

# **WEYBROOK PARK GOLF CLUB LIMITED**

**(COMPANY NUMBER: 02719399)**

## **THE RULES**

**Adopted on 25 March 2025**

## **INTRODUCTION**

The Board of Directors of Weybrook Park Golf Club Limited have made these Rules for the regulation of the Club pursuant to the powers conferred on them by the Articles of Association of the Company and, in accordance with such powers, may make alterations and/or additions to these Rules from time to time.

These Rules shall be binding on all members of the Club. A copy of the Memorandum and Articles of Association of Weybrook Park Golf Club Limited is available to shareholders and for inspection from the General Manager.

## **THE RULES**

### **1 Interpretation**

1.1 In these Rules, the words and phrases set out in the following table of definitions shall bear the meanings respectively set against them in the table:

"the Articles"	the Articles of Association of the Company.
"the Board"	means the Board of Directors of the Company from time to time.
"the Club"	means the membership of Weybrook Park Golf Club.
"the Company"	means Weybrook Park Golf Club Limited.
"Committee" or "Sub-committee"	means any committee or sub-committee appointed by the Board in accordance with the Articles.
the President	Means the President of Weybrook Park Golf Club. The role and responsibilities are detailed in Appendix 3
"the Secretary"	means the Secretary of the Company for the time being.

“Member”	means someone who has paid their current year’s subscription for their chosen class of membership.
Voting Shareholder	means the Holder of a Voting Ordinary Share
“Vice Captain” and “Captain”	The roles assume the prefix ‘Club’ and cover members who are not represented by the Ladies and Seniors sections.

In these Rules:

- 1.1.1 the Index and clause headings are included for convenience only and shall not affect the construction of this Agreement;
- 1.1.2 words denoting the singular shall include the plural and vice versa;
- 1.1.3 words denoting one gender shall include each gender and all genders.
- 1.2 Any question arising on the interpretation of these Rules shall be decided by the Board, whose decision shall be final.

## **2 Finance**

- 2.1 The Board shall have the sole financial control of the Club as well as full power to invest the Club's funds in any manner consistent with the Memorandum and the Articles. The Board shall also be empowered to raise finance for Club purposes.
- 2.2 On cessation of membership, a former member or the personal representatives of a deceased member shall only be entitled to the return of any balance on the Competition element of the IG system and to the payment of any loan after deduction of any sum or sums to which the Club is entitled but otherwise shall have no claim whatsoever on the Company or Club or its property or funds. Any outstanding monies from that year’s initial £50 levy will be the property of the Company. Any balances on the Clubhouse element of the IG system from any top-ups after the initial £50 levy will be returned to the member on the cessation of membership.

### **3 President**

- 3.1 The President of the Club shall be a member or honorary member of the Club and shall be nominated by the Board for election at a General Meeting of the Club by the members.
- 3.2 The office of President is nominal and without executive responsibility.

### **4 Captains**

- 4.1 The Captain, the Ladies' Captain and the Seniors' Captain shall be able to attend the Board meetings and shall have such duties and powers as the Board shall determine.
- 4.2 A Vice-Captain shall be elected by the members of the Club at the Annual General Meeting in accordance with the election procedure set out below. No person shall be elected to the office of Vice-Captain, Ladies' Vice-Captain or Seniors' Vice-Captain unless such person is a Member of the Club entitled to attend and vote at General Meetings of the Club. The Vice-Captain, Ladies' Vice-Captain and Seniors' Vice-Captain shall have such powers and perform such duties as shall be determined by the Board and shall assume the duties of the Captain, Ladies' Captain and Seniors' Captain respectively in their absences. For the avoidance of doubt, the Captain shall be a Voting Shareholder while the Ladies' Captain and the Seniors' Captain need not be. The same shall apply to the respective Vice-Captains.
- 4.3 On the completion of their year in office, the Vice-Captain, Ladies' Vice-Captain and Seniors' Vice-Captain shall automatically become the Captain, Ladies' Captain and Seniors' Captain respectively of the Club and shall hold those offices until the end of that calendar year.
- 4.4 No captain can be the captain of their section if no longer a Member of the Club.
- 4.5 Election of Vice-Captains:
  - 4.5.1 The Ladies' Vice-Captain shall be nominated and elected by the Ladies' Section in accordance with the Ladies' Section Constitution.
  - 4.5.2 The Seniors' Vice-Captain shall be nominated and elected by the Seniors'

Section in accordance with the Seniors' Section Constitution

- 4.5.3 Nominations for the office of Vice-Captain shall be submitted to the Secretary not less than 30 days before the date set for the Annual General Meeting of the Club;
- 4.5.4 Any nomination submitted in accordance with this procedure shall be proposed and seconded by Members of the Club entitled to attend and vote at General Meetings of the Club.
- 4.5.5 Nominees for the office of Vice-Captain shall be elected by ballot at the Annual General Meeting conducted by the Chairman.
- 4.6 If no persons are nominated for election to the office of Vice-Captain in accordance with the above provisions, the Board shall, at the Annual General Meeting, seek further nominations (without the above notice requirements) in order that the members may elect the Vice-Captain, as necessary. If, following the Annual General Meeting, no persons are nominated for election, the Board shall, at its sole discretion, nominate a Vice-Captain as required.

## **5 Secretary/ General Manager**

- 5.1 The Secretary/General Manager shall be responsible for the safe keeping of all documents belonging to the Company and to the Club. The Secretary/General Manager shall, under the supervision of the Chairman and the Board, keep the books of account of the Company.
- 5.2 The Secretary/General Manager shall have such powers and duties as shall be determined and delegated by the Board from time to time.

## **6 Club Professional**

The Board shall appoint a Club Professional upon such terms and conditions as the Board shall determine and any appointment so made may be terminated by the Board.

## **7 Management**

The management of the Company shall be the responsibility of the Board, which shall have such powers and duties, and conduct itself in such manner, as directed by the Articles.

## **8 Committees of the Board**

8.1 The Board shall nominate such Committees and Sub-Committees as the Board shall think fit and in accordance with the Articles.

8.1.1 The Board shall delegate to any such Committee or Sub-Committee such powers and duties as it may determine, and such Committee or Sub-Committee shall exercise its delegated powers in accordance with any limitations as shall be determined by the Board in its absolute discretion.

8.1.2 For the avoidance of doubt, all issues of expenditure beyond the approved budgets of any nature whatsoever must be approved by the Board and no decisions regarding expenditure may be made by any Committee or Sub-committee without the prior approval of the Board.

## **9 Classes of Membership**

9.1 The Board shall create such classes of membership as it deems necessary. Without prejudice to the generality of this clause, the Club shall consist of the following classes of membership:-

9.1.1 Full Members;

9.1.2 Intermediate Members;

9.1.3 Junior Members;

9.1.4 Annual Members;

9.1.5 Corporate Members;

9.1.6 Honorary Members;

9.1.7 Country Members;

9.1.8 Social Members;

9.1.9 East Course Members;

9.1.10 Flexible Members;

9.1.11 Associate Professional;

NB see appendix 1 for Class Descriptions

9.2 The Board may determine the rights and obligations of each class of membership and shall give such directions to the members of each class of

membership as the Board deems necessary. The Board may, at any time, limit the numbers of members in any class of membership.

- 9.3 The General Manager shall have total discretion on candidate entry to the Club.
- 9.4 The General Manager shall maintain a Register of Members relating to each class of membership of the Club.
- 9.5 The Board shall determine and fix the financial obligations (whether by payment of joining fees, membership deposits, payment of subscriptions, the payment of levies, the making of loans or otherwise) of persons being or becoming members of the Club. Voting Shareholders will be given preferential rates of membership whenever such rates are financially viable.

Affiliation fees to external golfing organisations such as the English/Hampshire Golf Unions will be shown separately to the rates for each class of membership

## **10 Obligations of Members**

- 10.1 Failure to comply with the directions of the Board in relation to the financial obligations of membership shall result in membership of the Club ceasing with immediate effect. If persons shall lose membership of the Club by reason of such late payment, such a person may be subsequently re-instated as a member at the sole discretion of the Board upon such terms as the Board shall determine.
- 10.2 Any member resigning or otherwise ceasing to be a member of the Club (whether by way of expulsion, suspension or otherwise) shall not be entitled to any refund in respect of payments made to the Club unless otherwise determined by the Board.
- 10.3 Any Member who fails to comply with any of the membership terms and conditions or any other reasonable request by the Board, General Manager or any combination of these people or nominated substitute may result in suspension.
- 10.4 Resignation:-

10.4.1 A member may resign their membership of the Club at any time by giving

notice in writing to the General Manager.

10.4.2 A member who resigns continues to be liable for any annual subscription or other monies due and unpaid at the date of their resignation.

## **11 Guests and Visiting Teams and Societies**

11.1 Members may introduce individual guests to the Club (up to a maximum of three guests at any time whom the member must play with) subject to such conditions (including the payment of green fees) as the Board shall determine from time to time.

11.2 Members wishing to introduce guests must observe the relevant Club rules

11.2.1 Guests must be accompanied on the course by the Member introducing them.

11.2.2 Guests must observe the terms and conditions including the disclaimer and Health and Safety conditions as if they were fully paid-up members.

11.2.3 The Board reserves the right to refuse entry to guests including former members whose membership has been terminated by the Club.

11.3 Visitors may also be admitted to the Club at the General Manager's discretion and on the payment of appropriate green fees fixed by the Board. The name and contact details of each guest or visitor admitted in accordance with this clause shall be recorded by the Pro Shop.

11.4 No person whose application for membership has been refused shall be introduced as a guest. These provisions shall not apply to any person playing in an open competition or meeting or competition of any Golfing Society or any team holding such a meeting at the Club. The Board may instruct the General Manager to refuse the application of any person to play in any open event without assigning any reason therefore.

11.5 Green fees shall be determined by the Board from time to time and the current rate shall be displayed on the Club website. Green fees must be paid prior to the commencement of play on the course by visitors and guests.

11.6 The Board will have the power to determine the conditions and frequency of visits by Golfing Societies and Teams including financial terms for the use of the course and/or the Clubhouse.

## **12 Competitions**

- 12.1 Competitions shall be held at such times and under such conditions as the Board shall determine. The course may be closed to all but competitors on such occasions and for such periods as the Board may from time to time decide.
- 12.2 All members shall play off their official handicap allotted in accordance with the formal procedure approved by England Golf. No member shall compete in any Club competition without having first obtained such a handicap.
- 12.3 Junior members may be allowed to compete in Club competitions at the discretion of the Board.
- 12.4 On Club competition days, cards must be returned by the end of that day or by such hour as shall be appointed by the Secretary/General Manager.

## **13 Etiquette, Conduct and Discipline**

- 13.1 The rules of the game of golf so far as applicable shall be those adopted from time to time by the Royal and Ancient Golf Club of St Andrews, but the Board shall have the power to make local rules as laid down by the Rules of Golf.
- 13.2 Members will comply with the latest version of the Member's Code of Conduct & Etiquette document.
- 13.3 Five balls may be permitted under exceptional circumstances, but only at the discretion of and with the prior permission of the starter or the pro-shop.
- 13.4 The course may be closed at the discretion of the General Manager, the Club Professional, the Course Manager or any combination of these people or nominated substitute. No member is permitted to play the course when it has been closed by the club. For the avoidance of doubt this includes for inclement weather or major events or as a Government requirement.
- 13.5 Tee times must always be booked on to the booking system. This allows the club to reduce possible conflict on the tees, monitor course usage and availability, and validate potential insurance claims. A tee time can be booked online, via telephone or in person at the course. It is not permitted for a member or a guest of a member to walk on the course without a pre-booked time. You

must register your attendance on site before beginning your round by reporting to the pro-shop

- 13.6 Players must play off the tees nominated by the General Manager and comply with such rules relating to the use of trolleys which the General Manager shall direct. The Board shall determine what terms shall apply to the use of personal, or club operated, mechanical carts and buggies on the golf course. Please check the website or contact the pro-shop for the latest position.
- 13.7 Dogs shall not be allowed on the golf course except upon such terms and conditions as the Board may determine.
- 13.8 Members should act at all times in the best interests of the Club. This includes following the Club's reasonable instructions in regard to government and local legislation. This includes modifying comments on social media so that such comments do not impact negatively on the reputation of the Club.
- 13.9 Any complaint by members shall be made in writing to the General Manager, who shall, at their discretion, deal with the matter. In no instance shall any member of the Club staff be reprimanded directly by a member.
- 13.10 Members shall comply with such conduct and disciplinary procedures as the Board shall direct from time to time. Please refer to the Disciplinary Regulations documentation held on the Club website, under Members documents section.

#### **14 The Clubhouse**

- 14.1 The Clubhouse shall be open and closed at such hours as the Board shall from time to time determine. The permitted hours for the supply of alcoholic liquors and its sale to visitors who pay a green fee and use the course shall be fixed by the Board in accordance with the provisions of the current licensing laws and these permitted hours will be listed on the website from time to time. The General Manager shall be responsible for ensuring that applications for after-hours extensions are authorised by the authorities and shown on the notice board.
- 14.2 Any member who is responsible for breaking or otherwise damaging the property of the Club shall at the discretion of the Board make good such

damage.

- 14.3 The Clubhouse shall not be used for any illegal purpose.
- 14.4 No paper, notice or letter of any description shall be exhibited on the Club's premises except by the General Manager, by the respective section Captain or Vice Captain for their sections' noticeboard, or with the Board's prior written consent. No Club notice, book or document shall be marked, altered or defaced.
- 14.5 Any wines, spirits, or other dutiable excisable articles as well as all provisions required for consumption in the Clubhouse shall be under the control of the Board for the benefit of the members.
- 14.6 The Board shall have power to set aside such part or parts of the Club premises as they may think fit for any particular purpose.

## **15 Property**

Neither the Club nor the Company accept liability for any loss or damage to person or property which may arise on or about the course, practice ground or premises. In particular, no responsibility for any loss or damage to motor vehicles in any Club carpark or elsewhere is accepted by the Club or Company.

## **16 General**

Every member shall from time to time communicate to the General Manager his or her current postal and electronic mail address and telephone number, which shall be inserted in the Register of Members. All notices sent by post to such address shall be deemed to have been duly delivered on the second day following the date of posting by the General Manager while electronic mail will be deemed to have been delivered immediately.

## **17 Health and Safety**

- 17.1 The Company's Health and Safety Policy will be available on the Club website
- 17.2 Members are required to comply with all notices, signs and information for their safety and for the safety of others.

## **Classes of Membership**

### Appendix 1

<b>Membership Class</b>	<b>Membership Class Description</b>
Full	A shareholder member
Intermediate	A member within one of the 3 defined age ranges on the 1st April (19-24, 25-27, 28-35)
Junior	A member below the age of 19 on the 1st April
Annual	An annual, non-shareholder member
Corporate	A member with a registered business who has opted for one of 3 business membership packages
Honorary	A member from any other category, who has been proposed and voted for by member shareholders at a Company AGM, as defined in Appendix 2
Country	A member who is out of the country a minimum of 3 months of the membership year
Social	A member who has full access to the clubhouse and social events, with no playing rights
East Course	A member with playing rights on the East course
Flexible	A member with playing rights on either course, based on credits valued against the day and time of play.
Associate Professional	Must be a member of the PGA or playing full time on a professional tour

## Appendix 2

### Honorary Membership Terms (Special)

1. Any person being nominated for Honorary membership must be a current member of the club.
2. Only Voting shareholders can put forward a nomination. This will require a Proposer and Secunder.
3. A Proposer must submit their nomination to the Company Secretary with the member's name whom they are proposing, along with a full citation to support their submission.
4. A serving board director cannot put forward a nomination for another serving board director.
5. Holding, or having held, a club or Company title e.g. Club Captain, Director, etc. would not automatically entitle that individual to be nominated and selected.
6. All nominations will be considered and voted on by the Board of Directors, before being put forward to the Voting Shareholders. The decision of the Voting Shareholders is final.
7. Where a nomination is declined, the board has no obligation to explain its reasoning for this decision. Any nominee who is declined may not have their name put forward again.
8. Any nomination must be submitted by the end of the first (1<sup>st</sup>) financial quarter, in order to meet the timelines of the Board of Directors review and notice of the resolution ahead of the Company AGM.
9. Where a nomination receives a positive vote, in the majority, at the Company AGM the following actions will be taken
  - a. The Honorary membership will start from the beginning of the next membership year (currently April)
  - b. The Member will be entitled to free access to the golf course etc, as per any normal membership, in perpetuity.
  - c. Their membership subscription will consist of the annual bar card value, EG fees, and any other levies set for that year.
  - d. Where the member's subscription was previously part of a Joint membership option, the other member will continue to pay their portion of the Joint annual subscription along with any other additional levies and fees.
  - e. The company will report the Honorary Membership details to HMRC as a benefit in kind. Any tax implications are the responsibility of the recipient.
10. An Honorary membership is non-transferable at any time, including to the member's partner or children.

### Appendix 3

The Club President is the figurehead for the Club. The role is largely an ambassadorial/ceremonial role. They have an open invitation to, but are not required to attend, Board meetings. They do not have a vote on Board decisions, other than if the vote is tied on the election of a chairperson, where the President will have the casting vote. They may also, at their discretion, attend Section meetings.

There is no fixed term of office for the President and the elected President may continue in post for as long as is mutually acceptable to the Board and the President.

The President should be an effective communicator, with strong interpersonal and relationship management skills; and committed to the Club's objectives and values.

The President will chair the first Board meeting following the Company AGM to enable the new Board to elect a Chairperson. Once elected, the Chairperson will take the Chair.

In accordance with the Club Disciplinary Regulations, the President will chair any Appeals Committee procedures.

The President will support the Club and its officers and employees by fostering good relations with external and internal stakeholders. This might include representing the Club at internal and external events, providing support, advice and guidance to key individuals (eg Board Members, General Manager, Captains) and taking opportunities to promote the Club.