to have any claim upon any portion whatever of the funds or property of the Club.

**9 Officers:**

The officers of the Club shall consist of:

- 9.1 A Patron.
- 9.2 A President.
- 9.3 A Captain.
- 9.4 An Honorary Treasurer.

All officers must be a Playing Member and shall be elected at the Annual General Meeting of the Club to hold office until the next Annual General Meeting. The office of Treasurer may be combined and be held by one person. The Captain shall be the Chief Executive Officer of the Club.

10 **Management of the Club:**

10.1 Committee:

The affairs of the Club shall be managed by a Committee of not more than 12 people comprising the President, Captain, Treasurer (all ex officio if elected) and other Playing Members of the Club who shall be elected at the Annual General Meeting.

10.2 Eligibility and Nominations for membership of the Committee:

10.2.1 Only Playing Members pursuant to Rule 4 hereof shall be eligible to serve on the Committee.

10.2.2 Written nominations for the Committee, in the form prescribed by the Committee, shall be lodged with the Secretary not less than 48 hours prior to the date of the Annual General Meeting.

10.2.3 Every retiring member of the Committee shall be eligible for re-election and be deemed to be nominated, unless he or she has previously signified to the Secretary in writing the desire not to seek re-election.

10.2.4 If in any year the number of members nominated for the Committee is less than 12, those nominated shall be deemed to be elected to the Committee at the Annual General Meeting. At that meeting, the Chairman shall invite nominations for the remaining positions on the Committee and, if an election is necessary, a ballot shall be held.

10.2.5 If in any year the number of members nominated for the Committee exceeds 12, the candidates to be elected to the Committee shall be determined by a ballot held at an Annual General Meeting.

10.3 Vacancies on the Committee:

Any vacancy occurring on the Committee between one Annual General Meeting of the Club and the next may be filled by the Committee. A person appointed to fill such a vacancy shall retire at the next Annual General Meeting and be deemed to be re-nominated in terms of Rule 10.2.3.

10.4 Sub-Committees:

The Committee may appoint Sub-Committees from amongst its members (or from among other Playing Members of the Club who are not members of the Committee) and:

10.4.1 May fix the quorum, and

10.4.2 May delegate any of its powers to such Sub-Committees, and

10.4.3 Make any rules for regulating the proceedings of the Sub-Committees.

The role of a Sub-Committee shall be to undertake special projects, e.g. the organisation of Club competitions, or on behalf of the Committee to which it shall report.

The Club Captain shall be an ex officio member of all Sub-Committees. A member of the Committee shall be Chairman of the Sub-Committee.

10.5 Any member of the Committee shall vacate office if:

10.5.1 He or she is absent from three consecutive meetings of the Committee without leave of absence unless reinstated by the Committee upon receipt of an explanation satisfactory to it.

10.5.2 He or she becomes bankrupt or who makes a compromise with his or her creditors, or who is convicted of an indictable offence, or who is of unsound mind.

10.5.3 He or she ceases to be a Playing Member of the Club for any reason.

10.5.4 By notice in writing to the Committee he or she resigns his or her office.

10.6 The Committee:

10.6.1 The Committee shall meet as directed by an ordinary resolution of the Committee.

10.6.2 At any meeting of the Committee the Captain, if present, shall preside. In the absence of the Captain from any meeting the President shall preside. In the absence of both the Captain and the President, the members present shall elect one of their number to chair the meeting.

10.6.3 Each member of the Committee present shall be entitled to exercise one vote. Questions arising at any meeting shall be decided by a majority of votes. The Chairman of the meeting shall have a deliberate vote and, in the event of an equality of votes, a casting vote also.

10.6.4 Four members personally present at the beginning of and throughout the meeting shall form a quorum.

10.6.5 Without prejudice to the general powers conferred by the rules, the Committee shall have the following powers:

(a) It shall be responsible for the management of the affairs of the Club including the control and investment of the Club's funds.

(b) To engage such staff as may be necessary for the conduct of the Club.

- (c) It may build, purchase, lease, rent, hold and/or furnish any land or buildings for the use of the members of the Club and may from time to time dispose of some or any part thereof.
- (d) It may make and give receipts, releases and other discharges for monies payable to the Club and for the claims and demands of the Club.
- (e) It shall make provision for the opening and operation of such bank accounts or accounts as may be deemed necessary for the purposes of the Club.
- (f) It may invest and deal with any monies of the Club upon such security and in such manner as it thinks fit, and it may from time to time vary such investments.
- (g) It may borrow or otherwise raise money in such manner as it thinks fit and to secure repayment thereof by the issue of debentures or by mortgages or charge upon the whole or part of the property or assets of the Club (whether present for future) and to purchase, redeem or pay off any such securities.
- (h) It shall keep minutes of all meetings of the Committee and Sub-Committees and of all general meetings of members.
- (i) It shall ensure that proper books of accounts are kept by the Treasurer who shall present a monthly financial statement to the Committee and an annual statement of income and expenditure, together with a balance sheet to the members at the Annual General Meeting.

10.6.6 Before the Committee can exercise the power to do anything which involves the Club in disposing, acquiring or altering any liability or committing to expenditure of amount in excess of \$250,000 GST inclusive, with the CPI added annually accrued from 1 April 2008, such decision must first be approved by a majority of members voting at the Annual General Meeting or at a special meeting in respect of which prior notice has been given specifying the business to be considered and at which a minimum of 30 members are present.

11 **Registered office:**

The registered office of the Club shall be at the Clubhouse.

12 **Allocation of funds:**

The income, funds and property of the Club shall be applied solely towards the promotion of the objects as set out in these rules and the whole or any portion shall not in any circumstances be paid or transferred directly or indirectly by way of dividend, bonus or otherwise to any member or members of the Club. This rule shall

not apply to any member who may be a salaried officer of the Club nor shall it prevent the members at a General Meeting voting an Honorarium to any member or members for services rendered to the Club in an official capacity. All expenditure of the income and funds of the Club shall be authorised by the Committee, PROVIDED THAT any income, benefit or advantage shall be applied to the objectives of the organisation. No member of the organisation or any person associated with a member shall participate in or materially influence any decision made by the organisation in respect of the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever. Any such income shall be reasonable and relative to that which would be paid in an arm's length transaction (being open market value).

13 **General Meetings:**

- 13.1 An annual general meeting (AGM) of the members of the Club shall be held within four months of 1 October in each year at such time and place as the Committee may determine. The business of the AGM shall be to receive and consider:
  - 13.1.1 The report of the Committee on the affairs of the Club for the past financial year.
  - 13.1.2 The accounts made up to the previous 30 September, such accounts to be reviewed by the Club's Auditor.
  - 13.1.3 The election of officers in accordance with Rule 9.
  - 13.1.4 The election of the Committee in accordance with Rule 10.
  - 13.1.5 The appointment of an auditor for the ensuing year.
  - 13.1.6 General business permitted in accordance with Rule 13.3.
  - 13.1.7 The appointment of an Honorary Solicitor for the ensuing year.
- 13.2 Notice of all general meetings shall be sent by the Secretary by post (or by email) to all Playing Members, Members and Junior Members at least seven days prior to the date fixed for the holding thereof. Such notice shall specify the date, time and place of such meeting, the type of meeting and the business to be discussed.
- 13.3 Any Playing Member wishing to bring any motion before the AGM shall give written notice thereof to the Secretary of the Club on or before the 14<sup>th</sup> day immediately preceding the date of the meeting and no motion shall come before the meeting unless notice thereof has been given. No other business shall be considered unless the same is specified in the notice convening the meeting, except if it is deemed a matter of extreme urgency by a majority of the Playing Members assembled or expressly authorised by the rules.
- 13.4 A special general meeting of the Club may be called:
  - 13.4.1 At any time by the Committee.

13.4.2 At any time by the Secretary within 14 days after receipt of a requisition specifying the business to be discussed by at least 30 Playing Members of the Club.

A notice of such meeting and business to be discussed shall be posted in the clubhouse for inspection at least seven days prior to the date fixed for the meeting. No business shall be transacted at such meeting except that of which notice shall have been given.

13.5 At a general meeting of the Club, whether an annual general meeting, or a special meeting, 30 Playing Members shall form a quorum. There must be a quorum present at the start of, and throughout the meeting.

13.6 Every Playing Member, Member, and Junior Member shall be entitled to attend and speak at a general meeting. Only members in accordance with Rule 4 shall be able to vote and shall have one vote each. The Chairman shall decide upon a show of hands in the first place, but any eight members may require a ballot. In the case of equality of votes the Chairman shall have a casting as well as a deliberative vote.

13.7 The President, or in his or her absence, the Captain shall be Chairman of a general meeting. In the absence of both the President and the Captain, the meeting shall elect a Chairman for that meeting.

14 **Financial year:**

The financial year of the Club shall end on 30 September in each year.

15 **Finance:**

15.1 Monies received on account of the Club shall be paid into the account of the Club with its bankers and shall be acknowledged by an officer or a paid employee of the Club.

15.2 All cheques drawn upon the bankers of the Club shall be signed in such manner and by such persons as the Committee from time to time determines.

15.3 Cheques or other negotiable instruments paid or payable to the Club's bankers for collection requiring the endorsement of the Club may be endorsed by such person or persons as the Committee shall from time to time appoint.

15.4 The Treasurer shall keep, or cause to be kept, a proper account of the income and expenditure of the Club, and of the matters in respect of which such income and expenditure arises and takes place respectively and of the property, credits and liabilities of the Club, in books to be provided for that purpose, and shall produce the account books, properly written up, when required by the Committee.

15.5 Once at least in every year, the accounts of the Club made up to 30 September preceding shall be subject to an Audit Review by the Auditor of the Club, and an abstract of the accounts shall be printed and issued to every member, together with the notice of the AGM. The Auditor shall be appointed at the AGM and shall be a member of the New Zealand Society



of Accountants. The remuneration of the Auditor shall be determined by the Committee which shall have the power to fill any casual vacancy in the office of Auditor.

15.6 The Secretary shall file with the Registrar of Incorporated Societies within seven days after the AGM, the financial statements required to be filed under section 23 of the Incorporated Societies Act 1908.

16 **Playing Members:**

Playing Members shall include all Ordinary members and Life Members of the Club as at 11 December 2016 and all subsequent Playing Members admitted by the Committee or elected as Life Members under Rule 18 thereafter. Playing Members will have the full right to use all of the Clubs facilities golf course and tennis courts.

17 **Junior Members:**

Persons aged 18 years or younger may be admitted by the Committee as Junior Members. The use of the golf course and tennis courts by these members may be restricted to those days upon which members are not taking part in competition or matches on the golf course or tennis courts or otherwise as the Committee shall determine. The parents of Junior Members shall be responsible for the payment of all monies due by the Junior Members.

18 **Life members:**

The Club may elect any member a life member in recognition of the services rendered to the Club by such member. Every nomination for life membership shall be made by resolution of the Committee. The resolution nominating such member shall require at least seven days notice in writing to be given to all members entitled to notice of an AGM and be passed by a two-thirds majority in number of those voting at the next general meeting. A life member shall enjoy all the privileges of a Playing Member without being liable to pay an annual subscription, but shall in all other respects be subject to the rules of the Club as a Playing Member.

19 **Members:**

Other Members shall consist of all current Non-Playing members of the Club as at 11 December 2016 (sometimes referred to as social members), and such new Members admitted by the Committee thereafter. Members shall be entitled to full use of the Clubhouse, tennis courts and other facilities except green fees will be payable for use of the golf course, (which may be at a discounted rate as determined by the Committee). Members desirous of becoming Playing Members may do so upon payment of the appropriate entrance fee (if any) and subscription.

20 **Visiting Members:**

Any person who pays green fees or takes part in a Club tournament will be deemed to be a member for that day. All such persons shall be expressly deemed to have agreed to comply with the Clubs rules. For that day the Visiting Member may use the golf course and clubhouse

21 **Guests of Members**

Any Playing Member or Member may invite any person to use the clubhouse so long as the guest is accompanied by the member. The member introducing that guest shall be responsible for the conduct of such guest. The name of the guest, with the member's signature attached, shall be entered in the visitors' book kept for that purpose.

22 **Restriction of Club's liability for accidents and injury:**

The Club shall not be liable for any injury or accident to any member or visitor arising out of the use of the Club's grounds by members or visitors and all persons using the grounds with the consent or permission of the Club shall be deemed to have notice of this rule.

23 **Competitions:**

The Committee or any Sub-Committee appointed by the Committee shall arrange and control all competitions and matches and their decision on all points connected therewith shall be final. The rules of the game of golf as adopted from time to time by the Royal & Ancient Golf Club of St Andrews excepting so far as they are modified by-laws and local rules of the Club shall be the golf rules of this Club.

24 **Lady members:**

24.1 Notwithstanding anything hereinbefore contained, lady members who are Playing Members may elect a Captain Secretary and three members as a Ladies' Committee and such Ladies' Committee shall have power to issue handicaps, to arrange competitions at inter-club matches for ladies and to deal with all other matters which the General Committee of the Club shall from time to time empower them to deal with provided that the Committee shall have power to revoke all or any of such powers.

24.2 Lady members who are Playing Members shall be classified throughout the rules as Playing Members and they shall have all the privileges of a Playing Member.

25 **Green and house control:**

The Committee shall have the power to make all such bye-laws as may, in their opinion, be necessary for the upkeep, control and management of the golf course, tennis courts and for the conduct and management of the clubhouse.

26 **Alteration of rules:**

26.1 The rules of the Club may be altered, added to or rescinded or new rules made by a two-thirds majority of Playing Members voting at any general meeting provided that notice in writing setting out such alterations, addition or rescission has been posted (or sent by email) to members entitled to notice of meetings not less than 14 days prior to the meeting.

26.2 No addition to or alteration of the non profit aims, personal benefit clause or the winding up clause shall be approved without the approval of the Inland Revenue Department. And the provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

26.3 The Committee shall within seven days register any such alteration, addition or rescission with the Registrar of Incorporated Societies.

27 **Bye-laws:**

27.1 The Committee shall have the power to make, alter or rescind by-laws not inconsistent with these rules for the conduct and behaviour of any members or any matter relating to the affairs of the Club. Bye-laws shall take effect and become binding on all members 14 days after the notice of the bye-laws has been given by circular letter or email to all members, unless within that time, written notice of objections signed by 30 Playing Members is received by the Secretary, in which case such notice shall be deemed to be a requisition for the purpose of convening a special general meeting of members pursuant to Rule 13.4.

27.2 A copy of the rules, by-laws and regulations for the conduct of the Club shall always be open for inspection by members.

28 **Common Seal:**

The Club shall have a Common Seal which shall be kept in the custody and control of the Secretary for the time being of the Club. The Club shall execute any document of whatsoever nature pursuant to a resolution of the Committee passed for that purpose by affixing the Common Seal in the presence of two Committee members of the Committee for the time being or one member of the Committee and the Secretary of the Club for the time being.

29 **Winding-up:**

The Club may at any time be wound-up by the resolution of a majority of the Playing Members present at any general meeting of the Club at a subsequent meeting called for that purpose not less than 30 days later. Notice of such passing of such resolution shall be given by the Committee to the Registrar of Incorporated Societies. In the event of such winding-up the property of the Club shall, subject to the payment of its debts and liabilities and costs and expenses of the winding-up, be transferred to any cause for the promotion of facilities for sport and recreation at Riversdale Beach provided that the surplus assets or any parts thereof shall not be transferred directly or indirectly by way of dividend bonus or otherwise to any individual member or members of the Club. In the event of the dissolution of the Club on account of its inability to meet its liabilities the winding-up rules of the Companies Act 1955 shall apply.

30 Deleted.

31 **Indemnity:**

31.1 The members of the Committee, Auditor and Secretary and other officers shall be indemnified by the Club from all losses and expenses incurred by them in or about the discharge of their respective duties except such as shall result from their own respective wilful damage.

31.2 No such member of the Committee, Auditor, Secretary or other officer shall be liable for the acts or defaults of any other member of the Committee,

Auditor, Secretary or other officer, or for any loss or expense happening to the Club, unless the same happened from his or her own wilful default.

32 **Interpretation:**

The following words and expressions used in these rules shall have the several meanings herein assigned to them unless such meanings are excluded by or repugnant to the contents or subject matter, that is to say:

- 32.1 'The Club' shall mean the Riversdale Beach Golf Club (Incorporated).
- 32.2 'The President' shall mean the President for the time being of the Club and shall include any acting President.
- 32.3 Words importing only the singular number shall include the plural number and vice versa.
- 32.4 'The Committee' shall mean the Committee of the Club as elected in accordance with these rules.
- 32.5 'In writing', 'printed' and 'written' shall include printing, lithography, telex, tele copier, bureau fax, email and other modes of representing or reproducing words in a visible form.