

**CONSTITUTION AND RULES OF
ST. HELEN'S BAY GOLF CLUB
SUBMITTED TO GOLF IRELAND
AND AS ADOPTED BY THE CLUB AT ITS
MEETING ON 24 NOVEMBER 2023**

CONSTITUTION AND RULES

ST. HELEN'S BAY GOLF CLUB

1. PRELIMINARY

1.1 Rules herein contained are indicated by consecutive numbers.

1.2 Clauses are indicated by consecutive numbers preceded by Rule numbers.

1.3 Sub-clauses are indicated by consecutive numbers preceded by Rule and Clause numbers.

1.4 Sub-sub-clauses are indicated by consecutive numbers preceded by Rule, Clause, and sub-clause numbers.

1.5 "Men's Section" shall mean the group of male amateur playing golfers operating under a constitution acceptable to Golf Ireland and to which the Men's Section is applying for affiliation.

1.6 "Ladies Section" shall mean the group of female amateur playing golfers operating under a constitution acceptable to Golf Ireland and to which the Ladies Section is applying for affiliation.

1.7 "Club Committee", shall be comprised of the President, Trustees, Captain, Lady Captain, Vice Captain, Lady Vice Captain, Club Secretary and Club Treasurer.

1.8 The name or title "Committee" and the Officers and members thereof, without qualification, shall mean either the Men's Committee or the Ladies Committees or their Officers or Members where the context so admits or requires.

1.9 The name or title "Club" without qualification, shall mean the Men's Section and/or the Ladies Section where the context so admits or requires.

2. TITLE

2.1 The name of the Club shall be St. Helen's Bay Golf Club. This name shall be the common name by which both the Men's Section and the Ladies Section shall be individually and collectively known.

2.2 The official address of the Club is St. Helen's Bay, Kilrane, Rosslare Harbour, County Wexford.

2.3 The Club accepts that the name and logo is exclusively reserved for a Club licensed to use the facilities.

3. OWNERSHIP

3.1 The land on which the golf course and clubhouse have been constructed is the property of Bing Bay Holdings Public Limited Company of St. Helen's Bay Resort, Kilrane, Rosslare

Harbour, County Wexford hereinafter called “the Owner”, which expression shall include its successors and assigns.

4. LICENCE

4.1 The Club uses the facilities under licence from the Owner. In the event of the Licence being revoked the Club shall notify Golf Ireland forthwith.

4.2 The Club accepts that the licence granted by the Owner to use the facilities will not entitle the Club to any legal interest in the property.

4.3 The Licence shall stand in the name of the Owner and the Club.

4.4 The Trustees (as described in Section 7 below) for the time being are authorised by the Club to enter into such Licence Agreement or any amended Licence Agreement with the Owner.

5 MEMBERSHIP

5.1 The membership of the Men’s Section shall consist of male playing members who are ordinary members and other subscribing playing members.

5.2 The membership of the Ladies’ Section shall consist of female playing members who are ordinary members and other subscribing playing members.

5.3 The number of members elected to each category in each Section shall be fixed in consultation with the Owner. Any subsequent alteration will be in agreement with the Owner.

5.4 Ordinary Members shall be:

5.4.1 entitled to attend and vote at all Annual General, Special or Extraordinary General Meetings, and

5.4.2 entitled to nomination for and election to Office and General Committee in respective Sections of which they are such members as well as to nomination and election to the Club Committee.

6 OBJECTIVES

6.1 The objective for which the Club is established is solely for the promotion of the amateur game of golf amongst its members.

6.2 The Men’s Section shall :

6.2.1 Promote the amateur game of golf amongst its members.

6.2.2 Apply for affiliation to Golf Ireland and undertake, in writing, to accept and abide by the Constitution and Bye-Laws of Golf Ireland and the Bye-Laws of the Branch in whose province the course is situate.

6.2.3 Accept and apply the Standard Scratch Score and Handicapping Scheme as prescribed by the Council of National Golf Unions and such rules thereunder as may require to be implemented from time to time by Golf Ireland.

6.2.4 Accept and recognise the Royal and Ancient Golf Club of St. Andrews as the sole Authority for prescribing and implementing the Rules of Golf and the Rules of Amateur Status.

6.3 The Ladies' Section shall :

6.3.1 Promote the amateur game of golf amongst its members.

6.3.2 Apply for affiliation to Golf Ireland and undertake, in writing, to accept and abide by the Constitution and Bye-Laws of Golf Ireland and the Bye-Laws of the district in whose province the course is situated.

6.3.3 Accept and apply the Standard Scratch Score and Handicapping System as prescribed by the Council of National Golf Unions and such rules thereunder as may require to be implemented from time to time by Golf Ireland.

6.3.4 Accept and recognise the Royal and Ancient Golf Club of St. Andrews as the sole Authority for prescribing and implementing the Rules of Golf and the Rules of Amateur Status.

6.4 The income and property of the Club shall be applied solely towards the promotion of the objectives as set forth in this Constitution. No portion of the Club's income and property shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to members of the Club. No officer shall be appointed to any office of the Club paid by salary or fees, or receive any remuneration or other benefit in money or money's worth from the Club. However, nothing shall prevent any payment in good faith by the Club of:

- reasonable and proper remuneration to any member or servant of the Club (not being an officer) for any services rendered to the Club;
- interest at a rate not exceeding 1% above the Euro Interbank Offered Rate (Eurostar) per annum on money lent by an officer or other members of the Club to the Club;
- reasonable and proper rent for premises demised and let by any member of the Club (including any officer) to the Club;
- reasonable and proper out-of-pocket expenses incurred by any officer in connection with their attendance to any matter affecting the Club;
- fees, remuneration or other benefit in money or money's worth to any Company of which an officer may be a member holding not more than one hundredth part of the issued capital of such Company.

6.5 If upon winding up or dissolution of the Club there remains, after satisfaction of all debts and liabilities, any property whatsoever, it shall not be paid to or distributed among the members of the Club. Instead, such property shall be given or transferred to some other institution or institutions having objectives similar to the objectives of the Club. The institution or institutions to which the property is to be given or transferred shall prohibit the distribution of their income and property among their members to an extent at least as great as is imposed on the Club under or by virtue of the Income and Property clause (clause 6.4) hereof. Members of the Club shall select the relevant institution or institutions at or

before the time of dissolution, and if and so far as effect cannot be given to such provisions, then the property shall be given or transferred to some charitable object. Final accounts will be prepared and submitted that will include a section that identifies and values any assets transferred along with the details of the recipients and the terms of the transfer.

6.6 Annual accounts shall be kept and made available to Revenue on request. Where the gross annual income exceeds €250,000 the accounts will be audited.

6.7 No addition, alteration or amendment shall be made to the provisions of the following clauses:

- The objectives clause (clause 6.1);
- The income and property clause (clause 6.4);
- The winding up clause (clause 6.5);
- The keeping of accounts clause (clause 6.6);
- This clause (clause 6.7)

for the time being in force unless the same shall have been previously approved in writing by the Revenue Commissioners

7 TRUSTEES

7.1 The Men's Section shall have two voting members as Trustees and the Ladies' Section shall have one voting member as Trustee. This is subject to future review and amendment as the size and mix of membership changes over time. Any such amendment will be subject to approval by the members at the Club Annual General Meeting. Such Trustees shall be nominated by the Committees of each Section for approval by the members at the Club Annual General Meeting.

7.2 Each Trustee shall hold office for a period of 5 years. This may be extended for a further 5 year period subject to approval by the members at a Club Annual General Meeting. Trustees may have a maximum of two periods in office. Trustees may be removed from office by resolution of members at a Club Annual/Extraordinary General Meeting and shall be replaced at the same or next Annual General Meeting.

7.3 The licence being granted by the Owner to the Club shall be in the names of the Owner and of the appointed Trustees or their successors in office.

7.4 Trustees may not concurrently also be a member of the Men's/Ladies Section Committee. In the event of a Trustee being elected or appointed to the Men's/Ladies Committee the Trustee must immediately resign from the position of Club Trustee. The Trustees shall however be entitled to attend meetings of any Committee, without voting rights, in their capacity as trustees.

7.5 The Trustees shall be indemnified by the Club out of the property and assets of the Club in respect of all transactions directed by a resolution of the members at a General Meeting of the Club against all liabilities and expenses necessarily incurred as a result of their Trusteeship and in the event of the property and assets of the Club being deficient, such deficiency shall be made good by the Ordinary Members of the Club (Men's and Ladies' Sections) on whose behalf the property and assets of such Section are held.

8 OFFICERS

8.1 The Officers of the Men's Section shall be a Captain, Vice-Captain, Honorary Secretary, Honorary Treasurer.

8.2 The Officers of the Ladies' Section shall be a Lady Captain, Lady Vice-Captain, Honorary Secretary, Honorary Treasurer.

8.3 There will be one President of the club who shall be a member of either the Men's Section or Ladies Section. The President will serve for a term of two consecutive years. The outgoing President shall nominate at least two and no more than three possible successors to the Club Committee to vote on the nominations put forward. In the event of a tie, the outgoing President shall decide who will be put forward for nomination as President at the next AGM/EGM of the club. The nominee for President will alternate between the Men's and Ladies Sections at least once every third term.

9. MANAGEMENT OF THE MEN'S AND LADIES SECTIONS

9.1 Allocation of functions

9.1.1 The business and affairs of the Men's Section shall be under the jurisdiction and control of a General Committee (hereinafter referred to as "the Men's Committee") consisting of the Officers of the Men's Section, The Junior Organiser and 6 other voting members of the Men's Section elected under Sub-Clause 9.3.4.

9.1.2 The business and affairs of the Ladies' Section shall be under the jurisdiction and control of a General Committee (hereinafter referred to as "the Ladies' Committee") consisting of the Officers of the Ladies' Section, The Junior Organiser, and 5 other voting members of the Ladies' Section elected under Sub-Clause 9.3.4.

9.1.3 Each of the aforementioned Committees may exercise its powers notwithstanding that there might be a vacancy in its membership.

9.1.4 The President will be entitled to attend committee meetings of both the Men's and Ladies Section of the Club.

9.2 At Meetings of the foregoing Committees:-

9.2.1 The Men's Section four of those entitled to attend and vote, one of whom must be the Captain or Vice Captain, shall form a quorum.

9.2.2 The Ladies' Section four of those entitled to attend and vote, one of whom must be the Lady Captain or Lady Vice Captain, shall form a quorum.

All votes at a committee meeting must have the support of the majority of those present to be passed.

9.2.3 At Meetings of such Committees the chair will be taken by the Captain or, if absent, by the Vice-Captain.

9.2.4 The Chairperson at a meeting shall, in addition to a deliberative vote, have, and shall exercise, a casting vote.

9.3 Elections, Officers and Committees

9.3.1 The Captain of the Men's and the Captain of the Ladies' Sections shall retire after one year's service and will be succeeded by the Vice-Captain of each Section.

9.3.2 The other Honorary Officers of each Section and the Ordinary Members of Committee of each Section shall retire annually and shall be eligible for re-election, provided always that the same Office or Committee ranking shall not be held by the same Officer or Committee Member for more than three consecutive years. Where possible people should not stay on the committee for longer than 5 years and be ineligible for re-election for 1 year.

9.3.3 The election of Office Bearers and Members of the General Committee of both Sections shall be held at the respective Annual General Meetings.

9.3.4 Nominations (with the consent of the Nominee) for election to any Honorary office or as an Ordinary Member of the Committee shall be made:-

9.3.4.1 By Officers and/or Members of the General Committee of the particular Section, or

9.3.4.2 By any two ordinary members of the particular Section.

9.3.5 The Vice-Captain in office shall have the right to nominate his successor. Such nomination is to have the approval of the Committee. Failing such nomination or approval a Vice-Captain shall be nominated by the Committee for approval at the Annual General Meeting.

9.3.6 The previous year's Captain will not retire from the Committee and will hold the position of ex-officio; this is a non-voting position and the term of office will be one year.

9.3.7 The Lady Vice-Captain in office shall have the right to nominate her successor. Such nomination is to have the approval of the Committee. Failing such nomination or approval a Vice-Captain shall be nominated by the Committee for approval at the Annual General Meeting.

9.3.8 The previous year's Lady Captain will not retire from the Committee and will hold the position of ex-officio; this is a non-voting position and the term of office will be one year.

9.3.9 All nominations shall be given to the Honorary Secretary of the particular Section at least 14 days prior to the Annual General Meeting of that Club.

9.3.10 A complete list of Nominees (Officers and Committee) together with their proposers and seconders must be posted on the Club Notice Board for at least seven days prior to the date of the particular Annual General Meeting.

9.3.11 The respective Committees shall have power to fill vacancies in any of these offices (including Membership of its Committee) during any year. The persons so appointed shall hold office until the next Annual General Meeting of the particular Section. Such appointments shall not be construed as forming part of any time limit provided for in Sub Clause 9.3.2.

9.3.12 At any General Meeting, if the election of a continuing member of the Committee to a position as an Office Bearer will leave a vacancy on the Committee, then such vacancy shall be filled at that Annual General Meeting from candidates already nominated for membership of the Committee. In the event that there are not sufficient candidates to fill such vacancies the Chairperson shall first declare the nominated candidates elected and then invite verbal nominations from the voting members present at the meeting.

9.3.13 The office of any Office Bearer shall be vacated by such Office Bearer resigning from or on ceasing to be a member of either the Men's or the Ladies' Section or being removed by a resolution at an Annual General Meeting of the appropriate Section.

9.3.14 Each committee member of the Men's Section and the Ladies Section must attend at least 50% of meetings in a year to be eligible for re-election in the following year. The only exception is medical reasons.

9.4 COMMITTEE MEETINGS

9.4.1 Stated meetings of the Men's Committee shall be held not less than 7 times per annum.

9.4.2 Stated Meetings of the Ladies' Committee shall be held not less than 7 times per annum.

9.4.3 Upon a requisition signed by not less than three members of a Committee stating the nature of the business to be transacted, the Captain or Honorary Secretary of the Section shall call a Special Meeting of such Committee for the consideration thereof; and if the Officers designated above neglect or refuse to call such Meeting within seven days the same may be convened by notice signed by four members of such Committee.

9.5 OWNER'S STAFF

9.5.1 The Committee of the Men's Section and of the Ladies' Section shall co-operate with such staff as are employed by the Owner in the maintenance, service and upkeep of the Course and Clubhouse and shall direct their members to facilitate such staff in the execution of their duties in the interest of both the Owner and the Club.

9.6 APPOINTMENT OF SUB-COMMITTEES

9.6.1 The Club Committee, and the Men's and Ladies' Committees shall each have power to appoint Sub-Committees and to define the scope of their authority and to delegate and confer on such Committees the powers necessary for the discharge of the function or functions for which such Sub-Committee was formed.

9.6.2 Each Sub-Committee shall retire annually on the date of the Annual General Meeting of its respective Section or when the function for which it was appointed is completed.

9.6.3 The quorum of each Sub-Committee shall be defined at the time of appointment.

9.6.4 The Chairperson of each Sub-Committee shall, in addition to a deliberative vote, have, and shall exercise a casting vote.

10 ADMINISTRATION

10.1 The Men's and Ladies' Sections shall be administered as follows:-

10.1.1 The Captain of the Men's Section shall be responsible for the everyday affairs of that Section.

10.1.2 The Captain of the Ladies' Section shall be responsible for the everyday affairs of that Section.

10.1.3 All written complaints concerning matters under the jurisdiction and control of the Committee of the particular Section shall be referred primarily to the Captain or the Hon. Secretary of that Section who, if unable to resolve same, shall place the complaint on the agenda for the next meeting of the Committee of such Section for investigation and decision.

10.2 A Liaison Committee shall be established to consult with the Owner or its nominated representative in relation to golf related matters. This Committee shall consist of the Captain of the Men's Section, the Captain of the Ladies' Section together with the Vice Captain of the Men's Section and the Lady Vice Captain of the Ladies' Section.

11. CLUB COMMITTEE

11.1 The Club Committee shall ensure the Club is run in accordance with the Club Constitution. In particular the Club Committee shall be responsible for:

11.1.1 Organising and holding the Club Annual General Meeting, where all members of both the Men's and Ladies Sections will be entitled to attend.

11.1.2 Ensuring the day to day affairs of the Club are conducted in accordance with the Club Constitution.

11.1.3 Overseeing the financial affairs and financial well being of the Club.

11.1.4 Ensuring the reputation and integrity of the Club is protected and enhanced through ongoing review and implementation of best practice governance structures and procedures.

11.2 The Club Committee shall include the President, the Trustees, the Captain, the Lady Captain, the Vice Captain, the Lady Vice Captain, the Club Secretary and Club Treasurer. The Vice Captain and Lady Vice Captain shall be non voting members of the Club Committee with proxy voting rights in the absence of their respective Captains.

11.3 The Club Secretary and Club Treasurer shall be elected by the members at the Club AGM. The Club Secretary and Club Treasurer shall retire annually and shall be eligible for re-election provided always that they should not stay in the same position on the Club Committee for longer than 5 years and be ineligible for re-election for 1 year.

11.4 The Club Secretary shall advise the Club Committee on all governance matters within the Club to ensure the Club conducts its affairs in accordance with the Club Constitution. The Club Secretary shall also be responsible for organising the Club Annual General Meeting (see clause 17.1).

11.5. The financial affairs of the Club shall be administered as follows:-

11.5.1. The Club Treasurer shall keep full and detailed accounts, books and records showing the financial affairs, receipts and disbursements of both the Men's Section and the Ladies' Section.

11.5.2 The Banking account shall be kept in the name of the St. Helen's Bay Golf Club (and clearly identified as such). All cheques shall be signed by two authorized members of the Club Committee. Receipts and payments from both the Men's Section and the Ladies' Section will be made through the St. Helen's Bay Golf Club account.

11.5.3 The Club shall be entitled to charge and retain all entry fees in Club and Open Competitions under its control and management and for which it has arranged for the provision of prizes.

11.5.4 The Club Treasurer shall issue a certified statement of the affairs of the golf club for the financial year ended 31st October for consideration by the Club Committee and for presentation and approval by the members at the Annual General Meeting of the Golf Club which shall be held in November each year.

11.6 The financial affairs of the Men's Section and the Ladies Section shall be administered as follows:-

11.6.1. Each Honorary Treasurer (of the Men's Section and the Ladies' Section) shall keep full and detailed accounts, books and records showing the financial affairs, receipts and disbursements of their respective Sections for inclusion in the Club books and records.

11.7 At meetings of the Club Committee:-

11.7.1 Five members of the Club Committee including at least one Trustee will form a quorum.

11.7.2 The President, or in his/her absence a Trustee, will chair such meetings.

11.7.3 All votes at a Club Committee Meeting must have the support of the majority of those present to be passed.

11.7.4 The Chairperson at a meeting shall, in addition to a deliberative vote, have, and shall exercise, a casting vote.

11.8 The Club Committee shall meet at least once per quarter.

12. MEMBERSHIP

12.1 The Owner shall, in consultation with the Club, agree the categories of membership of the golf club.

12.2 Applications for membership of either the Men's Section or Ladies Section shall be made directly to the Owner.

12.3 The Owner will post the applicant(s)'s names on the notice boards in the respective locker rooms for a period of 14 days after receipt of such application.

12.4 The Captain of the Men's Section and/or the Captain of the Ladies Section may make a representation to the Owner in respect of the suitability of any applicant.

12.5 In the absence of representation from the Men's Section and/or the Ladies' Section within 14 days, the application for membership will be deemed approved and will be advised to the Men's and Ladies' Sections for inclusion on the Club's Handicap Register.

12.6 The Club's disciplinary procedures will apply to all members of the golf club.

12.7 It shall be the duty of every elected member to acquaint himself/herself of the Constitution, Rules and Bye-Laws of the Club and each such member shall be bound by same and by all acts or deeds of any person or persons acting for or on behalf of the Club under any power, authority or discretion conferred by or pursuant to such Constitution, Rules or Bye-Laws.

12.8 A member shall be entitled to the rights and privileges of membership of the category of member to which he/she shall have been elected.

12.9 A member acknowledges that he/she submits to and is bound by the Constitution, Rules and Bye-Laws of the Club and every renewal of subscription by him/her shall be deemed to be a similar acknowledgement.

CATEGORIES OF MEMBER

13.1 The Owner shall, in consultation with the Club, decide on the categories of membership of the golf club.

13.2 The following shall be voting members:-

13.2.1 ORDINARY MEMBERS who shall comprise :

13.2.1.1 Male members who, having paid the Entrance Fee, if any, and Annual Subscription applicable to this category shall be entitled to attend and vote at all Club General meetings and Annual General and all Special General or Extraordinary General Meetings of the Men's Section.

13.2.1.2 Female Members who, having paid the Entrance Fee, if any, and Annual Subscription applicable to this category shall be entitled to attend and vote at all Club General meetings and Annual General and all Special General or Extraordinary General Meetings of the Ladies' Section.

13.2.1.3 An Ordinary Member elected an Honorary Life Member of his/her Section shall retain the rights and privileges of membership of this category.

13.2.1.4 Honorary/Life members shall comprise persons who either the Men's or the Ladies' Committee wish to acknowledge as having rendered exceptional service to the Club or to the game of golf or whose distinguished position or public service would render their membership of special advantage to the Club. Recommendations for Honorary/Life

Members will be made by the Men's Section and the Ladies Section to the Owner, who will ultimately decide on whether to grant Honorary/Life membership to that person.

13.3 The following of either gender, shall be non-voting members of their respective Sections.

13.3.1 Intermediate members (membership category 18-35 years of age).

13.3.2 5 Day Members (membership category Monday-Friday only).

The Men in these categories shall each be members of the Men's Section and the Ladies in these categories shall each be members of the Ladies' Section. All members in these categories, except Honorary Members, shall be required to pay the Annual Subscription applicable in each category.

13.3.3 Junior members (membership category 10-18 years of age)

13.3.4 Juvenile members (membership category 7-9 years of age)

Junior members shall comprise of young persons whose ages at date of election shall not be not less than 10 and not more than eighteen years. Juvenile Members shall comprise of young persons between 7 and 9 years of age. Such membership shall cease on 31st December next after such person has attained the age of eighteen years or nine years of age respectively. St. Helen's Bay Golf Club is fully committed to safeguarding the wellbeing of its junior and juvenile members. Every individual in the golf club should at all times, show respect and understanding for members rights, safety and welfare and conduct themselves in a way that reflects the principles of the organisation and the guidelines contained in the code of ethics and good practice for children's sport. In St. Helen's Bay Golf Club our first priority is the welfare of the young people and we are committed to providing an environment which allows participants to perform to the best of their ability free from bullying and intimidation.

13.3.5 The Men in these categories shall each be members of the Men's Section and the Ladies in these categories shall each be members of the Ladies' Section. All members in these categories, except Honorary Life Members, shall be required to pay the annual subscription applicable in each category.

14 ANNUAL CLUB SUBSCRIPTION

14.1 All categories of member, except Honorary Member, shall be obliged to pay an Annual Club Subscription(s).

14.2 The amount payable by the different categories shall be decided by the Owner in consultation with the Club.

14.3 The Owner will be responsible for issuing demands for club subscriptions.

14.4 Any member whose subscription shall be unpaid on 28th February in any year shall cease to be a member of the Club, but the Owner may re-elect such member without

re-nomination or re-posting, within three months from the date when the subscription became due, on payment of all subscriptions and other monies due to the Club.

14.5 Any member whose subscription is unpaid by 28th February shall be ineligible to compete in Club or Open Competitions, to enter Championships or Tournaments or to represent the Club and his/her handicap will be suspended from that date until such time as the member subscription is paid.

15 SANCTIONS

15.1 The Committee of the Section concerned is empowered to impose sanctions for breaches of the Rules, Bye-Laws and Regulations of the Club in force for the time being or for breaches of the etiquette of golf, and may also at any time (either instead of, or in addition to, fines) temporarily withdraw, in as much as it is in its power to do so, the use of the Clubhouse and Course from any member whose conduct or breaches of the Rules, Bye-Laws and Regulations may, in the opinion of the Committee, justify this course.

15.2 Any member refusing or failing to comply with sanction so imposed within 2 weeks after notification thereof shall have his/her handicap suspended and shall not, in so far as it is in the Committee's power to do so, be permitted to use the Clubhouse or Course until such sanction has been complied with.

16 DISCIPLINARY PROCEDURES

16.1 If a member is convicted of an indictable offence or if any allegation of misconduct by a Member is submitted to an Officer of either the Men's Section or Ladies' Section, in writing, the Captain of the Section concerned shall make such enquiries as are considered necessary to obtain all relevant details. Such information shall be placed before the Committee of the Section which elected such member which shall, in meeting, enquire into such conduct.

16.2 If in the opinion of the Committee the conduct in question may warrant the suspension (by the temporary withdrawal of the privileges of Membership) or expulsion of such Member he or she shall be so informed in writing. The Member shall have the right to appear and speak at and/or to make a written submission which shall be read at any subsequent Meeting at which the conduct in question shall be considered and all related information shall be placed before the Committee.

16.3 If after making such further enquiries as it considers necessary into the conduct of the Member and hearing such explanation, if any, as he or she may offer, the Committee decides that his or her conduct has not been explained or accounted for to its satisfaction but was not such as to warrant the expulsion of the Member, the Committee may instead, by a simple majority, suspend the Member for a period of not exceeding three months. Should a majority of the Committee not be satisfied that the charges of misconduct have been proved no further action shall be taken.

16.4 If no explanation of his or her conduct shall be given by the Member, or if such explanation shall have been considered unsatisfactory by the Committee, it may make a recommendation for expulsion to the Owner who shall take the course of action it deems appropriate and the Club reserves the right to suspend/withdraw such Member's handicap.

16.5 When the Committee concerned has resolved that a Member be suspended or expelled, such Member shall, within seven days of the decision, be given notice, in writing, by the Club by registered post or by delivery of such notice to his or her last known address. Such person shall have the right of appeal against the decision, within fourteen days of the date of notification. The appeal shall be made, in writing, to the Honorary Secretary of his or her Section.

16.6 Notice of an appeal under Clause 16.5 having been given, the decision shall not take effect for a period of twenty-one days from the date of the notification by the club to the Member.

16.7 The Member shall have the right to have the appeal heard at an Extraordinary General Meeting requisitioned under Sub-Sub-Clause 17.4.1.2 provided that the necessary signatures for such requisition are procured either by the Member in question or by any other Ordinary Member of his or her Section. This meeting shall, by a majority, decide whether the expulsion shall be confirmed or repealed. Should the signatures provided for in Sub-Sub-Clause 17.4.1.2 not be obtained within twenty-one days from the date of notification by the Club to the Member, the Committee shall have power to deem the appeal to have lapsed and to enforce the decision forthwith, or to allow an additional period should it decide by a simple majority, that the circumstances warrant it.

16.8 A decision of the Committee under this Rule shall stand unless and until an appeal is received, by an Officer of the Club, against it. Provided an appeal has been received, and an Extraordinary General Meeting duly requisitioned, the expulsion or suspension shall not then take effect, pending the holding of the Extraordinary General Meeting.

17. GENERAL MEETINGS

17.1 The Annual General Meeting of the Club shall, save in exceptional circumstances, be held in November each year for receiving the Club Annual Report and Financial Statements for the year ended the previous 31st October, electing Trustees (if required), President (if required), Club Secretary, Club Treasurer, and voting on any Motions relating to the Club Constitution and/or Rules.

17.1.1 Twenty one days notice, at least, of such Annual General Meeting shall be given to Ordinary and Hon. Life Members of the Club who are the only persons entitled to attend and vote at a General Meeting of the Club.

17.1.2 Notices of Motion and Nominations for Club Secretary and Club Treasurer must be made to the Club Secretary in writing at least fourteen days before the date of such Meeting.

17.1.3 Such Notices and Nominations shall be posted on the Men's and Ladies' Notice Boards in the clubhouse not less than 7 days prior to such General Meeting.

17.1.4 Notices of Motion and Nominations not made as required cannot be considered at the Annual General Meeting.

17.2 The Men's Section

17.2.1 The Annual General Meeting of the Men's Section shall, save in exceptional circumstances, be held in the month of November for receiving the Men's Section Committee's Annual Report for the year ended the previous October 31st for electing Office Bearers, Members of Committee, and transacting such other business of the Men's Section as may be on the Agenda.

17.2.2 Twenty one days notice, at least, of such Annual General Meeting shall be given to the Male Ordinary Members of the Club who are the only persons entitled to attend and vote at an Annual General Meeting of the Men's Section.

17.2.3 Notices of Motion and Nominations of Officers and Members of the General Committee of the Men's Section must be made to the Honorary Secretary in writing at least fourteen days before the date of such Meeting.

17.2.4 Such Notices and Nominations shall be posted on the Men's notice board in the Clubhouse not less than 7 days prior to such AGM.

17.2.5 Notices of Motion and Nominations not made as required cannot be considered at the Annual General Meeting.

17.3 The Ladies' Section

17.3.1 The Annual General Meeting of the Ladies' Section shall, save in exceptional circumstances, be held in the month of November for receiving the Ladies' Section Committee's Annual Report for the year ended the previous October 31st for electing Office Bearers, Members of Committee, and transacting such other business of the Ladies' Section as may be on the Agenda.

17.3.2 Twenty one days notice, at least, of such Annual General Meeting shall be given to all Female Ordinary Members of the Club who are the only persons entitled to attend and vote at an Annual General Meeting of the Ladies' Section.

17.3.3 Notices of Motion and Nominations of Officers and Members of the General Committee of the Ladies' Section must be made to the Honorary Secretary in writing at least fourteen days before the date of such Meeting.

17.3.4 Such Notices and Nominations shall be posted on the Ladies' notice board in the Clubhouse not less than 7 days prior to such AGM.

17.3.5 Notices of Motion and Nominations not made as required cannot be considered at the Annual General Meeting.

17.4 Special and Extraordinary General Meetings

17.4.1 In addition to the Statutory Annual General Meeting

17.4.1.1 The Committee of the Section concerned may, at its discretion, convene a Special General Meeting of the voting Members of such Section to consider and decide on any matter which the Committee considers is of such urgency that it cannot be held over until the Statutory Annual General Meeting.

17.4.1.2 A group of not less than 20 voting members of the Men's Section or 12 voting members of the Ladies Section may submit a requisition to the Honorary Secretary of such Section requesting that an Extraordinary General Meeting of the voting members of such Section be convened. The requisition shall state the business to be brought forward and this matter will be the only business to be considered at such Meeting.

17.4.1.3 On receipt of such requisition it shall be the duty of the Committee of the Section concerned to have an Extraordinary General Meeting convened without delay and failing notice of such Meeting being issued by direction of the Committee within fourteen days after receipt of such notice by the Honorary Secretary, any 20 members in the case of the Men's Section or 12 members in the case of the Ladies Section who have signed the requisition may issue notice of an Extraordinary General Meeting, which notice shall be sufficient if published in three successive issues of a daily newspaper circulating in the locality of the Club at least ten days before the date fixed for such Meeting.

17.4.1.4 The Club Committee may, at its discretion, convene a Special General Meeting of the voting Members of the Club to consider and decide on any matter which the Club Committee considers is of such urgency that it cannot be held over until the Statutory Annual General Meeting.

17.4.1.5 A group of not less than 25 voting members of the Club may submit a requisition to the Club Secretary requesting that an Extraordinary General Meeting of the voting members of the Club be convened. The requisition shall state the business to be brought forward and this matter will be the only business to be considered at such Meeting.

17.4.1.6. On receipt of such requisition it shall be the duty of the Club Committee to have an Extraordinary General Meeting convened without delay and failing notice of such Meeting being issued by direction of the Club Committee within fourteen days after receipt of such notice by the Club Secretary, any 25 members who have signed the requisition may issue notice of an Extraordinary General Meeting, which notice shall be sufficient if published in three successive issues of a daily newspaper circulating in the locality of the Club at least ten days before the date fixed for such Meeting.

17.5 Chairperson at General Meetings

17.5.1 The Captain, or if absent, the Vice-Captain shall preside at all General Meetings of the Men's Section and the Ladies' Section respectively.

17.5.2 If any of the foregoing Officers are absent or decline to preside any other Chairperson may be appointed by the Meeting.

17.5.3 The President, or if absent, a Trustee shall preside at all General Meetings of the Club.

17.5.4 The Chairperson in addition to a deliberative vote, shall have and shall exercise a casting vote.

18 NOTICE OF GENERAL MEETINGS AND QUORUM

18.1 Twenty one days notice of every General Meeting convened by order of a Committee (except Meetings called under Sub-Sub-Clause 17.4.1.2 or Sub-Sub-Clause 17.4.1.5 when ten

days notice is required) shall be given to members entitled to vote by a circular specifying the time and place of such Meeting and the business to be transacted.

18.2 All notices calling Meetings may be sent by e-mail or by post and addressed to members at such addresses as may be recorded in the Club books.

18.3 No business shall commence or continue unless there is a quorum of 10% of members entitled to vote in attendance at a General Meeting.

19 MODE OF VOTING AT GENERAL MEETINGS

19.1 No proxies shall be allowed.

19.2 Voting shall be either by a show of hands or by ballot.

19.3 Ballot shall mean a vote on voting paper.

19.4 A majority of one shall be sufficient to decide any question under discussion unless a greater majority is required by some other Club rule.

19.5 In the event of a tie the Chairperson shall have and shall exercise a casting vote as provided in Sub-Clause 17.5.4.

19.6 If any member at a General Meeting propose that the mode of voting on any particular matter should be by ballot and this is seconded by another member, then the question of whether voting should be by a show of hands or by ballot shall be decided by a show of hands.

20 MINUTE BOOKS

20.1 The Club Committee, the Men's Section and the Ladies' Section shall each keep:-

20.1.1 A Minute Book in which shall be recorded the Minutes of All Annual General, Special General and Extraordinary General Meetings.

20.1.2 A Minute Book in which shall be recorded the Minutes of all Committee Meetings held in compliance with Clause 9.4.

20.1.3 The respective Minutes shall be read out at the next General, Statutory or other Committee Meeting and, when approved as being a correct record, shall be signed and dated by the Chairperson.

21 PLAYING FACILITIES

21.1 The Men's and Ladies' Committees in conjunction with the Owner, shall decide the days and times when each Section shall have the use of the Course. All other times required by either Section shall be in agreement with the Owner.

22 PERSONAL PROPERTY

22.1 Any personal belongings of Members, visitors and others, brought to, kept at or left on the premises of the Club (either in the Clubhouse or outside in the car park or on the course) shall be at the sole risk of the owners thereof and neither the Men's Committee nor the Ladies' Committee shall be responsible for any loss or damage thereto however arising; but

this Rule shall not prejudice any claim by either Section or the owners of the property lost or damaged against Insurance Companies in case of fire or when otherwise covered by Insurance. In addition the Members of both Sections shall have due regard for any relevant conditions imposed by the Owner of the facilities.

23 CHANGE OF CONSTITUTION AND RULES

23.1 No Rule of the Club or either the Men's Section or the Ladies' Section shall be repealed or altered or new rule made except at a General Meeting of the Club or such Section and by consent of at least two-thirds of the members present and entitled to vote at such Meeting and written notice of the proposed changes must be sent to the Club Secretary with the names of the proposer and seconder attached, at least two weeks previous to the Meeting at which same is to be considered.

23.2 The Club Secretary shall place the proposal on each of Men's and Ladies' Club Notice Boards and put the item on the Agenda for the next General Meeting of the Section concerned.

23.3 Any change in the Constitution of the Club which affects Rule 10 of the Constitution of Golf Ireland must be submitted to Golf Ireland for approval prior to submission to the members of the Men's Section for adoption.

23.4 Any change in the Constitution of the Club which affects Rule 5 of the Constitution of Golf Ireland must be submitted to Golf Ireland for approval prior to submission to the members of the Ladies Section for adoption.

23.5 No change in the Rules of the Men's Section shall be in conflict with the Constitution of Golf Ireland.

23.6 No change in the Rules of the Ladies' Section shall be in conflict with the Constitution of Golf Ireland.

24 RULES OF GOLF AND LOCAL RULES

24.1 The Rules of the game of golf for the Men's Section and the Ladies' Section shall be the Rules of Golf as approved by the Royal and Ancient Golf Club of St. Andrews.