

WHITSTABLE AND SEASALTER GOLF CLUB
CONSTITUTION, BYE LAWS and CODE OF CONDUCT

PART A – CONSTITUTION

1 – NAME of the Club

The name of the Club shall be Whitstable and Seasalter Golf Club

2 - CLUB STATUS

The Club is a members' club, that has been incorporated as a limited company (limited by shares) under the name of Seasalter Golf Club Ltd. Each playing member of the Club is required to be a shareholder within the company and is required to purchase shares (minimum £100 - maximum £200) which may be sold back to the Company at the same price they were purchased for, following resignation from the Club.

3 – OBJECTS & CONDUCT OF THE GAME

The objects of the Club are to promote amateur golf and to join with Seasalter Golf Club Ltd (“the Company”) acting through its board of directors (“the Board”) in providing a place where golf may be played and facilities ancillary thereto, including a clubhouse in which refreshments are provided.

The Club agrees to the Terms of Affiliation to England Golf:

- i. To recognise the R&A as the body responsible for the Rules of Golf and Amateur Status, and shall abide by them in the competitive playing of the game;
- ii. To comply with the World Handicapping System rules of handicapping and any conditions / discretions imposed within the system by England Golf;
- iii. To adopt the England Golf’s recommended “EQUALITY, DIVERSITY & INCLUSION POLICY” for Golf Clubs;
- iv. To maintain “Safe Golf” accreditation standards and will adopt England Golf’s recommended safeguarding policies for Children and Adults. A key aspect of this accreditation will be provision of staff and volunteer training and essential DBS checks;
- v. To be a signatory to the R&As Women in Golf Charter and do all it reasonably can to encourage more women and girls to play golf and participate in the Club’s management arrangements;
- vi. To appoint a Competition and Handicapping Committee comprising, in the majority, of club members who shall have complete control of all competitions and handicapping matters in the Club.

The Club will pay by the due date all annual affiliation fees to England Golf and Kent Golf in respect of every playing member.

4. – MANAGEMENT

- a) The management and control of the Club shall be vested in the Company’s Board of Directors and a Members’ Committee (The Committee).
- b) The Company’s Articles of Association specify the regulations for the Company's operations and define the company's purpose. The Articles set out how tasks are to be accomplished within the organisation, including the process for appointing directors.

c) Board Responsibilities –

The overarching responsibility of the Board will be to make strategic and policy decisions to ensure the organisation can be run effectively and sustainably for the long-term.

To operate effectively the Board is required to have robust governance arrangements and must ensure:

- 1) Mandatory policies are in place and being followed for:
 - i. Health, Safety & Fire;
 - ii. GDPR;
 - iii. Food & Beverage compliance;
 - iv. Employment;
 - v. Safeguarding;
 - vi. Equality Diversity and Inclusion.
- 2) Prudent and diligent management of company assets
- 3) Prudent and diligent Financial Management
- 4) Effective Risk Management

Directors' duties include the requirement to:

- i. Act within their powers;
- ii. Promote the success of the Company;
- iii. Exercise independent judgement;
- iv. Exercise reasonable care, skill and diligence;
- v. Avoid conflicts of interest.

d) Members Committee Responsibilities

Save for matters reserved to the Board, the Members' Committee will be responsible for all the Club's services provided for the benefit of members.

The Members' Committee will be responsible for:

- i. Bar and Catering Services
- ii. Clubhouse Services
- iii. Competitions / Handicaps and Fixtures
- iv. Maintain oversight of financial accounts held by different sections of the Club
- v. Permanent and Temporary Local Golf Rules
- vi. Junior Golf
- vii. Provision of Course Policy Planning advice to the Board
- viii. Planning and delivery of a social programme for the Club
- ix. Members disciplinary matters

e) The Committee's membership will be a mix of Club Officers and Elected Members:

- i) Officers Appointed by Committee/ Board or Playing sections of the Club
 - Men's Captain
 - Men's Vice Captain
 - Ladies Captain
 - Old Salts Captain
 - Midweek Golf Captain
 - Disciplinary Secretary appointed as and when necessary
- ii) Elected by Members at the AGM
 - Junior Organiser Rep

- Competition / Handicap/ Local Rules Rep – heads up the Competitions Handicaps and Fixtures sub committee
- Course Policy Planning Rep – heads up the Greens sub-committee

5 - APPOINTMENT OF OFFICERS

In advance of the AGM the then Men's and Ladies' Vice-Captains shall seek to decide which of them is to be the Club Captain for the ensuing Club year. If they fail to reach an agreement the decision will be taken by The Committee.

a) Appointment of mens captain

The Office of Men's Captain shall be filled annually at the Annual General Meeting ("the AGM") by the former Vice-Captain. Before the AGM the then Vice-Captain shall choose his successor from a list of names supplied by The Committee. Subject to ratification by the Board, the membership shall be notified of this appointment at or before the AGM.

b) Appointment of ladies captain

The Office of Ladies' Captain, shall be filled annually at the AGM by the former Vice-Captain. Before the AGM the then Vice-Captain shall choose her successor from a list of names supplied by the Ladies' Committee. Subject to ratification by the Board the membership will be notified of this appointment at or before the AGM.

c) Appointments of other section captains

The Old Salts Captain and Midweek Golf Section Captain will be appointed at the annual general meetings of each of these sections.

d) Appointments of other Committee Members

Vacancies on the Members' Committee other than appointed officer vacancies, will be filled at the AGM. Any nomination, for or from a member wishing to be elected shall be proposed and seconded by two adult playing members. Nominations should be submitted in writing to the Office Manager on or before 31 October and be countersigned by the candidate. A ballot shall be held at the meeting if there are more candidates than vacancies.

e) The Members Committee shall have the power to co-opt further members providing its total number does not exceed twelve.

f) The Members Committee shall have the power to constitute subcommittees and to delegate its powers or not as it sees fit.

6 - MEMBERS COMMITTEE STANDING ORDERS

a) One third of committee members will need to be present for any meeting to be quorate.

b) Unless the Committee decides otherwise, a member of any committee who does not attend three successive meetings shall be taken to have resigned from it.

c) The Chairman of the Members' Committee is appointed by members of the Committee.

d) It will be the Chairman's responsibility to ensure that full and correct minutes of proceedings at all meetings of the Committee are recorded.

7 - OTHER CLUB REPRESENTATIVES RELEVANT TO COMMITTEE

PRESIDENT - The Club's President shall be appointed by the Board. The term of office shall be three years. The Board shall have the power to extend the appointment by a period of not more than two years. The President will not be a member of the Board or The Members' Committee, though will be permitted to attend Board and Committee meetings as an observer as and when he/ she chooses.

OFFICE MANAGER - The Office Manager will be an employee of the Club appointed by the Board and managed by a Board Director. The main responsibilities of the Office Manager will include provision of administrative services required for the Club including the management of Green Fee bookings, Clubhouse Hire and Buggy Hire. The Office Manager will ensure Clubhouse Services are provided to a satisfactory standard and additionally will routinely liaise with the catering service provider, greenkeeping staff and bar manager to help ensure the effective and efficient operation of these services.

8 - GENERAL MEETINGS

- e) Arrangements for General Meetings of the Club are set out below, whilst arrangements for General Meetings convened for the shareholders of Seasalter Golf Club Ltd are set out in the Company's Articles of Association.

- b) The Annual General Meeting of the Club shall be held no later than on the last Saturday in November, at a time and place to be determined by the General Committee. The General Committee may call a Special General Meeting and shall be bound to do so on a requisition signed by 10% or more of the members who are eligible to vote. At least twenty-one days' notice of any General Meeting, specifying the business to be transacted and the time and place of the meeting shall be posted on the Club Notice Board and sent by email using the members email address held on the Club's membership database.

- c) The quorum for a General Meeting of the Club shall be 10% or more of the playing members. The Club Captain shall chair any meeting at which he or she is present. In his or her absence the members present at the meeting shall appoint a Chairperson.

- d) In the event of a ballot the right to vote is limited to playing members over the age of 18.

- e) The Chairperson of any meeting shall have an additional and casting vote and its use shall be mandatory.

9 - ALTERATION TO CONSTITUTION OR RULES

- a) The Clubs constitution, Bye Laws or rules shall not normally be altered or repealed or a new rule made (excepting local golf rules which may be made altered or rescinded by the Members Committee) unless the resolution to do so is approved by two thirds or more of the members present and voting at a General Meeting.

- b) In circumstances where a change to the constitution, bye-laws or rules is deemed to be in the best interest of the club, such change may be introduced by the Committee in consultation with the Board.

- c) Any changes to the Club's constitution, Bye Laws or rules introduced by the Committee will be notified to members at the time it is introduced and will be subject to approval or rejection at the next scheduled AGM of the Club.

PART B – BYE LAWS

1 - NEW MEMBERS

- a) An Application for membership shall be countersigned by a proposer and seconder who are both playing members and to whom the applicant is known personally. Members generally may not propose or second more than two candidates in any one year, but the President, Men's Captain, Ladies' Captain, and the Membership Director of the Board may do so. They may also, at their discretion, propose or second a candidate who is not known to them personally.
- b) An application shall be considered after full details have been provided on a completed membership application form that's been delivered to the Membership Director.
- c) The Membership Director shall determine whether to accept an application to membership, in consultation with the Committee if necessary. The Membership Director will be required to seek confirmation from the Members Committee and the Board for any decision resulting in non-acceptance of any membership application.
- d) The Membership Director shall give notice of the determination to an applicant and provide details of any sums payable to the Company by way of entrance fee, share purchase or subscription. On payment thereof, the new member shall be entitled to the privileges of the Club and subject to its rules.
- e) Subject to the terms of the Articles of Association of Seasalter Golf Club Ltd each playing member over the age of eighteen shall hold a certain number (to be determined by the Board) of shares in the company.
- f) The Board shall have power to elect:
 - i) to honorary membership for life or annually a person who has rendered special services to the Club;
 - ii) any person or persons to temporary membership for a period not exceeding six months and to determine the terms thereof.

2 - SUBSCRIPTIONS

- a) Detailed arrangements for payment of annual membership subscriptions are set out in the Clubs Terms of Membership. These provide detailed advice concerning:
 - i. Credit in cases where a member suffers ill-health that prevent the playing of golf for more than two months
 - ii. Credit and refunds in cases where a member moves out of the area
- b) The Board shall determine membership categories and the levels of subscriptions. It shall also have power to reduce or waive the subscription of any member.
- c) The Club Year shall commence on 1st April. Subscriptions shall be payable to the Company in advance of that date, unless otherwise agreed by the Board:
- d) At all times, payment is due for the whole of the Club Membership Year, excepting that a new member shall be liable to pro-rated payment from their time of joining until the end of the current Club Membership Year.
- e) A person who by 15th April, has not made full payment, or made arrangements to pay the their first instalment payment, if paying monthly, shall not be entitled to use of the course or any of the Club's other facilities.

- f) A person who by 30th May, has not made payment of all monies due or made arrangements to pay by instalments, shall have their membership automatically terminated.

3 - RESIGNATION

- a) A person who ceases to be a member of the Club, whether by resignation or otherwise, shall have no entitlement to the return of any part of a subscription already paid, or cancellation of any monies due to be paid, for the current Club Membership Year. In circumstances associated with ill-health for more than two months or a move out of area, an appropriate credit on next year's membership fees or part refund of fees already paid will be permitted in accord with the Clubs policies concerning Terms for Members. In other exceptional circumstances the Board may opt to use its absolute sole discretion and agree to the cancellation of monies due or make a part refund of any annual subscription for the year already paid.

4 - FORCE MAJEURE

- a) The Board reserves the right to invoke Force Majeure when an extraordinary event or circumstances beyond their control prevents them from fulfilling their obligations within this Constitution. Such unforeseeable events include, but are not limited to:
- i. Flood, drought, or other natural disaster.
 - ii. Collapse of buildings, fire, explosion, or accident.
 - iii. Epidemic or pandemic.
 - iv. Any law or action taken by a government or public authority impacting The Club.
- b) As soon as reasonably practicable, after the start of the Force Majeure Event, but no later than seven days from its start, the Board shall notify the Club of the rationale for the Force Majeure. This shall include the day and date at which it started, its likely duration and the effect of the Force Majeure Event on its ability to perform any of its obligations contained within this Constitution.

5 - WAYWARD GOLF BALLS

- a) Every playing member of the Club and Green-Fee paying visitor is responsible for errant golf shots that result in a golf ball being hit over the course boundaries.
- b) Playing members and green-fee paying visitors must do all that is reasonable and practicable to avoid playing shots likely to result in their golf ball causing injury to others, annoyance to neighbours or damage to neighbouring properties.
- c) Details of all instances of errant golf shots resulting in a golf ball hit over any course boundary must be reported the Club's incident book in the Clubhouse foyer, as soon after the event as practically possible.
- d) Every playing member of the Club pays an annual affiliation fee to England Golf organisation. England Golf automatically provides each member with £10,000,000 personal liability insurance cover.
- e) Members are advised to consider the option of supplementing their golf membership personal liability cover, as well as insuring against other exposures.

6 - PRIVATELY OWNED BUGGIES

- a) Detailed policies concerning use of privately owned buggies are available from the office and are published on the Club's website.

- b) Any member wishing to use a privately owned buggy on the Course must request approval in advance to do so.
- c) Permission to use a privately owned buggy will require:
 - Confirmation of the public liability insurance cover for the buggy
 - A signed copy of the Clubs safety notice confirming that the buggy user will comply with the Clubs safety rules for private buggy use
- d) The office manager will maintain a list of all members who have been granted approval to use their private buggy on the course.
- e) Members will not usually be permitted to use their privately owned buggies at times when ground conditions are excessively wet, due the damage they may cause to the course.
- f) Members who under the Equality Act are entitled to reasonable adjustment, so they may use their buggies and play golf when others are playing, may be permitted to use their privately owned buggies subject to the conditions set out in the Club's buggy policies. In all cases of private buggy use at times when buggies are otherwise prohibited, buggy users are required to use the designated buggy route and stay off fairways, tees, greens, and all areas close to tees and greens.

7 - CAR PARKING

- a) Parking facilities are limited and intended for use by Club members only whilst playing golf or spending time in the Clubhouse.
- b) Parking facilities should not normally be used routinely by members' relatives or the public, other than when using clubhouse facilities.
- c) The Board reserves the right in its sole discretion to introduce charges to members, in addition to annual subscription fees, for approved periods of any routine overnight parking or routine periods of extended daytime parking.

8 - COMPLAINTS AND SUGGESTIONS

- a) Complaints and suggestions shall be made in writing to the Members Liaison Director.
- b) The members liaison director will carry out an initial assessment of the complaint / suggestion and ensure each is passed to the relevant person or body for investigation and action as appropriate.
- c) The Members Liaison Director will ensure that an appropriate written response is provided for all suggestions and complaints.

9 - MEMBERS DISCIPLINARY REGULATIONS

- a) Any complaint regarding a member who has breached any Club Rule or the Members Code of Conduct, should be sent in writing by the complainant to the Members Liaison Director, who will record the complaint and pass it to the Members Committee.
- b) The members Committee upon receipt of the complaint will follow the Club's "Disciplinary Regulations" and appoint a Disciplinary Secretary to determine the appropriate action to be taken.

10 - GREEN-FEES

- a) Visitors will be required to book green-fee tee times and pay fees due in advance either by telephone or email to the Office Manager or their deputy. Alternatively, visitors arriving at the club may book an available tee-time and pay the green-fee due, at the bar when it's open.
- b) Although green-fee paying visitors are expected to be accredited golfers, the Club will permit other green-fee paying visitors to play on the course using its best endeavours to ensure such

golfers have a basic understanding of golf etiquette and don't present any significant risk of hitting errant golf shots that are a danger to other golfers and members of the public outside of the course.

- c) All green-fee paying visitors will be given a bag tag that includes details of applicable date, number of holes to be played and safety information.
- d) Reduced green fee rates will be available for up to three members' guests on any one occasion, and for golfing societies in accordance with arrangements approved by the Board.
- e) The right is reserved to restrict the number of green fees payable by any one person in any one year.

11 - INTOXICATING LIQUOR

- a) As a condition of the Club's premises licences the Club operates the Challenge 25 proof of age scheme. All customers who appear to be under the age of 25 years will be challenged to prove they are over 18 years of age when attempting to purchase alcohol. The only forms of identification to be accepted for such purpose shall be a photo card driving license, passport, or PASS (proof of Age Standard Scheme) accredited card.
- b) Consumption of alcoholic drinks outside the Clubhouse is limited to the Clubhouse veranda/ patio
- c) Consumption of alcohol on the patio area of the Clubhouse is not permitted after 9:00pm

12 - BAR HOURS

- a) Subject to the Club's premises licence that sets out the times when alcohol may be sold, the Board shall decide at which times the bar will open for the sale of alcohol and reduced opening hours will operate during the winter months.
- b) The Clubs Premises license and details of bar opening hours will be displayed within the clubhouse.

13 - ACCESS TO THE CLUBHOUSE AND COURSE

- a) Use of the Course and Clubhouse facilities shall be available for playing members of the Club in accordance with the conditions pertinent to their category of membership.
- b) Social members shall be entitled to use of the Clubhouse and its facilities but may only use the Course on payment of a green fee.
- c) Visitors to the Club are welcomed to visit the clubhouse and enjoy the bar and catering facilities available at the time of their visit.

PART C – CODE OF CONDUCT

Introduction

The intention of this code of conduct for members, is to establish clear and acceptable standards for members, guests, and visitors. It is not intended to restrict the rights of anyone but rather to ensure each member acts in a way that protects the best interests of the Club, and treats other members, guests, and visitor, in a respectful and considerate manner.

Whitstable Golf Club deems that upon payment of membership subscriptions or green fees, all members, members' guests, and visitors have given their consent to be bound by both the restrictions and penalties imposed by this code of conduct. Members shall be liable for any breach committed whether by themselves or their guests.

1. Members General Responsibilities

- a) Always act within the Club's constitution & bye-laws, club policies & procedures. These can be found on the club website and are available from the Club Office. No member shall be absolved from their effect on any allegation / complaint, because of not receiving written copies or being unaware of their existence.
- b) Be respectful to all those you meet at Whitstable Golf Club. Respect diversity, different roles and boundaries, and avoid giving offence. Do not engage in any form of sexual, racial, religious discrimination or harassment. Do not conduct yourself in any rude or immoral manner, including the use of profane language, gestures, insults, or other such misbehaviour.
- c) When using social media in connection with the club, its officials, or members, do so in a manner which could not be deemed offensive. You are asked to consider the impact of publicly expressing negative issues relating to the Club, its officials, or members on social media. Any such issues should be raised in line with the process outlined in this Club's complaints / suggestions procedures.
- d) Never directly reprimand any employee or enter into discussion with an employee concerning any instructions they may have received from their manager or the Board.
- e) Always behave in a manner which does not damage or undermine the reputation of the Club (especially when representing the club), nor take part in any activity which is in conflict with the objects of the Club, or which might damage the reputation of the Club.
- f) Always comply with dress code standards, as published on the Club Notice Boards and on the Club's website, when either playing golf on the course or using clubhouse facilities.
- g) Never use the Club's address in advertisements or otherwise for business purposes.

2. Members Responsibilities re the Golf Course

- a) Be aware of Health and Safety requirements relating to:
 - I. Errant Golf Shots hit both in and out of the course – report all instance of any golf balls hit outside of the course boundaries;
 - II. Use of buggies on the course;
 - III. Safety restrictions applicable during fog and lightening, as published on club notices and the club's website.
- b) Avoid slow play, apply ready golf principles, and allow other golfers to play through as appropriate.
- c) Respect the rights of other players and golf course staff. Golf course staff always have right of way when actively engaged in work on the course – do not play your ball if there is any risk to staff or equipment.
- d) Respect and take care of the golf course, golf buggies; and obey all signage on the golf course.
- e) Take pride in the physical appearance of the golf course as it is reflective of you as a member. Replace divots or use seed mix, rake bunkers and fix pitch marks.
- f) Act honestly on all occasions during play. Conduct yourself in a sportsmanlike manner and do not knowingly cheat, throw clubs, disrespect employees, officials, or fellow competitors.

- g) Switch any mobile phone taken onto the golf to silent.
- h) If opting to walk their dog on the course, comply with all restrictions and rules set out in Club policies relating to Dogs on the Course,

3. Members Responsibilities re the Clubhouse

- a) Be aware of your health and safety responsibilities and always act in a way that will not adversely affect your own health and safety or the health and safety of others.
- b) Respect Clubhouse Facilities:
 - i. wear only soft spiked shoes if entering the clubhouse in golf attire;
 - ii. do not walk on carpeted areas if wearing golf shoes;
 - iii. do not damage furniture and fittings – avoid leaning back on only two legs of any chair;
 - iv. do not drop litter or food on the floor;
 - v. turn off lights if they are not needed;
 - vi. leave toilet facilities and locker rooms clean and tidy after use;
 - vii. be aware of your responsibilities to prevent theft of clubhouse property, and report any security concerns.
- c) Do not use foul or abusive language. Any member heard using unacceptable or offensive or foul language may be asked to refrain from its use. Where someone is repeatedly using foul language, then a complaint may be sent to the members committee to determine if disciplinary action is required. It's acknowledged that some swearing is inevitable amongst members of a golf club. However, this rule is intended to safeguard the interest of others who should not have to hear language they would not personally use or be made to feel uncomfortable in the presence of other members who are using such language.
- d) Only consume food and drink purchased in the Clubhouse unless prior approval has been granted by the Board or Members Committee.
- e) Do not smoke or vape within any of the Club's buildings - members and Guests are only permitted to smoke in the designated smoking area and must leave that area clean and free from cigarette after use.
- f) Do not make or receive calls on your mobile phone except in extreme emergencies – within the clubhouse mobile phones should be switched to silent.
- g) Do not post notices on the clubhouse notice boards without the approval of the Office Manager.
- h) Do not bring dogs into the clubhouse – NB Guide dogs and Assistance dogs are permitted in the Clubhouse and other dogs owned by members and guests are permitted on the patio area if they are kept under control on a lead.

2. Members Responsibilities re the Car Park

- a) Co-operate and comply with all rules and policies relating to use of the Clubs Car park.
- b) Report any incidents of damage their vehicles may have caused to other members / visitors' vehicles.