

CONSTITUTION RULES OF INGLEWOOD GOLF CLUB INCORPORATED

NAME AND DESCRIPTION

1. The Club shall be called "Inglewood Golf Club Incorporated".

PURPOSES OBJECTS

2. (a) The **purposes objects** of the Club are to provide for members a golf course, grounds and Clubhouse, and to supply them with all things incidental to the playing of golf and the promotion and playing of disc golf, and its funds are to be applied **only** to the furtherance of these **purposes**.
(b) The contact person(s) is appointed by the Committee at the first Committee meeting following an AGM.

MEMBERSHIP

3. (a) The Club shall consist of those members who have been elected or may from time to time be elected in accordance with **the Constitution Rules** of the Club.
(b) Members shall be of the following classes: -
Life Members
Full Playing Men Members
Mid Week Men Members
9 Hole Men Members
Associate Men Members
Full Playing Women Members
9 Hole Women Members
Associate Women Members
Full playing Members 19- 35
Years Old
Junior Members under 19
Junior Non Competition under
19
Social Members
First Year Members
Summer Members
Disc Golf Only Full Playing
Disc Golf Only Summer
Disc Golf Only Graduated
(c) All categories of membership other than **Associate Country**, Junior Member under 19, Non-Playing and Summer Members shall be entitled to voting rights and to take part in the management of the Club.

- (d) The Committee through the Membership Convenor will keep an up to date Membership Register, which includes the Member's name, Contact Details, and the date they become a Member. A Member must provide notice to the Club of any change to their Contact Details. The Member register will be updated as soon as practicable after the Committee become aware of changes of the information recorded in the Member Register. The Committee will keep a record of those who have ceased to be a Club member within the previous 7 years and the date on which they ceased to be a member.

PATRON

4. There may be a Patron of the Club who shall be elected at the Annual General Meeting.

OFFICERS

5. (a) The Officers shall be the President, the Vice-President, Captain, Vice-Captain, Secretary and Treasurer. The Officers shall be ex-officio members of the committee. The President shall be the chief executive officer of the Club.

The Committee shall comprise of the Officers, six elected Committee Members and two ~~co-opted members~~ Women's Representatives being the Women's President and the Women's Club Captain.

All members of the committee shall have full voting rights at Committee Meetings. The Officers and elected Committee members shall be elected by the members of the Club at each Annual General Meeting and who shall hold office until the Annual General Meeting next following their election but shall be eligible for re-election. A Committee member may be re-elected to the Committee for a maximum of ten consecutive terms of office. The term of any period served to fill a Casual Vacancy is disregarded for the purposes of calculating the total term served.

(b) A nomination form containing the names of a member or members willing to act as officers and as members of the Committee together with those of the proposers and seconders shall be delivered to the Secretary seven clear days before the date on which the Annual General Meeting is to be held and the Secretary shall forthwith post the same in the Clubhouse and in the Club's electronic newsletter. Every Committee Member must in writing consent to be a Committee Member and certify that they are not disqualified from being elected or holding office by this Constitution.

c) If the number of members nominated for the various offices is equal to the number of officers required the members nominated shall be declared elected; if the number nominated for any office exceeds that required the members present shall out of those nominated elect by ballot one or more (as the case may require); if the number nominated is less than that required for that office ~~all nominations for that office shall be disregarded and~~ the members present shall elect ~~additional~~ members to that office from members nominated at the meeting. Notice of the date on which the nominations close shall be embodied in or accompany the notice calling the Annual General Meeting. Members shall record their votes for the full number of candidates required to fill the positions vacant and any ballot paper not fulfilling this requirement shall be invalid.

d) Any member of the Committee absenting himself without leave from three consecutive meetings shall vacate ~~their~~ seat. The Officers and the Committee (or any one of them) may be removed by a resolution of a General Meeting of the club.

e) A person ceases to be a Committee Member if their term expires, or the person resigns by delivering a signed notice of resignation to the Committee or the person is removed from office under this Constitution, or the person dies.

CASUAL VACANCIES

6. Any vacancy occurring in the position of officers or members of the Committee elected as aforesaid shall be filled up by the Committee pending the next Annual General Meeting, when the person filling such vacancy shall retire.

COMMITTEE MEETINGS

7. The Committee shall meet at least once in every month and in addition as required upon notice from the President, Captain, Secretary or Treasurer. At such meetings the President shall be the Chairman and in his absence the Vice-President and in the absence of both these officers the members of the Committee or any Sub-Committee appointed by the Committee present shall elect their own Chairman ~~and such Chairman in addition to his own vote shall have a casting vote.~~

~~Except to the extent specified in the Act or this Constitution, the Committee may regulate its own procedure.~~

Each Committee Member has one vote. Voting is by voices or on request of any Committee Member by a show of hands or by ballot. Proxy or postal votes are not permitted. If there is an equality of 8.votes, the Chair does not have a casting vote and the resolution will fail.

QUORUM

8. At any General Meeting, twenty members entitled to vote—must be present. The Quorum must always be present during the General Meeting. At Committee Meetings six members shall form a quorum. Any General Meeting or Committee Meeting at which a quorum shall not be present may be adjourned by the members present to such a day within one month as they may appoint.

SECRETARY AND TREASURER

(a) The Secretary shall perform such duties in relation to the Club and its activities as the Committee shall require him and (inter alia) he shall conduct the correspondence and shall have custody of the Common Seal, Title Deeds and other Documents belonging to the Club, he shall keep full and correct minutes of all Committee and General Meetings. The Secretary or the Membership Convenor shall also keep a list of members with their addresses and shall notify them of all General and Special General Meetings.

The Treasurer or delegate shall receive and issue receipts for all moneys due and payable to the Club. They He shall pay into such Bank as the Committee may from time to time direct to the credit of the Club all moneys he or delegate may receive. All operations on the account of the Club at the said Bank (except the endorsement of cheques or other Bills of Exchange lodged to the credit of the Club's account which may be done by him alone) shall be by the Treasurer him and one member of the Committee or as the Committee may from time to time authorise. The Treasurer He shall table a monthly Finance Report including payments to be approved and bank balances the latest original bank statements at every Committee Meeting and submit to the Annual General Meeting a statement of the assets and liabilities of the Club as at the 30th day of September last preceding together with an account of the income and expenditure for the twelve months preceding such date. Provided the Club's accounting, including monthly and annual reports, is closely overseen by a Chartered Accountant, no review or audit of the annual financial statements is required unless a review or audit is requested by 5% of the members at a properly convened meeting.

(b) The honoraria of the Secretary and Treasurer shall be fixed by the members of the Club at each the Annual General Meeting.

MANAGEMENT

10. The Management and control of the affairs of the Club shall be vested in the Committee who may exercise all powers and all acts and things which may be exercised or done by the club and which are not expressly directed or required to be exercised or done by the Club in General Meetings.

POWERS OF COMMITTEE

11. Without prejudice to the general powers of the Committee it is hereby expressly directed that the Committee shall be entrusted with and may exercise and perform the following powers and duties:-

(a) To purchase, take on lease or in exchange, hire or otherwise acquire, any real and personal property (including livestock) and any rights, privileges or easements, provided that the Committee shall not purchase, or take in exchange, any freehold or leasehold land without being authorised to do so by the Club.

(b) To sell, improve, manage, develop, cultivate, exchange, lease, sub-lease, mortgage, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the club, provided that the Committee shall not sell or lease any part of the playing area or exchange any freehold or leasehold land of the Club without being authorised to do so by the Club.

(c) To construct and maintain buildings, roads, bridges, reservoirs, watercourses, pipes, wells, pumps, fences, bunkers, machinery and other works and conveniences as they may consider necessary for the use of the Club.

(d) To borrow or raise money upon mortgage or pledge of the real or personal property of the Club or any part of parts thereof or upon debentures or mortgage debentures of the Club and to

issue such debentures, or mortgage debentures, charging the whole or any part of the assets of the Club and if it be deemed expedient, to execute mortgages to secure such debentures or mortgage debentures or to borrow money from bankers or other persons with or without security.

(e) To enter into all such negotiations, contracts and agreements in the name and on behalf of the Club as they may consider expedient for the purposes of the Club.

(f) To provide a Common Seal for the Club and to make regulations for its safe custody and use and to make and to execute all such instruments and assurances as may be necessary, provided that the Seal of the club shall not be affixed to any instrument except in pursuance of a resolution of the Committee of the Club, and in the presence of two members of the Committee for the time being or of one member of the Committee and the Secretary for the time being.

(g) To invest the funds of the club in such manner as they shall think fit.

(h) To make By-Laws for the regulation of the Clubhouse, grounds and links, for the arrangement and control of games and matches and for payment of subscriptions. The Committee may from time to time appoint Sub-Committees consisting of a member or members of the Committee or a member or members of the Club to act on its behalf in any particular matter but subject always to the general control of the Committee.

(i) To impose a penalty of suspension for such period as the Committee may deem fit upon any member who may wilfully and continually neglect to observe all or any of the By-Laws or Constitution.

(j) To alter the nature of any member's membership.

(k) To close the list of members at, and for such time or times, and subject to such conditions as they may deem expedient, or otherwise to limit or regulate, the number of members of the Club.

(l) The Committee may in its absolute discretion waive payment of, or refund to any member, the whole or any part of the subscription payable or paid by such member.

(m) To remove or modify if they see fit, any terms of disqualification imposed on a member or members for being in arrears with subscriptions.

CLUB FINANCIAL YEAR

12. The Club financial year shall be deemed to commence on the 1st day of October and end on the 30th day of September in each year.

GENERAL MEETING

13. (a) The Annual General Meeting of the Club must be held once a year at the time, date and place as the Committee decides, but not more than 6 months after the balance date of the Club and no more than 15 months after the previous AGM. shall be held during the month of November at such The meeting will be at a time and place as the Committee may determine for the purpose of electing officers and members of the Committee and, if necessary, an Auditor or Financial Reviewer, and of transacting such other business as may be brought before it. The Members must given at least ~~at least~~ ~~14 days~~ ~~and~~ ~~7 days~~ ~~prior to the meeting~~ ~~and by~~ ~~notice posted in the local newspaper 14 days and seven days prior to the date fixed for the holding thereof~~. At such meeting the minutes of the previous AGM must be presented and confirmed, Committee's Annual Report and the Treasurer's Annual Financial Statements Balance Sheet and Statement of Accounts for the past year shall be submitted for adoption and notices of any disclosures of conflicts of interest made by Officers

Other business to be discussed at the AGM are the election of the President, Secretary, Treasurer, Vice President, Captain, Vice Captain and other Committee members
ii) considerations of any motions proposing to amend this Constitution that have been properly submitted for consideration at the AGM and iii) consideration of any other items of business that may have been properly submitted for consideration at the AGM.

Members must give notice of any of any proposed motions and other items of business to the Club at least 10 days before the date of the AGM. Notice of the agenda containing the business to be discussed at the AGM must be sent to all persons entitled to attend the AGM at least 7 days before the date of the AGM. No additional items of business can be voted on other than those set out in the agenda. Members present may unanimously agree to discuss any other items.

(b) A Special General Meeting may be called by direction of the Committee at any time or by not less than ten per cent of Full Playing members of the Club and shall be called by the Secretary within 14 days after receipt of a written request. The Committee in its discretion can decide that the nature of the Special General Meeting business is of such urgency that a shorter period of notice is to be given to Members. The notice of the Special General Meeting shall specify the Subject to be discussed at such meeting. Such meeting shall be convened by notices as required in Clause 13 (a) specifying the matter to be discussed thereat. No business shall be transacted at any such Special General Meeting except that of which notice shall have been given as aforesaid.

(c) The Chairman shall decide any resolution of any General Meeting upon the voices or a show of hands in the first place but any five members may require a ballot. In case of equality, the Chairman shall have an original as well as a casting vote. A secret ballot can be called for and approved by the chair of the meeting or five members. A member is entitled to exercise one vote on any motion at a General Meeting in person.

(d) Minutes must be kept of all General Meetings

e) An Ordinary Resolution of Members at a General Meeting is sufficient to pass a resolution, except as specified in the Act or this Constitution.

ELECTION OF MEMBERS

14. All members other than Life Members shall be submitted for election in accordance with the provisions of this Clause. Every candidate for membership shall be proposed by one member and seconded by another member on a nomination form duly approved by the Committee. Such candidate personally shall also sign such nomination form and then such candidate shall be submitted for election by a majority vote of the Committee at its first meeting following receipt by the Secretary of such nomination form. No rejected candidate shall be eligible to be again nominated for six months after the date of rejection. The Committee may hold the proposer of any elected candidate responsible for his first year's subscription.

A person consents to be a member of the club by submitting an online application form on the club's website, unless otherwise specified in this Constitution.

All applications are approved or declined by the Committee at its absolute discretion. A person becomes a member when their application has been accepted and they have paid the required membership fees and satisfied any other preconditions. Every person apart from Disc Golfers, who wishes to become and remain a Member must consent to, become a member of the Taranaki Golf Association and Golf NZ, unless not required to do so by Golf NZ.

NOTICE TO NEW MEMBERS

15. On completion of the online application the Membership Convenor shall give notice thereof to such new member. Unless agreed otherwise by the Membership Convenor, Subscriptions are to be paid advance and if not paid within two months from the date of notice of election, the election shall be null and void. Every member shall be deemed to agree to be bound by the Constitution Rules and By-Laws of the Club and the payment of annual subscription shall be conclusive evidence of such agreement.

CHANGE OF MEMBERSHIP STATUS

16. Any member may apply to the Committee for, and the Committee on such application, shall have power to grant to such member a change of membership status.

SUBSCRIPTIONS

17. (a) The annual subscriptions shall be such sums as the Annual Meeting shall from time to time determine.

(b) Payment options for members will be as outlined in the club's by-laws and shall be posted on the club's website and be available from the membership convenor on request.

(c) Mid-week playing members shall pay a subscription \$75 less than the subscription fixed for Full Playing Members in the year current at the time. Mid-week members may use the Clubhouse on any day. They may play on the course on all days except Saturdays, Sundays and Public Holidays and such special occasions as may from time to time be determined by the committee but have no rights over Women Members on Women's official competition days, but are not excluded from any open tournament.

UNPAID SUBSCRIPTIONS

18. (a) No member shall compete for any prize unless they are a financial member pursuant to the definition of a financial member in the Club's by-laws. The penalty for any breach of this Rule is disqualification. The acceptance of an Entry Fee for a competition by an officer or servant of the Club shall not exonerate any member from this penalty. Full playing membership entitles players to play in club competitions. Full Playing Members can play both ball and disc golf.

(b) No member shall be entitled to vote at any General Meeting of the Club unless they are a financial member pursuant to the definition of a financial member in the Club's by-laws.

ASSOCIATE MEMBERS

19. The only members eligible for nomination as Associate Members are full playing members of any Club affiliated to the New Zealand Golf Association who reside outside a radius of 13 kms from the Inglewood Library. They will have full playing rights.

The number of Associate Members shall not exceed one hundred.

SOCIAL MEMBERS

20. Social members are entitled to the Club privileges other than taking part in the management of the Club. Playing on the links is permitted with the payment of the prescribed Green Fees.

JUNIOR MEMBERS

21. Any junior applicant for membership under 19 years of age as at next 31 December may be admitted as a Junior Member after being proposed and seconded in the ordinary way, by a resolution of the Committee of the Club and on attaining the age of 19 20 years the provisions of Clause (e) of the Rule shall apply to such Junior Members.

(a) Parents of a Junior Member, being members of the Club, or the members who proposed and seconded a Junior Member whose parents are not members of the Club, shall be held responsible for payment of his or her fees and any other expenses incurred by such Junior Member and also for his or her good conduct and behaviour.

- (b) Junior Members (both boys and girls) shall have the privileges of playing on the links only at such times as the Committee may from time to time determine.
- (c) Junior Members shall only be eligible to enter for such class of competitions as the Committee shall from time to time determine.
- (d) Junior Members shall be entitled to use the Clubhouse provided they are complying with current legislation and as the Committee may direct from time to time.
- (e) A Junior Member who attains the age of ~~19~~ 20-years shall thereupon cease to be a member of the Club, unless he or she is elected in accordance with ~~this Constitution Rules~~ as a member of another class of membership.
- (f) ~~The Committee may make such reduction in the subscription of Junior Members who are attending school or college as it considers appropriate.~~

SUMMER MEMBERS

- 22. A restricted membership for the summer period 1st October to 1st February. Subscriptions for summer membership shall be set by the Committee. During the summer period Summer Members are entitled to full playing rights and Club privileges other than taking part in the management of the Club.

NINE HOLE MEMBERS

- 23. Nine hole members are entitled to only nine holes of golf at any one time.

LIFE MEMBERS

- 24. Any member who has rendered significant service to the Club may at a General Meeting of the Club, after due notice to members has been given, be elected a Life member without payment of further subscription.

VISITORS

- 25. (a) Visitors domiciled in New Zealand being members of a Club affiliated to the New Zealand Golf Association and visitors domiciled overseas on being introduced by a member (other than Junior Member) by their names being entered in the visitors' book and subject to the payment of ordinary green fees, may have the use of the Clubhouse and links.
- (b) The Committee may permit visitors to use the links at any time with or without payment of green fees.
- (c) Members shall be held responsible for the conduct on the links or in the Clubhouse of any visitors they may introduce and for the payment of any green fees payable by such visitors.
- (d) Visitors shall not be eligible to play in Club competitions except by permission of the Committee.
- (e) Members shall be permitted to be accompanied by their friends into the Clubhouse.
- (f) The Committee may from time to time in its absolute discretion limit the operation of the preceding provisions of this Clause and the rights of members thereunder either wholly or in part.

ABSENT MEMBERS

26. Any member of the Club who shall give notice in writing to the Membership Convenor of his intention of changing his place of residence to a place not less than 160 kms from Inglewood Library for a period of not less than six months may, at the discretion of the Committee, be placed on the list of absent members, and the Committee shall have power to make such abatement in the amount of the annual subscription payable by such member as the nature of the case may justify; provided that such annual subscription shall not be reduced below \$50.00 per annum. No member, while on the absent list, shall be entitled to use the links.

WOMEN MEMBERS

27. (a) The Women Members of the Club shall elect from their number a Sub Committee of ten and up to thirteen consisting of President, Vice President, Captain, Secretary, Treasurer, Handicap-Manager and seven members, six of whom shall at all meetings of such Sub Committee form a quorum.

a. The Women's Sub Committee shall have the power to issue handicaps and to arrange, subject to the regulations of the Committee of the Club, competitions and matches for Women and, subject to the Constitution Rules of the Club, deal with all other matters with which the Committee of the Club may, by resolution, empower the Women's Sub Committee to do.

In all matters not specifically provided for in this Rule, the Constitution of the Club shall also apply to Women Members

27. a) The Women Members of the Club shall elect from their number:

- (i) a Women's President, and
- (ii) a Women's Club Captain.

(b) The election of the Women's President and Women's Club Captain shall be held not later than fourteen (14) days before the Annual General Meeting, and the meeting shall be held at the same time of day as the scheduled AGM.

Notice of the meeting shall be posted in the Clubhouse and distributed by electronic means approved by the Committee at least seven (7) days prior.

(c) The quorum for such a meeting shall be ten (10) Women Members.

If a quorum is not present within thirty minutes of the scheduled start time, the meeting shall be adjourned and reconvened at a date and time appointed by the Women's President or the Women's Club Captain, being as soon as reasonably practicable.

Notice of the reconvened meeting shall be given in the same manner as for the original meeting.

(d) The Women's Club Captain may, if she sees fit, appoint a Women's Sub-Committee of such number as she determines, for the purpose of providing assistance in the carrying out of women's golf activities. The Women's Sub-Committee shall act in an advisory and supporting capacity only, and shall have no independent delegated authority except that expressly given by the Women's Club Captain.

(e) The Women's President and the Women's Club Captain shall, subject to the regulations of the Committee, have the authority to arrange and manage all competitions and matches for Women, and to attend to all other matters relating to women's golf which the Committee may by resolution empower them to undertake.

(f) In all matters not specifically provided for in this Rule, the Constitution of the Club shall apply to Women Members.

EXPULSION OF A MEMBER

28. The Committee may cancel the membership of any member whose conduct is such, as in the opinion of the Committee, to render such member's continued membership undesirable or likely to endanger the character, good order or welfare of the Club, provided such member –

- (a) Shall have previously been notified in writing of the charge against him and shall have been given an opportunity to reply to same.
- (b) Shall have the right of appeal to a General Meeting of the Club if within 14 days of being notified as aforesaid of such cancellation, he shall give notice in writing to the Secretary claiming a review of such decision, in which case such member shall be entitled to attend such General Meeting and defend himself against the charge, but not to vote. If after the hearing of such appeal, the members at such General Meeting shall, by vote, decide that such appeal shall be allowed, then and in such case such cancellation shall be revoked but otherwise stand.
- (c) In the event of the expulsion of any member the name of such member shall be removed from the list of members of the Club and he shall cease henceforth to belong to the club or to have any claim against the property of the Club or a refund of any subscription paid by him.

RESIGNATION OF MEMBERSHIP

29. (a) A member may resign his membership of the Club by giving notice in writing to the Secretary of his intention so to do by paying such subscription or fees as the Committee shall determine as being due by him in the circumstances, and by having such notice accepted by the Committee.

(b) Any member, who gives such notice of resignation during the period between the closing day of any one year and the opening day of the next succeeding year, shall not be liable for his subscription payable in respect of his past status for that succeeding year.

(c) Any member giving written notice of resignation to the Secretary during the currency of the financial year, but after the opening day, shall be liable for half the annual subscription provided such resignation is submitted prior to 31st July in the club year and the full subscription thereafter for the whole of such year, save that the Committee may in the case of removal of residence, or sickness, or for other sufficient reason, remit such portion of any subscription or fees as it may in its absolute discretion decide upon.

(d) On death

(e) Membership is terminated by expulsion (clause 28) and/or ceases to be a member of Taranaki Golf and Golf NZ

PROHIBITION OF PERSONAL PECUNIARY PROFIT

30. No part of the income or property of the Club shall be transferred directly or indirectly by way of profit to any Club member, or to any person associated with any Club member, for services rendered, or for goods supplied, or by way of interest on moneys borrowed from, or by way of rent for premises let or leased to the Club by any Club member or any person associated with any Club member, provided that such remuneration for his or her services, goods, moneys, or property, does not exceed the remuneration which would usually be paid for such services, moneys, goods or property. The members of the Club or any person associated with the Club shall not be able to determine or materially influence the amount or nature of any benefit or advantage accruing to themselves or associated persons.

AMATEUR STATUS

31. All members of the Club shall be amateur golfers and any member becoming a professional golfer shall immediately cease to be a member of the Club.

COMPETITION RULES

32. The Rules of the Game of Golf as adopted from time to time by The Royal and Ancient Golf Club of St Andrew's, excepting so far as they are modified by the By-Laws and Local Rules of the Club, shall

be the Golf Rules of the Club.

CLUB COLOURS

33. The colours of the Club shall be Black and Maroon.

DOGS

34. Dogs shall not be allowed in the Clubhouse or on the course unless sanctioned by the Committee.

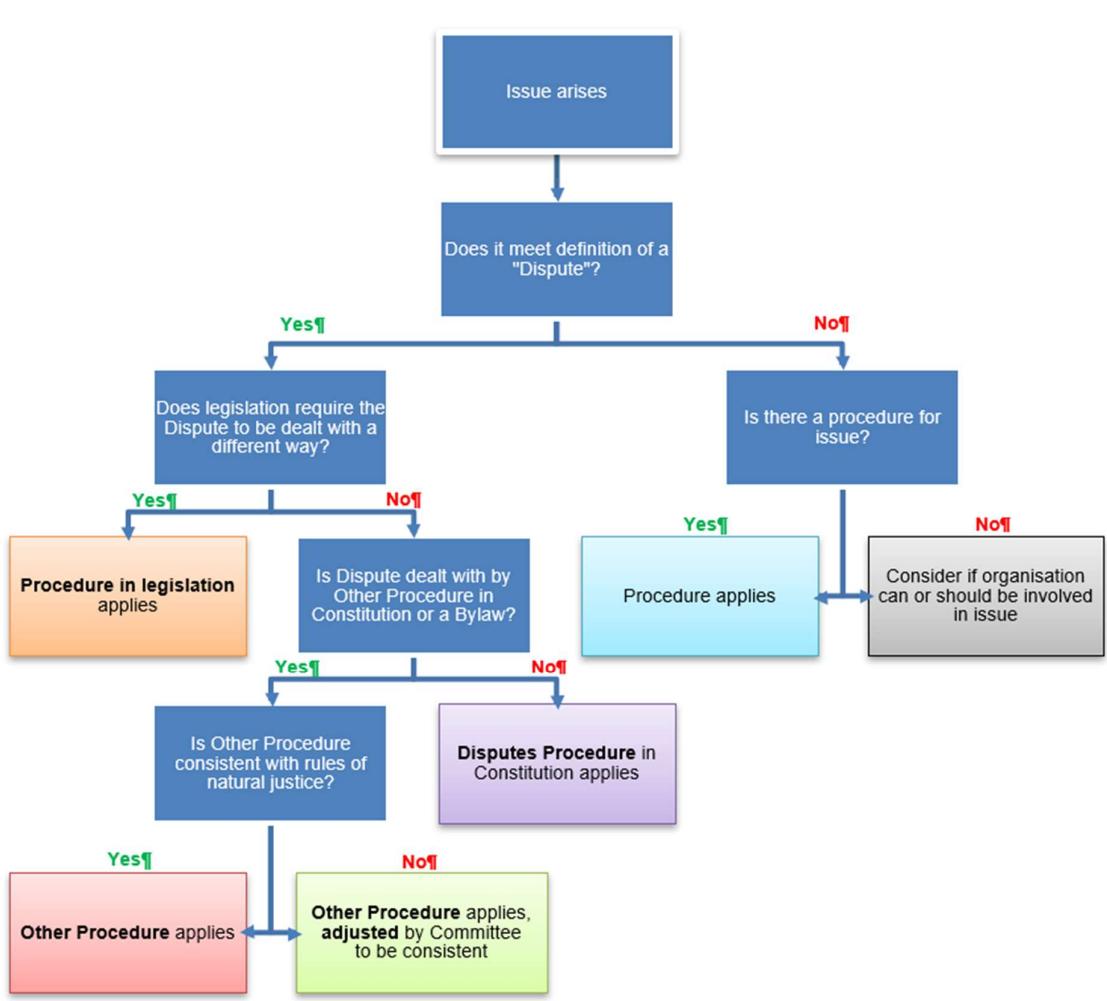
ALTERATION OF CONSTITUTION RULES

35. The **Constitution Rules** of this Club may be repealed, altered or amended, or new **Constitution Rules** made, by a 60 per cent majority of members voting at any General Meeting of the Club, provided that notice of such repeal, alteration, amendment or new rule, shall have been duly given by posting the same in the Clubhouse and where these **rules- Constitution changes** require notice to members, such notice may be given by mail or by electronic means including email or by personal delivery at least seven days prior to the date fixed for such meeting. No addition to, deletion from or alteration of the Club's **Constitution rules** shall be made which would allow personal pecuniary profits to any individuals. 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.

INTERPRETATION

36. Except where the context requires a different interpretation in this **Constitution Rules**, the masculine includes the feminine and the singular the plural.

1. Dispute resolution



1.1 Definitions: In this clause 37:

(a) **Dispute** means a disagreement or conflict between and among any one or more Members, any one or more Officers and the Club, that relates to an allegation that:

- (i) a Member or an Officer has engaged in misconduct; or
- (ii) a Member or an Officer has breached, or is likely to breach, a duty under this Constitution or the Act; or
- (iii) the Club has breached, or is likely to breach, a duty under this Constitution or the Act; or
- (iv) a Member's rights or interests as a member have been damaged or Members' rights or interests generally have been damaged; [Guidance: Section 38(1), Inc Soc Act.]

- (b) **Disputes Procedure** means the procedure for resolving a Dispute set out in clauses 1.5 to 1.14;
- (c) a **Member** is a reference to a Member acting in their capacity as a Member; [Guidance: Section 38(3)(a), Inc Soc Act.]
- (d) an **Officer** is a reference to an Officer acting in their capacity as an Officer. [Guidance: Section 38(3)(b), Inc Soc Act.]

1.2 **Application of other legislation to a Dispute:** The Disputes Procedure will not apply to a Dispute to the extent that other legislation requires the Dispute to be dealt with in a different way. The Disputes Procedure will have no effect to the extent that it contravenes, or is inconsistent with, that legislation

1.3 **Application of other procedures under this Constitution or in a Bylaw:**

- (a) If the Dispute is dealt with by a separate procedure under this Constitution or in a Bylaw (**Other Procedure**), that Other Procedure applies to the exclusion of the Disputes Procedure. If any part of the Other Procedure is inconsistent with the rules of natural justice, that part will not apply, but the remainder of the Other Procedure will continue to apply together with adjustments as determined by the Committee in its discretion so that the Other Procedure is consistent with the rules of natural justice.
- (b) If the conduct, incident, event or issue does not meet the definition of a Dispute and is managed by any Other Procedure, that Other Procedure applies to the exclusion of the Disputes Procedure.

1.4 **Application of the Disputes Procedure:** If the Dispute is not required by other legislation to be dealt with in a different way and it is not dealt with by any Other Procedure, the Disputes Procedure applies to the Dispute.

Disputes Procedure

1.5 **Raising a complaint:**

- (a) A Member or an Officer may start the Disputes Procedure (a **Complaint**) by giving written notice to the Committee setting out:
 - (i) the allegation to which the dispute relates and who the allegation is against; and
 - (ii) any other information reasonably required by the Club.
- (b) The Club may make a Complaint involving an allegation against a Member or an Officer by giving notice to the person concerned setting out the allegation to which the Dispute relates.

1.6 The information given must be enough to ensure a person against whom the Complaint is made is fairly advised of the allegation concerning them, with sufficient details given to enable them to prepare a response

1.7 **Investigating and determining Disputes:** Unless otherwise provided, the Club must as soon as is reasonably practicable after receiving or becoming aware of a Complaint, ensure the Dispute is investigated and determined. Disputes must be dealt with in a fair, efficient, and effective manner.

1.8 **Decision to not proceed with a matter:** Despite the contents of the Disputes Procedure, the Club may decide not to proceed with a matter if:

- (a) the Complaint is trivial; or

- (b) *the Complaint does not appear to disclose or involve any allegation of the following kind:*
 - (i) any material misconduct; or
 - (ii) any material breach or likelihood of material breach of a duty under this Constitution or the Act; or
 - (iii) any material damage to a Member's rights or interests or Members' rights or interests generally; or
- (c) *the Complaint appears to be without foundation or there is no apparent evidence to support it; or*
- (d) *the person who makes the Complaint has an insignificant interest in the matter; or*
- (e) *the conduct, incident, event, or issue giving rise to the Complaint has already been investigated and dealt with under this Constitution; or*
- (f) *there has been an undue delay in making the Complaint.*

1.9 Complaint may be referred: The Club may refer a Complaint to:

- (a) *a hearing body or person authorised, delegated or appointed by the Committee to hear and resolve Disputes, and includes an arbitral tribunal (Hearing Body); or*
- (b) *a subcommittee or an external person to investigate and report; or*
- (c) *any type of consensual dispute resolution with the consent of all parties to the Complaint.*

1.10 Hearing Body: The Committee may determine the composition, jurisdiction, functions and procedures of, and any sanctions which can be imposed by, any Hearing Body. Each Hearing Body has delegated authority by the Committee to resolve, or assist to resolve, Complaints.

1.11 Bias: An individual may not be part of a Hearing Body in relation to a Complaint if two or more members of the Committee or of the Hearing Body consider there are reasonable grounds to believe that the individual may not be:

- (a) *impartial; or*
- (b) *able to consider the matter without a predetermined view. [Guidance: Cl 8, Sch 2, Inc Soc Act.]*

1.12 Complainant's right to be heard:

- (a) *The Member or Officer has a right to be heard before the Complaint is resolved or any outcome is determined. If the Club makes a Complaint, the Club has a right to be heard before the Complaint is resolved or any outcome is determined, and a Committee Member may exercise that right on behalf of the Club.*
- (b) *A Member or Officer or the Club must be taken to have been given the right if:*
 - (i) *the Member or Officer or the Club has a reasonable opportunity to be heard in writing or at an oral hearing, if one is held; and*
 - (ii) *an oral hearing is held if the Hearing Body considers that an oral hearing is needed to ensure an adequate hearing; and*
 - (iii) *an oral hearing, if any, is held before the Hearing Body; and*
 - (iv) *the Member's or Officer's or the Club's written statement or submission, if any, are considered by the Hearing Body.*

1.13 Respondent's right to be heard: The Member or Officer who, or the Club which, is the subject of the Complaint (**Respondent**) has a right to be heard before the Complaint is resolved or any

outcome is determined. If the Respondent is the Club, a Committee Member may exercise the right on behalf of the Club. A Respondent must be taken to have been given the right if:

- (a) *the Respondent is fairly advised of all allegations concerning the Respondent, with sufficient details and time given to enable the Respondent to prepare a response; and*
- (b) *the Respondent has a reasonable opportunity to be heard in writing or at an oral hearing, if one is to be held; and*
- (c) *an oral hearing is held if the Hearing Body considers that an oral hearing is needed to ensure an adequate hearing; and*
- (d) *an oral hearing, if any, is held before the Hearing Body; and*
- (e) *the Respondent's written statement or submissions, if any, are considered by the Hearing Body.*

1.14 **Appeals:** There is no right of appeal or right of review of a decision unless specified. Members have the right to appeal decisions of the Club to Golf NZ but only if a right of appeal is permitted under the constitution and regulations of Golf NZ

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DISSOLUTION

1. On the passing and confirmation of a resolution for the Club's voluntary winding up in accordance with the provisions of Section 24 of The Incorporated Societies Act 1908, any surplus funds or assets of the Club shall not be paid or distributed to any members or individuals. These assets shall be resolved to be applied to:
 1. A purpose that aligns with the Club's objectives, as decided by the Club in a general meeting, or
 2. Given or transferred to another not-for-profit sporting organisation or a registered charity operating in Taranaki as determined by the Club in a general meeting.

The Club shall then notify the Registrar of Incorporated Societies of this resolution to ensure the proper distribution of the Club's funds and assets upon dissolution or winding up

