



The rules of Manor Park Golf Club (Incorporated)

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(June 2015)

1. Name

- 1.1 The name of the club shall be **“The Manor Park Golf Club (Incorporated)”**, (“the club”).

2. Objects

- 2.1 The objects of the club are:

- (a) To promote the game of golf and other sports and pastimes;
- (b) To provide for members, a golf course and grounds and to lay-out, repair and maintain the same for golf and other games;
- (c) To provide clubhouses, related amenities, workshops, garages, sheds and other conveniences (“the club property”) and to furnish and maintain the club property and permit the club property to be used by members either gratuitously or for payment;
- (d) To promote and hold, either alone or jointly with any other association, club, or person, golf meetings, competitions and matches, and to offer, give or contribute towards prizes, medals and awards, and to give or guarantee any prize money and expenses, whether for members or other persons, and to promote, give or support dinners, balls, concerts and other entertainment;
- (e) In furtherance of the objects of the club, to establish, promote or assist in establishing or promoting and to subscribe to or become a member of any other association or club whose objects are similar or in part similar to the objects of the club, or the establishment or promotion of which may be beneficial to the club.

3. Colours

- 3.1 The colours of the club shall be as determined by the board or its members in general meeting.

4. Membership categories

4.1 The membership categories of the club shall comprise:

- (a) Full playing members;
- (b) Life members;
- (c) Midweek members;
- (d) Junior members;
- (e) Adult Age Group members;
- (f) 9-hole members; and
- (g) honorary members;

each as defined in these rules.

4.2 Membership may also comprise additional categories of membership and playing rights as determined by the board from time to time provided that those additional membership categories shall not have the right to hold office, participate in the management of the club nor vote at meetings of the club.

5. General conditions of membership

5.1 The board may from time to time fix the maximum number of members admitted to a particular membership category and limit membership numbers accordingly.

5.2 Except where specifically stated otherwise, all members who have paid their membership fees shall be entitled to the following rights and privileges of membership:

- (a) to play on the club's course and enter any competition at any time the course is open to members, except when the course is reserved for either men's or women's competitions or for tournament play or is otherwise closed to members;
- (b) to use the clubhouse and the club's facilities provided by the club at any time they are open to members;
- (c) on notifying the board in writing, to move from one membership category to another, provided that the numbers permitted for that category are not exceeded and the applicable fees are paid.

6. Election of members

- 6.1 Except where specifically stated otherwise, a candidate for election as a member of any category of membership shall complete and forward to the general manager an application form containing such information that the board requires from time to time.
- 6.2 The application form shall be posted in the clubhouse at least 14 days before the date of election ("the initial period").
- 6.3 During the initial period, a voting member of the club as defined in rule 17.1 shall be entitled to give to the general manager written notice objecting to the candidate's election as a member and any objection shall be considered and disposed of by the board at the election.
- 6.4 A candidate whose application is supported by a majority of the board members present at the election shall be admitted as a member of the club subject to the candidate paying the appropriate entrance fee (if any) and subscription (both referred to as "the fees").
- 6.5 Following the election of a member and payment of the fees, the candidate's name shall be entered by the general manager in the register of members.

7. Full playing members

7.1 Full playing members are persons aged 18 years or older and they are entitled to all the rights and privileges of membership.

8. Life members

8.1 Any member may, on the recommendation of the board, be elected a life member at any general meeting and after election, shall be entitled for life without payment of further subscriptions, to all the rights and privileges of membership.

8.2 If the board wishes to recommend a person for election as a life member, at least seven (7) days' written notice of the board's recommendation shall be given to members in accordance with these rules.

8.3 Election of a life member shall be by secret ballot conducted in accordance with these rules and must be carried by two-thirds of the voting members present at the general meeting and participating in the ballot.

9. Midweek members

9.1 The board may offer midweek memberships. Midweek members shall be entitled to all the rights and privileges of membership on days other than Saturdays, Sundays, and public holidays and such other days, which the board may from time to time determine.

10. Adult age group members

10.1 The board may offer adult age group memberships to persons aged 21 years or older and under 40 years. Adult age group members shall be entitled to all the rights and privileges of membership.

11. Junior members

- 11.1 The board may offer junior memberships to persons aged under 21 years provided the board is satisfied that a parent or legal guardian of any person aged under 18 years approves of the membership.
- 11.2 Parents or legal guardians of a junior member aged under 18 years shall be responsible for the good conduct of and for any expense incurred by that junior member.
- 11.3 Junior members aged under 17 years shall have the right to play on the club course on days other than before 12 noon on a Saturday, Sunday or public holiday and such other days as the board may from time to time determine. The board may permit junior members aged under 17 years to play on the club course at any other times provided the junior member is accompanied by a full playing or life member, or is competing in an official club fixture.
- 11.4 Junior members shall be entitled to use such areas of the clubhouse and club facilities and at such times as the board may from time to time determine.
- 11.5 A junior membership shall cease at the end of the financial year in which the member attains the age of 21 years.

12. 9-Hole members

- 12.1 The board may offer 9-hole memberships.
- 12.2 9-hole members are entitled to play up to 9 holes on the club's course after 1.30pm on Saturdays and Sundays and at such other times during the period from Mondays to Fridays as the board may determine. They may also use the clubhouse and the club's facilities as the board may determine.

13. Honorary membership

- 13.1 The board shall have the power from time to time to admit any person as an honorary member of the club.

13.2 Honorary members shall have all the rights and privileges of membership, except the right to hold office, participate in the management of the club or vote at meetings.

13.3 All honorary memberships shall be for an initial period of one (1) year and any extension to the term will only be granted if approved by members at each annual general meeting.

14. Subscriptions and entrance fees

14.1 The annual subscription for full playing members shall be fixed by resolution of the board once in each financial year. Any increase shall be limited to an amount not exceeding 5% of the annual subscription fee plus the percentage increase (if any) in the All Groups Index of the Consumer Price Index published by Statistics New Zealand for the 12 months ending on the quarterly index date immediately prior to the date the board meets to determine the annual subscription. Any greater increase in annual subscription must be approved by members at a general meeting.

14.2 The subscriptions payable by all other classes of membership shall be as the board determines from time to time.

14.3 The subscription payable by members who have been members of the club with playing rights for a continuous period of twenty (20) years shall be the subscription set in accordance with these rules rebated by fifteen (15) per cent per annum with a maximum rebate of \$150.

14.4 The board may at its discretion consider applications for a rebate where there have been periods of broken playing membership.

14.5 The board shall be entitled to add to and include in the subscription fees such sums per member as may be levied on the club by New Zealand Golf Incorporated, Wellington Golf Incorporated or any general levy approved by the members in general meeting

14.6 All subscriptions are due for payment on or before the first day of April in each year except that the board may set such other due dates for payment in respect of

memberships that run for less than a 12 month period or where members are paying by instalment.

14.7 Any entrance fees payable by members shall be in such sums and due for payment on such dates as the board may from time to time determine.

14.8 No members shall be entitled to participate at any meeting of the club or to compete in any competition of the club or to represent the club in any interclub fixture after the first day of May in any year unless their subscription has been paid or, if paying by instalment, the members instalments are paid up to date. The board, at its discretion, may suspend any such member from all club activities and use of the club's facilities until payment is made.

14.9 If any member fails to pay their subscription, any entrance fee, or any agreed instalment, within one (1) month of the due date in any year, the board may terminate the member's membership and take steps to recover the amounts owed from the ex-member. The board may resolve to waive or excuse any failure or delay regarding payment and reinstate the member if it considers there are good reasons to do so and all arrears are paid by the member.

14.10 Notwithstanding anything to the contrary, the subscription of a newly elected member shall be due for payment immediately following their election. If a newly elected member fails to pay their subscription within one (1) month of their election then they will cease to be a member of the club immediately on the expiration of that period.

14.11 Notwithstanding anything to the contrary, a member may apply to the general manager to pay any amounts due by regular instalments within such guidelines as may from time to time be set by the board.

15. Resignation

15.1 Except for those in membership categories with a set expiry date (such as any memberships running for less than 12 months in duration), any member wishing to resign from the club shall give notice in writing to the general manager prior to the

31st day of March in any year, or in the case of members paying by instalment on a 12-month cycle, prior to the anniversary of their joining; failing which the member will be liable for the subscription for the next subscription year.

16. Suspension and/or expulsion

16.1 The board may, on receiving a written complaint or on its own initiative, and after undertaking due enquiry, suspend or expel any member of the club for:

- (a) making false or inaccurate statements in the member's application for membership;
- (b) breaching these rules or any regulation or bylaw of the club; or
- (c) acting in a way that the board considers to be detrimental to the club or contrary to or inconsistent with the generally accepted rules of conduct on the course or in the clubhouse.

16.2 In considering whether a member should be expelled or suspended, the board shall consider the member's alleged conduct at a board meeting called for that purpose.

16.3 The member shall be notified in writing of the complaint and shall be entitled to be present at and address the board meeting.

16.4 Any member who is expelled or suspended may appeal by presenting their case to a general meeting called for that purpose, and the decision of the general meeting shall be final.

17. Member meeting and voting rights

17.1 Members in the following categories shall be entitled to attend and vote at meetings of the club and shall be eligible to hold office or be elected to the board of the club:

- (a) Full playing members;
- (b) Life members;

- (c) Midweek members;
- (d) Adult age group members; and
- (e) 9-hole members;

(referred to in these rules as “the voting members”)

18. Management by board

18.1 The management and control of the affairs of the club shall be vested in a board of management (“the board”) which shall have all the powers of the club other than those expressly required to be exercised by the club in general meeting. The board may make regulations and by-laws with regard to the course, the clubhouse and all club competitions and all other matters providing for the management and good order of the club. All regulations and by-laws shall be binding on every member of the club.

18.2 The board shall be responsible and have authority for all aspects of financial management, course and clubhouse management and development, business and general affairs of the club, which include the following:

- (a) To plan and co-ordinate a long term policy for the diligent use of the club’s finances and resources;
- (b) To formulate a long term policy for the management, beautification, presentation and improvement of the course, clubhouse and facilities. Any such improvement and development implemented must not be in conflict with the Course Master Plan dated May 2007, unless approved by the members in general meeting;
- (c) To formulate a long term policy to ensure full membership of the club; and
- (d) To present at each annual general meeting:
 - (i) an account of its financial stewardship for the past year for adoption by the meeting;

- (ii) a budget of income and expenditure for the coming year; and
- (iii) a report on matters that have had particular significance and effect on the club for the past year.

19. Powers of the board

19.1 The board may exercise and perform all or any of the following powers:

- (a) To acquire, hold, deal with, hire, lease and dispose of any real or personal property. No commitment for the sale or purchase of land may be made without approval of a resolution passed by the members in general meeting;
- (b) To open and operate bank accounts;
- (c) To invest its money:
 - (i) in any security in which trust monies may be invested; or
 - (ii) in any other manner determined by the board;
- (d) To borrow and raise money upon such terms and conditions as the board thinks fit;
- (e) To give such security for the discharge of liabilities incurred by the club as the board thinks fit;
- (f) To directly, or through management staff, appoint, renew, suspend or terminate agents, employees and other contractors and determine all conditions of service or employment including remuneration;
- (g) To construct, build, alter, maintain or remove any premises, building, fences or other improvements, including trees and to carry out any other works required by the club;

- (h) To apply for and hold and renew any licence necessary for the sale of liquor, food or other activity that the board may decide to carry out;
- (i) To accept donations and gifts in accordance with the objects of the club;
- (j) To provide gifts and prizes in accordance with the objects of the club;
- (k) To organise social events for members and the promotion of the club;
- (l) To enter into any contract which the board considers necessary or desirable for the club; and
- (m) To make rules, regulations and standing orders for the procedure and conduct of the business of the board and the committees of the club, and to prescribe the conduct of the club competitions, matches and games, the regulation and maintenance of the course and club facilities.

19.2 The board may delegate any of its powers to committees including committees established under rule 21 and the board may form sub-committees for special purposes. Committees other than those established under rule 21 may consist of such members, officers of the club and any other persons, whether members of the club or not, as the board thinks fit. The board may determine procedures for establishing membership of the committees by election or appointment, and determine the role responsibility, powers and procedures of the committees including whether any committee member, who is not a member of the club, may vote.

19.3 Any committee formed under rule 21 or under this rule shall in all aspects be subject to the control and authority of the board and shall observe and conform to any regulations or directions that may be imposed on it or given to it by the board. No committee shall commit the board and the club to any expenditure without the prior consent of the board. All reports of each meeting of a committee appointed under rule 21 and under this rule shall be placed before the next meeting of the board.

19.4 No member of the club or any person associated with a member shall participate in or materially influence any decision made by the club in respect of the payment to or on behalf of that member or any associated person of any income, benefit or advantage

whatsoever. Any such income paid shall be reasonable and relative to that which would be paid in an arms-length transaction (being the open market value). The provisions in effect of this rule shall not be removed from these rules, and shall be included and implied into any rules replacing these rules.

20. Composition of the board

20.1 The board shall comprise seven members being the president, the financial controller, two elected members of the club (“the member’s representatives”) and the convenors of the marketing, golf and course committees established under rule 21. These executive members shall be elected at the annual general meeting.

20.2 The president shall act as chairperson at all general meetings and at meetings of the board. In the absence of the president, the club captain shall act, or in the club captain’s absence a board member, appointed for that purpose by the board, shall act as chairperson.

20.3 The financial controller shall have general oversight of and be the board liaison with the general manager on the financial affairs of the club.

20.4 The elected board members shall hold office for a term of two years and shall be eligible for re-election.

21. Committee establishment

21.1 Unless otherwise determined by the board, there will be a marketing committee, a golf committee and a course committee.

21.2 The convenor of the golf committee shall be the club captain.

21.3 The women members of the club who are voting members may elect from their number a women’s golf committee consisting of a women’s club captain or convenor, secretary and other members to conduct their separate competitions, to allot handicaps and to represent the women members of the club.

21.4 A representative of the women's golf committee shall be appointed annually as an additional member of the golf committee.

21.5 The number of committee members and their respective responsibilities shall, from time to time, be as determined by the board. The convenor and members of each committee shall be elected by members at the annual general meeting.

21.6 The elected convenors and members of each committee established under this rule and rule 19.2 shall hold office for two years and shall be eligible for re-election.

22. Election Procedure

22.1 Each candidate for the office of president, club captain, financial controller, the members' representative, the convenors and members of all committees due for election must be voting members and shall be nominated in writing by two (2) voting members and such nominations shall be lodged with the general manager no later than 5pm, seven (7) days before the time fixed for the annual general meeting. All such nominations shall be posted by the general manager in the clubhouse.

22.2 Elections of officers shall take place in the following order:

- (a) President;
- (b) Club captain;
- (c) Financial controller;
- (d) Members representatives;
- (e) Convenor of a committee;
- (f) Member of a committee.

22.3 A member may be nominated for election to more than one office. Should a member be elected to an office, their nomination for any other office shall be immediately cancelled.

22.4 In the event that no nominations or an insufficient number of nominations are received to fill any other vacancy, the members at the annual general meeting may without nomination propose and elect any voting member to fill the position.

23. Quorums

23.1 The quorum for a board meeting shall be four and in the event of an equality of votes the chairperson shall have a casting vote in addition to a deliberative vote.

23.2 The quorum for a meeting of a committee shall be one half the total membership of the committee plus one. In the event of an equality of votes the chairperson shall have a casting vote in addition to a deliberative vote.

23.3 The quorum for any annual general meeting, or special general meeting, shall be 20 voting members. In the event of an equality of votes the chairperson shall have a casting vote in addition to a deliberative vote.

24. Absence

24.1 Any member of the board or a committee absent without leave from three or more consecutive meetings of the board or committee may at the discretion of the board be removed from office and cease to be a member of the board or committee.

25. Vacancy and filling of vacancy

25.1 The office of board member and the specific office to which a member was elected or membership of a committee shall be vacated if any holder ceases to be a member of the club, resigns office in writing, becomes of unsound mind, or dies.

25.2 In the event of a vacancy occurring in the elected offices and membership of the board or a committee, the board may fill such vacancy for the unexpired term of office.

26. Meetings of the board

26.1 Meetings of the board will be called by the president and may be held when considered necessary. Any one board member may request that a meeting be held. Meetings must be held at least two-monthly.

27. General manager and administration

27.1 There shall be a general manager who shall be appointed by and be responsible to the board.

27.2 Throughout these rules the words "general manager" shall mean the senior management employee of the club filling that position from time to time irrespective of the designation attributed to that person at any time.

27.3 The duties of the general manager shall include:

- (a) implementation of board policies as directed;
- (b) administration of the affairs of the club including but not limited to specific duties referred to in these rules;
- (c) selection and employment of all staff of the club other than the club professional. All staff including the club professional will be under the control of the general manager and directly responsible to and report to him;
- (d) Attendance at and production of minutes of annual and special general meetings and meetings of the board and committees;
- (e) Presentation of a written report on the affairs of the club and financial update to each board meeting;
- (f) Such other duties as the board may direct.

28. Property

28.1 The property, effects and moneys of the club shall belong to the club as an incorporated body and no member shall acquire or be entitled to acquire any personal or individual interest in any property of the club by virtue of being a member of the club.

29. Auditor

29.1 An auditor, honorary or otherwise, who must not be a member of the board or of any of the committees, shall be elected annually at each annual general meeting of the club, and if no auditor is elected at any such annual general meeting, the retiring auditor shall, if willing, continue in office.

30. Meetings

30.1 The annual general meeting shall be held at such time and place as the board shall from time to time determine.

30.2 A special general meeting may be called at any time by the board. A special general meeting shall be called by the general manager upon receipt of a requisition signed by not less than ten (10) per cent of the voting members.

30.3 At least seven (7) days' notice of any general meeting (annual or special), stating the business to be considered, shall be given to all voting members of the club.

31. Voting at meetings

31.1 At every general meeting every voting member present shall have one vote and in the event of an equality of votes the chairperson shall have a casting vote as well as a deliberative vote.

31.2 Voting in the first instance shall be on the voices. A declaration by the chairperson that a resolution has been carried or lost on the voices, and an entry in the club's minute book to that effect shall, in the absence of a demand for a show of hands, be conclusive evidence that such a resolution has been carried or lost as the case may be.

Any person who has voted on the resolution on the voices may call for a show of hands. The chairperson shall take a show of hands and shall declare the resolution carried or lost in accordance with the votes so recorded.

31.3 If these rules require a secret ballot, two (2) scrutineers shall be appointed by the voting members present and the scrutineers' report to the chairperson and the chairperson's declaration of the result of the vote shall be conclusive.

31.4 The board may at its discretion call for a polling of members by postal or electronic vote and such votes shall be valid provided they are submitted on the board prescribed medium for this purpose.

32. Common seal

32.1 The club shall have a common seal which shall be kept in the custody of the general manager and which shall not be affixed to any document or instrument except pursuant to a resolution of the board and in the presence of two (2) members of the board or one (1) member of the board and the general manager appointed to sign such document or instrument.

33. Complaints and disputes

33.1 Any complaint made by any member in respect of any matter connected with the club or its activities shall be made in writing to the general manager within seven (7) days of the event giving rise to such complaint. The general manager may, at his discretion, submit the complaint to the board at its next meeting for a decision, which decision shall be final and binding upon the complainant. If the complaint involves any other member, both parties shall appear before the board and be heard.

34. Alterations to rules

34.1 These rules may be altered or added to at any annual general meeting or special general meeting of the club in accordance with the following provisions;

- (a) Notice of any proposed addition or alteration to the rules shall be posted in the clubhouse not less than fourteen (14) days prior to the date of the general

meeting at which the addition or alteration is to be considered and like notice shall be given by circular addressed to all members at least seven (7) days prior to the date of such meeting.

- (b) The meeting may amend any proposed addition or alteration.
- (c) The proposed addition or alteration to the rules must be carried by a majority of at least two-thirds of the voting members present at such meeting.
- (d) No addition to or alteration of the objects, rule 19.4 regarding payments to members or rule 37 regarding the winding up of the club shall be made without the approval of Inland Revenue. The provisions and effect of this clause shall not be removed from the rules and shall be included and implied into any rules replacing these rules.

35. Notices, communication and service

35.1 Each member shall, until the member gives notice to the contrary, be deemed able to receive notices and communications from the club at such postal and email address given on their application for membership form.

35.2 Each member shall notify the general manager of any change of address.

35.3 All notices and other communications referred to in these rules shall be in writing and service may be effected by ordinary post or email sent to the last such address recorded for each intended recipient.

35.4 Service shall be deemed to occur on the first day following sending that banks are open for business in the city of Wellington.

35.5 The board may also provide for membership applications, polling of voting members and other communications to be conducted electronically through the club's website. Such communications shall be valid provided they are submitted in accordance with any procedures published on the club's website.

35.6 No meeting, resolution or other proceeding of the club, or of any board, shall be invalidated by the accidental omission to give notice of such proceeding to any member.

36. Savings and repeals

36.1 These rules shall come into operation on registration by the Registrar of Incorporated Societies.

36.2 All rules existing immediately prior to these rules coming into operation are hereby revoked provided always that such revocation shall not affect the validity, effect or consequence of anything already done or being done or suffered; any existing status or capacity; any right, interest or title already acquired, accrued or established, or any remedy or proceeding in respect thereof; and the proof of any past act or things.

37. Dissolution

37.1 Subject to the provisions of the Incorporated Societies Act 1908, or any Act to amend or replace it, upon the winding up or dissolution of the club, the property of the club shall be sold and the balance, after payment of all the club's debts and liabilities, shall not be paid to or distributed among the members of the club but shall be given or transferred to some other organisation or body having objects similar to the objects of the club, or to some other charitable organisation or purpose within New Zealand.

38. Financial year

38.1 The financial year of the club shall begin on April 1st and end on March 31st in each year and a statement of accounts reviewed by the auditor appointed under these rules shall be presented to the annual general meeting of the club.

39. Rules of play

39.1 The rules of play shall be determined by the golf committee.