

RULES
OF
WORCESTERSHIRE COUNTY GOLF
LIMITED

(Updated and Adopted by the Board under
Article 5 of the Company's Articles of
Association (the "**Articles**") on 01 January
2025)

In these Rules, unless the context requires otherwise:

"Company" means Worcestershire County Golf Limited (company number 13065967) and whose registered office is at 153 Matson Avenue, Gloucester, GL4 6HW and

"Member Clubs" means Voting Members.

These Rules are made pursuant to Article 5 of the Articles. Words which are defined in the Articles bear the same meaning when used in these Rules. Where there is any inconsistency between these Rules and the provisions of the Articles, the provisions of the Articles shall prevail.

Membership

1.1 Membership shall comprise:

1.1.1 Voting Members

Voting Members are entitled to receive notice of, attend and vote at general meetings. Membership as a Voting Member shall be open to all golf clubs who wish to be affiliated to the Company whose constitution and rules:

- (i) recognise the Rules of Golf as prescribed by R & A Rules Limited;
- (ii) give control to its members or a committee thereof for the handicapping of its members in accordance with the National Handicapping Scheme in force from time to time;
- (iii) undertake that any golfing events organised by the Club shall comply with the Rules of Amateur status laid down by R & A Rules Limited and that such Rules of Amateur status shall be applied and form a condition of entry to any such events;
- (iv) conform to and accept the objectives, rules and regulations of England Golf.

1.1.2 Non-Voting Members

Non-Voting Members consist of the following:

- (i) Playing Members - all playing members of a Member Club or Affiliated Facility irrespective of their category of membership of such club. Playing Members are not entitled to receive notice of, attend or vote at general meetings;
- (ii) Affiliated Playing Members - individuals who are not Playing Members and who are not playing members in any other county, who wish to participate in golf in the County and, in accordance with the Rules, are approved by the Board as Affiliated Playing Members. Affiliated Playing Members are not entitled to receive notice of, attend or vote at general meetings;
- (iii) Honorary Life Members – such persons as the Board may decide to honour in recognition of services to the game of golf. Honorary Life Members are entitled to attend but not vote at general meetings; and
- (iv) Honorary Vice-Presidents – Vice-Presidents at 31 December 2020 of the former Worcestershire Union of Golf Clubs. Honorary Vice-Presidents are entitled to attend but not vote at general meetings.

1.2 Admission to Membership

- 1.2.1 Applications for admission to membership of the Company as a Voting Member shall be in the form prescribed by the Board and shall contain an undertaking by the applicant to conform to and accept the Objects of the Company as set out in the Articles and to accept these Rules. The application for membership shall contain agreement to the Articles and to these Rules and be signed by the club's President (or other senior officer) and the Secretary or Manager.
- 1.2.2 Applications for admission to membership of the Company as an Affiliated Playing Member shall be in the form prescribed by the Board and shall contain an undertaking by the applicant to comply with and accept these Rules and shall be signed by the applicant. Affiliated Playing Members shall be Non-Voting Members of the Company.

- 1.2.3 Applications for admission to membership shall be sent to the County Secretary (who shall always be the company secretary) who shall refer any such application to the Board which shall have the power to admit the applicant under Article 24.
- 1.2.4 Each year, and as required by the County Secretary, Member Clubs shall provide a list of the names and England Golf CDH numbers of their Playing Members to the County Secretary. Playing Members shall be Non-Voting Members of the Company as a consequence of their subsisting membership of a Member Club.
- 1.2.5 Honorary Life Members and Honorary Vice-Presidents shall be nominated by the Board for approval by the Voting Members at an annual general meeting.

1.3 Cessation of Membership

- 1.3.1 A Member Club may withdraw from membership of the Company by giving notice thereof to the County Secretary not less than 30 days before its re-affiliation date in any year failing which such Member Club shall be liable to pay the annual affiliation fee for the ensuing calendar year.
- 1.3.2 If the Board decides that a Member Club should be expelled the provisions of Article 26 shall apply.
- 1.3.3 A playing member shall cease to be a member if he ceases to be a member of a Member Club.
- 1.3.4 An Honorary Life Member or Honorary Vice-President shall cease to hold such membership if his or her appointment is revoked by the Voting Members of the Company in general meeting or if he or she resigns. Such memberships may be withdrawn by the Board at any time on notice to the Member.
- 1.3.5 Affiliation fees are not refundable in whole or in part.

President

- 2.1 On the expiry of a serving President's term in accordance with Article 18.1, that person shall retire and (subject to paragraphs 2.4 and 2.5) candidates nominated by the Board shall be elected in their place by the Voting Members at the Annual

General Meeting held on the date on which the existing President's term has expired.

- 2.2 The Person appointed as President shall normally hold office for a two year term until the Annual General Meeting in the second year after their appointment.
- 2.3 The President shall be a director by virtue of their office and shall have such rights and privileges as the Board shall from time to time prescribe.
- 2.4 Any Voting Member may propose a person to be President. Any proposal must be made on the form prescribed from time to time by the Board and signed by the nominee. Any proposal must be seconded by another Voting Member. Each Voting Member may only propose or second one candidate for each post and the form must be completed and returned to the County Secretary not later than such date as the Board shall prescribe each year.
- 2.5 If there is only one candidate for the post of President those candidates shall be declared elected unopposed. In the event of there being more than one nomination for the post there shall be an election for that post at the Annual General Meeting and the individual with the most votes of Voting Members shall be elected to the relevant post.

Affiliation Fees

- 3.1 Each Member Club shall pay such annual affiliation fees (whether on a per capita basis or otherwise) as shall be set by the Board and approved by the Voting Members of the Company in general meeting.
- 3.2 The annual affiliation fees shall be payable once per year and shall be collected by the Company and calculated on a per capita basis for every Playing Member irrespective of membership category. The annual affiliation fees shall be payable each year:
 - 3.2.1 in respect of those persons who are Playing Members on their relevant Member Club's annual membership renewal date, on such date as falls 60 days after the Member Club's annual membership renewal date or, if a Member Club does not have one fixed date for renewal of membership for all Members, on such other date as may be agreed between the Member Club and the Company (usually quarterly) and, failing agreement, 1 April in each year ("**First Payment Date**"); and

- 3.2.2 in respect of those persons who join as a Playing Member after the relevant Member Club's annual membership renewal date, on such date as falls 60 days after the six month anniversary of the relevant Member Club's annual membership renewal date ("**Second Payment Date**").
- 3.3 Annual affiliation fees will normally be invoiced by Members Clubs to their Playing Members as a disbursement.
- 3.4 Failure by a playing member to pay such annual disbursement shall not exonerate the Club of which he or she is a playing member from its obligation to pay the annual affiliation fee in respect of that playing member.
- 3.5 Any Member Club whose affiliation fee is not paid within 30 days of either the First Payment Date or the Second Payment Date (as applicable) in any year shall not be entitled to take part in any championship, county match meeting or competition run by the Company, nor shall any playing member of such Member Club be eligible to participate in any event organised by the Company until such time as the affiliation fee has been paid (subject to the discretion of the Board to the contrary).
- 3.6 Honorary Members and Honorary Vice-Presidents who are not playing members shall not be required to pay an affiliation fee.

Committees

- 4.1 Committees may be appointed by the Board to administer specific activities of the Company and shall report to and be responsible to the Board for the activities delegated to them.
- 4.2 The quorum for a meeting of any committee shall be 51% of the members of such committee.
- 4.3 Committees shall provide copies of minutes of their meetings to the Board promptly after each meeting.

Meetings

- 5.1 The Board shall convene an annual general meeting each year in accordance with Article 27.

- 5.2 In addition to the annual general meeting the Board shall convene at least one delegates meeting in each calendar year. Member Clubs will be invited to send two delegates to such meeting (but only one delegate will be allowed to vote). The objective of the delegates meeting will be to update Member Clubs and Playing Members on the activities of the Company and on all issues relevant to Member Clubs and Playing Members.
- 5.3 The Company has representation on the executive of England Golf and the Midland Golf Union:
- 5.3.1 England Golf - a member of the Board shall be nominated as England Golf Representative to attend relevant meetings of England Golf. If a matter has been considered by the Board, and matters of outstanding importance concerning England Golf should be considered by the Board wherever possible, and the Board has made a decision on such matter the representative shall vote in accordance with such decision. In all other matters the representative shall act in his or her discretion in what he or she considers to be the best interests of England Golf and the Company.
- 5.3.2 Midland Golf Union - the Board shall nominate two representatives to sit on the executive committees of the Midland Golf Union. If a matter has been considered by the Board, and matters of outstanding importance should be considered by the Board whenever possible, and the Board has made a decision how to vote on such matter, the representatives shall vote in accordance with such decision. In all other matters the representatives shall in their discretion vote in what they consider to be the best interests of the Midland Golf Union and the Company.

Discipline

- 6.1 The Board shall ensure that Members (as set out in Rule 1.1.2), volunteers and officials of Worcestershire County Golf Ltd comply with the objects set out in the Articles and with the Rules and Policies of the Company.
- 6.2 The Worcestershire County Golf Ltd Disciplinary Procedure, including Appeals Procedure, approved and amended by the Board from time to time, and posted on the Company website shall apply.

- 6.3 The Board is authorised to impose such sanctions, penalties or punishment on any person (as defined in Rule 6.1) it deems necessary or appropriate pursuant to the disciplinary procedures.
- 6.4 Member Clubs shall inform the Company of any disciplinary action taken against a Playing Member who is a member of that Member Club, following which the appropriateness of any action by the County shall be determined by the Board.

Competitions, Matches and Courtesy of Courses

- 7.1 When requested by the County Secretary, Member Clubs will, whenever possible, grant the courtesy of their courses to the Company to hold the County Championship, County Matches and other approved County Competitions. A facility fee may be paid at the discretion of the Board for certain competitions and events.
- 7.2 All clubs must provide a minimum of one courtesy 4-ball tee time (or equivalent) to members of the club hosting a relevant county competition on the day of that competition. In exceptional circumstances, a courtesy tee time(s) on an alternate day (the day before or day after the competition) may be acceptable by agreement with the County Secretary.

A courtesy tee time is a mandatory requirement of entry for the following:

When one or more teams from a club are entered in a team competition;
or,

One or more players from a club are entered in an individual competition.

N.B. Clubs failing to provide a mandatory tee time will normally have their team(s) or player(s) excluded from that competition.

- 7.3 Courtesy of the course for a County Match shall include the use of the course on the day before the match for both the home and visiting teams to play a practice round starting between 3.00 pm and 4.30 pm. A facility fee may be paid at the discretion of the Board for such practice round.
- 7.4 On the day of a County Match the first tee shall be closed preferably 45 minutes but not less than 30 minutes prior to the start of each round.

- 7.5 All competitions shall be played in accordance with the current Rules set by R & A Rules Limited and any local Rules of the Member Club on whose course the competition is being played, as modified by the Championship Committee.
- 7.6 Member Clubs shall provide copies of their Health & Safety Rules and requirements and of any relevant Health & Safety risk assessments for use when a county competition or match is to be played on that course.

County Dress

- 8.1 County dress and qualification for county colours shall be decided by the Board.

Bank Mandate

- 9.1 The Bank Mandate shall require that payments in excess of £10,000 shall be signed by not less than two authorised signatories whether by cheque or electronic transfer.