

# **HONG KONG FOOTBALL CLUB**

## *Golf Society*

### **Minutes of the 2013 Annual General Meeting**

Held on Tuesday 22<sup>nd</sup> October 2013  
in the Happy Valley Suite at HKFC

#### **Opening of Meeting**

1. The meeting was opened at 7.00 pm by the Honorary President, Mr R. Neish, with 27 members present. A further 9 members arrived during the meeting, bringing the total to 36.

#### **Confirmation of Minutes of last AGM**

2. No comments were raised from the floor. Proposed for adoption by Mr R. Neish. Seconded by Mr R. McKirdy. Carried unanimously.

#### **Matters Arising from Minutes of last AGM**

3. There were no matters arising from the previous minutes.

#### **Chairman's Report**

4. The Chairman, Mr I. Petersen, presented his report (attached at Annex 1). Proposed for adoption by Mr R. Neish. Seconded by D. Reid. Carried unanimously.

#### **Accounts**

5. The Treasurer, Mr I. Yuen, presented the annual accounts for the Society (attached at Annex 2) and noted the financial position of the Society as at the end of June 2013. In general terms, the Society continues to be financially sound with the current account balance standing at \$528,688.46, down by \$157,640.13 on the amount of \$686,329.13 12 months earlier. The decrease was largely brought about by the purchase of golf clubs for rental at our debenture golf clubs for \$106,782.

6. Mr R. McKirdy asked if we were healthily in funds; Mr I. Yuen confirmed that this was the case, and Mr I. Petersen further explained that it was better to spend the funds than maintain a balance of over \$1 million, as had been the case in previous years.

8. Adoption of the accounts was proposed by Mr R. McKirdy. Seconded by Mr D. Spooner. Carried unanimously.

## Election of Officers

9. The Honorary President then explained that nominations for positions on the committee for the coming year had been posted on the Society's notice boards. Nominations of other candidates had also been invited from all members. By the deadline for nominations, one new nomination had been received, for a general post. Therefore there was only one nominee for each position on the Society's Committee. The Secretary then read out the list of all of the nominees below:

<b>Post For Which Nominated</b>	<b>Nominee Name</b>	<b>Nominee HKFC Number</b>	<b>Proposer Name</b>	<b>Proposer HKFC Number</b>	<b>Seconder Name</b>	<b>Seconder HKFC Number</b>
<b>Chairman</b>	Ian Petersen	P415	Richard Neish	N62	Desmond Ko	K203
<b>Secretary</b>	Chris Meecham	M995	Desmond Ko	K203	Richard Neish	N62
<b>Treasurer</b>	Ivan Yuen	Y194	Andy Ho	H780	Ian Petersen	P415
<b>S &amp; RC</b>	Dallas Reid	S957	Ian Petersen	P415	Chris Meecham	M995
<b>Captain</b>	Duncan Spooner	S957	Ian Petersen	P415	Ivan Yuen	Y194
<b>General</b>	Desiree Wong	W729	Andy Ho	H780	Chris Meecham	M995
<b>General</b>	Andy Ho	H780	Chris Meecham	M995	Ian Petersen	P415
<b>General</b>	Amy Cheng	W0750	Ian Petersen	P415	Chris Meecham	M995

## Election of President

<b>Post For Which Nominated</b>	<b>Nominee Name</b>	<b>Nominee HKFC Number</b>	<b>Proposer Name</b>	<b>Proposer HKFC Number</b>	<b>Seconder Name</b>	<b>Seconder HKFC Number</b>
<b>President</b>	Andy Ho	H780	Ian Petersen	P415	Chris Meecham	M995

All were elected unanimously.

## **Amendments to Bye-Laws**

10. Several amendments to the bye-laws had been proposed (attached at Annex 3), summed up By Mr R. Neish as follows:

- Whereas approval had previously been given to temporary members, whether absent or overseas, the fees for such temporary members had now been included
- Timing of the AGM to be brought forward since the Club has asked all societies to hold their AGM's between 1<sup>st</sup> May and end June; next year's accounts will accordingly be presented for a shorter financial year for 2013 – 2014
- Committee members need to be club members for a minimum 3 years (previously 2 years).

The new bye-laws were proposed by Mr R. Neish and seconded by Mr D. Reid, and were carried unanimously.

## **Any Other Business**

11. Mr J.P. Cuvelier was concerned that with approx. 1,000 members, we were only able to field tournaments of 25 or less, suggesting that more pressure be imposed on members to sign up for competitions. The Chairman pointed out that many players were happy to take advantage of the debentures only, and may not be interested in playing in tournaments; there was no need to force them to do so, but greater effort would be made to encourage participation at events.

12. Mr J.P. Cuvelier suggested that golf insurance should be made compulsory to all members. Mr I. Petersen advised that the matter would be discussed in the next committee meeting, but whilst the benefits of golf insurance were undoubted, it may not be possible for the Society to enforce it. It is already advised on the GS website, and has been brought up on occasion in the Club magazine's 19<sup>th</sup> hole report. Mr D. Spooner suggested adding a line to tournament applications that participants confirm they have golf insurance.

13. Mr R. McKirdy suggested that tournaments could occasionally be held at Fanling, particularly since several GS members were also members of the HK Golf Club and would be able to offer guest rates for such events. The Chairman agreed that such an event should be arranged.

14. Mr A. Wood was concerned that the number of overseas tours had reduced over the years. Mr I. Petersen advised that the committee had tried to organise three overseas tours over the last year, but without success. However, should a group of members wish to propose a golf tour, the committee would be happy to look into supporting the event.

## **Close of Meeting**

15. There being no further questions or other business, the meeting then ended at 7.45pm on 22<sup>nd</sup> October 2013.

R. Neish  
Hon. President  
Golf Society

I. B. I. Petersen  
Chairman  
Golf Society

C. D. Meecham  
Secretary  
Golf Society

## Annex 1

### **The Hong Kong Football Club Golf Society - Chairman's Annual Report 2012/13**

2012/13 has been a year of positive progress for the Society which continues to be one of the biggest golf societies in Hong Kong maintaining a membership of just over 1,000 members.

As this has been my first year as Chairman, after serving for three years as Secretary, I would like to begin my report by thanking my predecessor, Andy Ho, for his contributions to the Golf Society (GS) and its members during his tenure. I would also like to thank all members of the GS Committee for their efforts and support during the year.

During the year, we have reorganized the distribution of responsibilities within the Committee to ensure that all matters are addressed in the most efficient manner. In addition, a new Event Organizer, Bruce Chan, joined us as our first sports preferred associate member, in order to take over from Candi Anna Chan, who served the Society well as Event Organizer over the past couple of years. Unfortunately, Bruce's business commitments changed and now require him to travel too frequently to continue as Event Organiser. We thank Bruce and his staff for the help provided by Bruce during his tenure. In order to find a replacement, we advertised this position to all of our members, conducted interviews of applicants and have decided to appoint Margaret Tsai as our new Event Organiser with effect from 1 November 2013.

In calendar 2012, the Society organized one or two competitive events per month in Hong Kong and the Pearl River Delta, in addition to matches against several other Golf Societies. Building on this, we have scheduled 24 competitive events in 2013 as well as offering golf trips to Bintan, Indonesia, Hainan and Kunming in China and Danang in Vietnam. Meanwhile our Golf Captain, Duncan Spooner, is working on expanding our number of fixtures in Hong Kong.

In particular, we have sought to offer more opportunities to our members to play on Saturdays and Sundays whenever we can obtain weekend bookings in order to give as wide a cross section of members the opportunity to participate.

Regular competitions, including the Annual Club Championship and Dinner, the Summer Cup, the Walmsley Trophy, the Christmas Cup and the Christmas Gathering continue to be held.

In addition, the Golf Society Chairman versus Golf Society President four ball match was held in July 2013, when the President's team won 2 points to 1. The Golf Society Committee will also be taking on the Club's General Committee later this year.

While we already regularly play matches against the American Club, the Hong Kong Cricket Club, the Chinese Recreation Club, the Hong Kong Club and the Hong Kong Country Club, we are adding more fixtures, starting with ones against Discovery Bay among others, as well as participating in new competitions such as the TaylorMade Challenge as or when they arise. We also encourage our members to participate in events organized by the Hong Kong Golf Association.

We are now exploring fixtures against some of our overseas reciprocal clubs. We are also encouraging our better golfers to put themselves forward for selection for our matches so that we can field the strongest possible teams.

Meanwhile, usage of the Club's golf debentures at Macau Golf and Country Club and Lotus Hill Golf Resort remains strong. We have increased their attractiveness by making eight sets of TaylorMade, Callaway and Ping golf clubs available for use in Macau and four sets available in Lotus Hill.

The Committee has also worked hard to improve the user friendliness and value of our website [www.hkfcgolf.com](http://www.hkfcgolf.com) to our members. To this end, we have overhauled the membership application forms plus the forms used for booking debentures. Moreover, we have updated our website in order to make it more accessible and informative about golf not only with the Society but also the Hong Kong Golf Association. Forms for membership, debentures and events can all be downloaded from our website. Members can and should also familiarize themselves with the bye laws of the Society, as well as the rules for usage of debentures and participation in events. There is also information about golf insurance which the Society encourages all members to take out, as well as other matters of golfing interest, including golf safety and etiquette.

So please do visit [www.hkfcgolf.com](http://www.hkfcgolf.com) to keep yourselves up to date by clicking on "News and Notes", "Rules and Fixtures" and "Useful Links".

Golf is a game where respect for the rules and etiquette, as well as the safety and enjoyment of other players are important. As all of our events are played at golf courses owned and operated by others, it is especially important that all of our members at all times conduct themselves well and in compliance with the relevant rules of such golf courses and the instructions of their marshals. This is essential in order to ensure that our Society can safeguard our reputation, maintain goodwill and continue to gain access to and enjoy their facilities, while upholding the proud and longstanding sporting reputation of our great Club as a whole.

While accidents on the golf course are thankfully rare, they can potentially be serious, particularly in cases where anyone might be struck by a golf ball, club or cart. In the event that any such incidents occur, the safety and care of anyone injured must be the priority of their playing partners and must always take precedence over continuation of play.

Other than providing rounds of golf and outings, the GS Committee tries to provide members with social events that promote knowledge of the great game whenever suitable opportunities arise. However, members' interest in attending such events has varied. Nevertheless, we will continue to explore the possibility of holding different types of golf related events for our members and the Committee welcomes constructive suggestions for such events.

During the year, the GS Committee has reviewed the Society's bye laws and we are putting an updated set containing some amendments to the Society at this AGM.

In addition, the GS Committee has been planning ahead and has submitted a new forward looking three year plan to the Sports and Recreation Sub Committee (S&RSC) of the General Committee.

We are pleased to report that we have secured our first grant of financial support from the S&RSC to fund part of the costs of our match day kit and expenses.

Through prudent management, we have been able to keep our annual Society membership fees at the same low level of \$600 per year as they have been for several years. Given that membership provides access to golf debentures and sets of golf clubs at both Macau Golf and Country Club and Lotus Hill Golf Resort, as well as subsidizing the costs of participating in all of the many events, matches and tours which we organize, this is surely the best value golf membership available anywhere. In this way, we emulate the Club as a whole, which is the best all round sports club anywhere.

Our Society has in the past benefitted from the support of some sponsors and, in order to continue the development of our Society, we are now seeking new sponsors. We are interested in hearing from potential new sponsors who would like to work with the Society to benefit its 1,000 members by providing financial and possibly other support. Given the profiles and contacts of our members, this represents a good opportunity for a business to raise its profile within the Club, the Society and Hong Kong.

I would like to take this opportunity to express the thanks of everyone in our Society to the HKFC Management Team, as well as Maggie Ng, Carbo Chang, Karen Mulvenna, Winki Ho, Shirley Lo and all the other Club staff who work behind the scenes to assist our Society, for all their hard work and contributions throughout the year.

Last but by no means least, I would like to thank the members of the Committee who are retiring at this meeting. Richard Neish, who is retiring from being President of our Society, deserves the Golf Society's sincere thanks for his wise counsel and willing support of the Society over the past few years. I would also like to thank Dorothy Lam for her work for the Society as a member of the Committee, as well as Margaret Tsai who is stepping down from the Committee to take up the role of Event Organiser. The Committee and I would all like to extend our sincere thanks to David Connelly for his sage advice, help and humour over the years.

Looking ahead, I hope that, while 2012/13 has been a good year for our Golf Society, our GS Committee and members can all work together to make 2013/14 an even better one!

Ian Petersen  
Chairman  
Golf Society

## **Annex 2**

### **HKFC Golf Society – Hon. Treasurer’s Report to AGM**

The attached accounts reflect the financial position of the Society as at the end of June 2013.

The accounts are straightforward and to a large degree self-explanatory. I would therefore like to take this opportunity to highlight some items of general interest.

The income of the Society is \$601,261.50. The figure includes an adjustment of -\$33,336.00 to reflect an overbooking of sponsorship income in 2011/12. Overall the underlying income is similar to last year. A slightly lower members’ subscription is offset by a kit allowance for the team granted by the S&RC.

The expenditure increases from \$718,156.85 in the previous year to \$758,902.17. The increase is mainly caused by the purchase of golf clubs for rental for \$106,782.00. The increase is partly offset by lower expenditure for social events, refreshment, misc. and overseas tours.

The number of members decreases from 1042 in 2011/2012 to 1024 in 2012/13.

The deficit for the year is \$157,640.67 and the accumulated surplus of the Society stands at \$528,688.46 at 30 June 2013.

Ivan Yuen  
Treasurer

## Annex 3

### HKFC Golf Society - Revised Bye-Laws

#### 1. DEFINITIONS AND INTERPRETATION

1.1 In these Bye-laws unless the context requires otherwise, the following expressions have the following meanings:-

“Annual General Meeting”	means the General Meeting of the Golf Society held annually in accordance with Clause 8.4;
“Chairman”	means the chairman of the Golf Society elected from time to time in accordance with Clause 6.1 or 6.8;
“Club”	means the Hong Kong Football Club;
“Club Member”	means a Member or Nominee as defined in the Articles of Association of the Club;
“Committee”	means the Committee of the Golf Society comprising the Officers as defined in Clause 4;
“Committee Meeting”	means a meeting of the Committee;
“Extraordinary General Meeting”	means a General Meeting of the Golf Society other than the Annual General Meeting and specially convened in accordance with Clause 8.6 or 8.7;
“General Committee”	means the General Committee of the Club;
“General Meeting”	means a General Meeting of the Golf Society Members whether “Annual” or “Extraordinary”;
“Golf Society”	means collectively the Golf Society Members as per Article 3.1 organised to promote, carry on and regulate the activity of Golf within the Club;
“Honorary Officer”	means the President or a Vice-President elected in accordance with Clause 4.4;
“Management”	means the senior managers of the Club;
“Officer”	means a member of the Committee elected, selected or co-opted pursuant to Clause 6.1 or 6.8;



“Society Member”	means a Club Member, or Spouse or Child of a Club Member, who subscribes to the Golf Society and has paid the current Golf Society Levy as prescribed in Clause 7.9;
“Society Levy”	means the annual subscription payable by Golf Society Members in accordance with Clause 7.9
“Sub-Committee”	means any Sub-Committee of the Golf Society appointed pursuant to Clause 5.1;
“The Golf Society Notice Board”	means the Society notice board in the corridor leading to the Sportsman’s Bar at the Club.

1.2 In these Bye-laws, unless the context requires otherwise:

- (i) words importing the singular include the plural and vice versa;
- (ii) words importing a gender include every gender;
- (iii) reference to these Bye-laws and Bye-laws of the Club shall be construed as references to such documents as may be amended or supplemented from time to time;
- (iv) reference to Clauses are to clauses of these Bye-laws unless otherwise stated;
- (v) words not defined above shall have meanings set out in the Articles of Association or Bye-laws of the Club or Policy Statements of the General Committee; and
- (vi) clause headings are inserted for reference only and shall be ignored in construing these Bye-laws.

1.3 In case of conflict, the Memorandum and Articles of Association and Bye-laws of the Club shall at all times prevail over these Bye-laws.

1.4 Subject to Clause 1.3, the Committee shall have the right to interpret these Bye-laws and their interpretation shall be final and binding upon the Golf Society and Society Members, subject only to review by the General Committee.

## 2. MISSION STATEMENT

The objects of the Golf Society shall be in accordance with the following Mission Statement:-

Vision - To be recognised as a major contributor to the Club as the leading sports club in the Special Administrative Region by providing the best possible environment for the development of golfing for a wide cross-section of Club sportsmen and sportswomen.

Mission - To promote the game of golf among Club Members.

To provide a means for Society Members to play golf and to organise regular competitions, golf days and golf tours for Society Members.

To provide players to compete in intra-club, inter-club, inter-society and other golf competitions

To provide a route for Society Members to obtain recognised golf handicaps.

To contribute to the maintenance and management of the revolving memberships at Lotus Hill Golf Resort and Macau Golf and Country Club and at any similar facilities acquired in the future.

Values - Openly communicating with Club Members, the General Committee and Management and being accountable to the membership of the Club.

Deriving Society membership from the whole spectrum of sectional and social membership of the Club.

Abiding by the Club's Memorandum and Articles of Association and Bye Laws and the constitution of the Golf Society.

Aims - To encourage all golfers to participate and support the Golf Society.

To create and develop awareness of golf through regular articles, competitions and outings.

To continue to develop recognition of the Golf Society and to provide an appropriate voice for its membership in the affairs of the Club.

To liaise on the provision of facilities and quality tuition to improve the level of skill for golfers.

### 3. SOCIETY MEMBERSHIP

3.1 Membership of the Golf Society shall be open to any person satisfying the criteria for Sports Preferred Associate, Sports Debenture Associate, Junior Associate or Sports Subscriber Associate Membership of the Club through the Golf Society or (upon acceptance by the Committee) any other Club Member, or any Spouse or Child thereof, who plays or is otherwise actively interested in the promotion of the sport of Golf, upon payment of the Society Levy for each such person as prescribed in Clause 7.9.

3.2 A person shall cease to be a Society Member upon ceasing to be a Club Member (or a Spouse or Child of a Club Member), or upon receipt by the Secretary or the Club of a written resignation as a Society Member, or upon non-payment of the Society Levy, or upon removal by disciplinary decision of the Committee or the Club, or upon failure to fulfil any obligations related to Associate Membership.

3.3 Any person who is aggrieved by any decision of the Committee not to accept them as a Society Member, or by any decision by the Committee to remove or suspend them

as a Society Member shall have a right of appeal to the General Committee whose review of such decision shall be final.

- 3.4 The Committee shall maintain a register of Society Members and such other records in that respect as shall be required pursuant to any Policy Statements or otherwise by the General Committee (including archives of Society Members).
- 3.5 The Committee may designate for nomination and approval at the Annual General Meeting appropriate persons to be honorary members of the Society and such persons shall be exempt from payment of annual membership fees.

#### 4. THE COMMITTEE

4.1 The affairs of the Golf Society shall be administered by the Committee, which shall comprise of at least the following Officers:-

- (a) the Chairman;
- (b) the Secretary;
- (c) the Treasurer;
- (d) the Sports & Recreation Sub-Committee Liaison;
- (e) the Captain;
- (f) two General Officers; and
- (g) any Honorary Officers.

4.2 Each of the Officers must be a Society Member of good standing and the Chairman, Secretary and Treasurer shall be Club Members of at least three years good standing. Officers can (if required to do so) hold up to two positions on the Committee save that the Chairman, Secretary and Treasurer must be separate individuals.

4.3 Other Society Members and any Development Officer may also be appointed from time to time by the Committee to attend Committee meetings (in such capacities as shall be designated by the Committee), but shall not be entitled to vote on any issue requiring consideration by the Committee.

4.4 The Committee may nominate for election at a General Meeting a President and up to two Vice-Presidents (each of whom shall be a member of the Society) as Honorary Officers, and such Honorary Officers may attend, but shall have no vote at, Committee Meetings and may likewise be removed by the Committee.

#### 5. SUB-COMMITTEES

5.1 The Committee may appoint any Sub-Committee for such purposes as it thinks necessary and shall determine its terms of reference. Unless otherwise required under these Bye-laws, such Sub-Committees shall consist of at least two Society Members, one of whom shall be an Officer who shall be chairman of such Sub-Committee.

5.2 Every Sub-Committee shall report and be fully accountable to the Committee.

- 5.3 Any report or recommendation made by a Sub-Committee shall be conveyed by the chairman of that Sub-Committee to the Committee.
- 5.4 Any Sub-Committee appointed under Clause 5.1 shall conform to any regulations imposed by the Committee and shall not have the power to bind the Committee in any way by any of its recommendations.

## 6. ELECTION AND RESIGNATION OF OFFICERS

- 6.1 The Officers shall be elected annually by the Society Members at the Annual General Meeting. Such election shall be by ballot where there is more than one nomination for a particular vacancy and the chairman of the Annual General Meeting shall appoint two scrutinisers to conduct such ballot.
- 6.2 Persons nominated for election must have signified their acceptance and they, and their proposer and seconder, must be Society Members.
- 6.3 Nominations for Officers, together with the names of the proposers and seconders, shall be communicated to the Secretary by writing the details on the appropriate sheet attached to the notice of Annual General Meeting affixed to the Golf Society Notice Board. Nominations will be accepted up to 48 hours before the proposed time for commencement of the Annual General Meeting.
- 6.4 In the event of insufficient nominations to fill positions, vacancies may be filled by nomination from the floor of Society Members present at the Annual General Meeting.
- 6.5 Officers shall (subject to Clause 6.7, or written resignation) hold office from the end of the Annual General Meeting at which they were elected, or from the time they are co-opted pursuant to Clause 6.8, until the end of the next coming Annual General Meeting.
- 6.6 Retiring Officers shall be eligible for re-election.
- 6.7 The Committee may remove an Officer from the Committee if that Officer fails to attend two consecutive Committee Meetings or fails to execute relevant responsibilities without reasonable excuse. Removal of an Officer shall be effective by giving notice in writing from the Committee.
- 6.8 Vacancies on the Committee occurring either at an Annual General Meeting or between consecutive Annual General Meetings, and any necessary new position, may be filled by a Society Member co-opted by the Committee (provided that no more than two such new positions may be created during such time without ratification by the Society Members at a General Meeting).
- 6.9 No Officer shall be held to have resigned their office until their resignation in writing has been delivered to the Committee.

## 7. RIGHTS AND RESPONSIBILITIES OF THE COMMITTEE

7.1 The Committee shall:-

- (a) decide all matters, exercise such powers and do all such things as may be decided or done by the Golf Society except where such matters or things are governed by these Bye-laws or the Articles of Association or Bye-laws of the Club, or any Policy Statements or other direction of the General Committee required to be decided or done by the Golf Society in General Meeting;
- (b) carry out all resolutions passed at Committee Meetings or any General Meeting; and
- (c) deal with other matters that may arise from time to time which are not expressly provided for in these Bye-laws.

7.2 The Committee shall cause minutes to be kept of all General Meetings and Committee Meetings and copies thereof shall be promptly sent to the Chairman of the Sports and Recreation Sub-Committee and Honorary Secretary of the Club.

7.3 The Committee shall be responsible for the proper management of funds raised by the Golf Society or allocated to the Golf Society by the General Committee and shall keep proper books of account in respect of such funds so as to record all sums of money received and expended, and the matters in respect thereof, all assets and liabilities and all other matters necessary to show the true state and condition of the financial affairs of the Golf Society; and such books of account shall be subject to scrutiny by the General Committee and audit by the Club's auditors.

7.4 The Committee shall, in accordance with any Policy Statements, prepare an annual budget each year and promptly submit copies thereof to the Chairman of the Sports and Recreation Sub-Committee. This shall be subject to scrutiny by the Honorary Treasurer of the Club and Financial Controller of the Club.

7.5 All bank accounts of the Golf Society shall be Club accounts and all cheques drawn against Golf Society funds shall be signed by the appropriate Management or officers of the Club.

7.6 Neither the Committee nor any Officer may enter into (or purport to enter into) any contract on behalf of the Golf Society or the Club and shall be strictly bound by the terms of any Policy Statements of the Club. Any potential sponsorship arrangement shall be passed to the Honorary Secretary of the Club and copied to the Chairman of the Sports and Recreation Sub-Committee.

7.7 The Sports & Recreation Liaison shall represent the Golf Society at each appropriate meeting of the Sports and Recreation Sub-Committee.

7.8 The Committee shall cause to be prepared and laid before each Annual General Meeting a statement of income and expenditure of the Golf Society Account made up to the latest practicable month end preceding the month in which the Annual General Meeting is held and copies shall be promptly sent to the Chairman of the Sports and

**Recreation Sub-Committee, the Honorary Treasurer of the Club and the Financial Controller of the Club.**

- 7.9 The Committee may impose such levies on Society Members in the form of annual subscriptions as it shall think fit subject to the approval of the Society Members in General Meeting.
- 7.10 The Committee may impose such charges on Club Members as may become due as a result of that Club Member's activities, or the activities of that Club Member's Spouse or Child, within the Golf Society.
- 7.11 Every Officer shall be indemnified by the Golf Society against (and it shall be the duty of the Committee out of funds raised by the Golf Society to pay) all costs, losses and expenses which any Officer may incur or become liable to in respect of any act or deed done by them as such Officer in the discharge of their duties, on condition that such act or deed has received approval of the Committee and is otherwise within the powers granted pursuant to these Bye-laws.
- 7.12 The responsibilities of the Chairman include the following: chairing Committee Meetings, representing the Golf Society as required, addressing the Society Members at General Meetings, seeking to ensure that the Golf Society fulfils its Mission Statement and Development Plan and providing an open communications channel between the Society Members and the Committee.
- 7.13 The responsibilities of the Secretary include the following: being familiar with the Golf Society Bye-laws, giving due notice to Society Members of General Meetings, keeping minutes of all General Meetings and Committee Meetings and sending copies thereof to the Chairman of the Sports and Recreation Sub-Committee, the Honorary Secretary and ensuring that all Golf Society records are duly passed over to any new Committee. In the absence of a Membership Secretary the duties of the Secretary shall also include the following: co-ordinating the applications of persons sponsored by the Golf Society to become Club Members pursuant to Sports Preferred Associate, Sports Debenture Associate, Junior Associate or Sports Subscriber Associate procedures, maintaining an up-to-date record of the membership of the Golf Society, arranging interviews of candidates for membership with the Membership Sub-Committee of the Club, arranging for the submission and support of all new membership applications and monitoring and reporting on the status of all "preferred" Golf Society Members in respect of their commitments to the Golf Society and attending Membership Sub-Committee meetings or panels where appropriate.
- 7.14 The responsibilities of the Treasurer include the following: keeping records in respect of the Golf Society funds pursuant to Clause 7.3, preparing an annual budget and submitting copies thereof to the relevant persons in accordance with Clause 7.4 and presenting the financial statements pursuant to Clause 7.8, liaising with the Financial Controller of the Club in respect of Club Members accounts for the debiting and crediting of any money becoming due as a result of a Club Member's activities, or the activities of a Club Member's Spouse or Child, within the Golf Society.
- 7.15 The responsibilities of the Sports & Recreation Sub-Committee Liaison include the following: being familiar with all Club constitutional documents, Bye-laws and Policy

Statements, attending all appropriate meetings of the Sports & Recreation Sub-Committee to represent the affairs of the Golf Society and assisting in the responsibilities of the Chairman in particular in ensuring the Golf Society fulfils its Mission Statement and Development Plan.

## 8. GENERAL MEETINGS

8.1 All General Meetings shall be held at the Club.

8.2 Notice of General Meetings shall be affixed to the Golf Society Notice Board at least fourteen days prior to the meeting (and shall be published in the Club magazine or sent to all Society Members). The notice shall specify the time, date and venue of the General Meeting and the order of business to be transacted thereat. For Annual General Meetings, the notice shall also call for and explain the procedure for nomination of Officers, as well as any agenda items pursuant to Clause 8.5. For Extraordinary General Meetings the notice shall also set out any resolution(s) to be discussed and, if thought fit, adopted.

8.3 The accidental omission to give notice of a General Meeting to, or the non-receipt of notice of a meeting by, any Society Member entitled to receive notice shall not invalidate the proceedings at the meeting.

8.4 A General Meeting shall be held in each year as soon as possible after 1<sup>st</sup> May and not later than 30<sup>th</sup> June as the Annual General Meeting. The agenda of the Annual General Meeting shall, inter alia, include the following items:-

- (a) reading of the notice convening the Annual General Meeting;
- (b) confirmation of the minutes of the previous Annual General Meeting;
- (c) adoption of the Statement of Income and Expenditure of the Golf Society account as described in Clause 7.8;
- (d) reading and adoption of reports by the appropriate outgoing Officers;
- (e) any proposal to vary Golf Society levies;
- (f) election and endorsement of Officers;
- (g) other agenda items submitted to the Secretary in accordance with Clause 8.5; and
- (h) any other business.

8.5 Items proposed for inclusion in the agenda of a General Meeting must be submitted in writing to the Secretary at least seven days before the proposed time for the commencement of the General Meeting. Any such item shall be notified to Golf Society Members by placing it on the Notice Board and sending it to all Golf Society Members by mail and / or email at least 72 hours before the proposed time for the commencement of the General Meeting.

8.6 The accidental omission to give notice as required in clause 8.2 or clause 8.4 to, or the non-receipt of notice as required in clause 8.2 or clause 8.4 by, any Golf Society Member entitled to receive notice shall not invalidate any proceedings at the meeting.

8.7 The Committee may, at any time it thinks fit, convene an Extraordinary General Meeting.



- 8.8 An Extraordinary General Meeting shall at the expense of the Golf Society be convened within one calendar month of the Secretary receiving a requisition in writing to that effect from not less than fifteen Society Members. Every such requisition shall specifically state the purpose of the proposed meeting.
- 8.9 Upon receipt of such a requisition the Committee shall convene an Extraordinary General Meeting and, if it neglects to do so for one calendar month after the receipt of such requisition, those who issued the requisition may themselves convene the Extraordinary General Meeting.

## 9. PROCEEDINGS AT GENERAL MEETINGS

- 9.1 All Society Members and any Officer of the Club may attend a General Meeting. No proxies shall be permitted.
- 9.2 The quorum for a General Meeting shall be fifteen Society Members and (subject to Clause 9.5) no business shall be transacted at a General Meeting unless a quorum is present.
- 9.3 Every General Meeting shall be chaired by an Honorary Officer or, in the absence of any Honorary Officer, the outgoing Chairman or, in his absence, another Officer appointed by the Committee or, in the absence of any Officer, any Society Member chosen from those present.
- 9.4 If, after the expiration of thirty minutes of the published time of a General Meeting, a quorum is not present, the meeting shall be adjourned and re-convened at a time and place decided by the Society Members then present, which shall not be less than eight nor later than fourteen days after the date of the original meeting and notice thereof shall be put on the Golf Society Notice Board.
- 9.5 At any adjourned meeting the Society Members present, whatever their number may be, may determine the business which ought to have been determined at the General Meeting at which the adjournment took place.
- 9.6 The chairman of any General Meeting may, with the consent of the Society Members present, adjourn any General Meeting from time to time and from place to place; provided that every adjourned meeting shall be held within fourteen days after the day whereon the General Meeting from which the adjournment took place was held.
- 9.7 General Meetings shall be conducted in accordance with an agenda, which shall be made available to Society Members at the beginning of the meeting.
- 9.8 No business shall be discussed and no resolution shall be adopted at an Extraordinary General Meeting other than as set out in the notice therefore in terms of a resolution to be discussed and, if thought fit, adopted.
- 9.9 Unless otherwise required by law, or by these Bye-laws, every question to be determined in General Meeting shall be determined by a simple majority of votes,



each Society Member present having one vote, and the chairman of the meeting having a second or casting vote in the event of an equality of votes.

- 9.10 All questions raised at General Meetings shall be decided on a show of hands except where a ballot is demanded by the chairman of the meeting or not fewer than two Society Members present thereat.
- 9.11 A declaration by the chairman at any General Meeting that a resolution has been carried at such meeting upon a show of hands shall be conclusive and an entry to that effect in the minutes of the General Meeting shall be sufficient evidence of the fact, unless immediately after such declaration a poll is demanded by not fewer than two of the Society Members present. Any such poll shall be taken immediately and the chairman of the meeting shall nominate two scrutinisers for such purpose.
- 9.12 Resolutions passed at a General Meeting shall be binding on the Golf Society and all Society Members, whether they shall have been present or not.
- 9.13 Any resolution not adopted at a General Meeting may not be submitted again as a motion until at least six months have elapsed.
- 9.14 Any Society Member whose Club subscriptions or Society Levy (or the subscriptions of their Spouse or parent) are in arrears, or any Society Member who is suspended from the Club or the Golf Society, may not propose or second Officers, be proposed as an Officer, be counted towards a quorum or in respect of a requisition, or attend or vote at General Meetings.

## 10. PROCEEDINGS AT COMMITTEE MEETINGS

- 10.1 The Committee shall meet as often as may be necessary, but in any event at least once each calendar month.
- 10.2 The Chairman, the Secretary, or any two Officers may call a Committee Meeting by giving not less than seven days' notice in writing (which, for the avoidance of doubt, shall include notice by e-mail) to all Officers, unless the requirement is waived by all Officers.
- 10.3 The quorum for a Committee Meeting shall be five Officers and no business shall be transacted at any Committee Meeting unless a quorum is present.
- 10.4 The Chairman shall preside over all Committee Meetings. In the absence of the Chairman, the Officers present may nominate one of their number to act as chairman for the meeting.
- 10.5 Committee Meetings shall be conducted according to an agenda, which will be made available to the Officers at the beginning of the meeting. Items proposed for inclusion in the agenda may be communicated to the Secretary up to one day before the meeting. The agenda for a Committee Meeting shall include (as appropriate) the following items:-

- (a) confirmation of the Minutes of the Previous Committee Meeting;
  - (b) report by the Secretary;
  - (c) report by the Treasurer;
  - (d) report by the Sports & Recreation Liaison;
  - (e) reports by other Officers;
  - (f) other items communicated to the Secretary; and
  - (g) any other business.
- 10.6 Questions raised at Committee Meetings shall be decided by a majority of votes on a show of hands. Every Officer shall have one vote, and the chairman of the meeting shall have a second or casting vote in case of an equality of votes.
- 10.7 Any Officer may, subject to the prior approval of the Chairman, appoint another Society Member as his representative to attend a Committee Meeting in a non-voting capacity during his reasonable and unavoidable absence.
- 10.8 Upon the decision of the Committee any member of staff (including Coaches and Development Officers) or Officer (where appropriate) shall be excluded from Committee Meetings during discussion concerning matters of a sensitive or confidential nature.
- 10.9 A resolution in writing signed by all the Officers for the time being shall be as valid and effectual as if it had been passed at a Committee Meeting duly convened and held. Any such resolution may consist of several documents in like form each signed by one or more of the Officers.
- 10.10 The Officers may participate in a Committee Meeting by means of conference telephone or other communicative technology whereby all persons participating in the meeting can hear each other and participation in the meeting in such manner shall be deemed to constitute presence in person at such meeting and all the provisions in these Bye-laws relating to Committee Meetings shall apply. Exceptions must be sought from General Committee or Management for use of telephones or any other Electronic Communication Devices inside Club premises.
- 10.11 All acts carried out in good faith at any Committee Meeting, or by any Officer acting with the authority of the Committee, shall, notwithstanding that there was some defect in the appointment of any such Committee or Officer acting as aforesaid, be as valid as if such Committee or Officer had been duly appointed and authorised.
11. DISCIPLINE
- 11.1 The Committee shall have strictly limited powers to discipline Society Members.
- 11.2 In the event that any complaint as to the behaviour of any Society Member shall come to the attention of the Committee, the Committee shall either:-
- (a) if appropriate, refer the complaint to the Honorary Secretary of the Club for consideration by a Disciplinary Committee of the Club; or

- (b) if the matter relates to Golf Society affairs or facilities, conduct its own investigation of the complaint and hold a disciplinary hearing (whether as a full Committee or a Sub-Committee thereof consisting of not less than three Officers) fully in accordance with the rules of natural justice.
- 11.3 Whether or not the procedure under Clause 11.2(b) is adopted, any complaint which may involve the bringing of the Club into disrepute or conduct unbecoming of a Member, or a serious breach of the Bye-laws of the Club shall be reported forthwith to the Honorary Secretary of the Club.
- 11.4 The Committee shall have the power, pursuant to the procedure under Clause 11.2(b), to do one or more of the following:-
  - (a) to suspend or remove any person as a Society Member; or
  - (b) to suspend or remove any person from any position held within the Golf Society; or
  - (c) to suspend any person from playing for the Golf Society or from participating in other Golf Society activities; or
  - (d) to suspend any person from booking or use of rotational HKFC Memberships; or
  - (e) to hold any suspension or removal in abeyance subject to proper behaviour; or
  - (f) to impose a fine not exceeding the value of one year's Society Levy; or
  - (g) to issue a warning letter (which shall be archived).
- 11.5 The Committee shall not have power, pursuant to the procedure under Clause 11.2(b), to otherwise affect any person's Club membership or use of Club Premises or facilities other than the rotational HKFC Memberships except by referring the matter through the Honorary Secretary of the Club to the Disciplinary Sub-Committee of the Club.
- 11.6 The Committee shall promptly forward a full report of any concluded disciplinary proceedings under Clause 11.2(b) to the Honorary Secretary of the Club.
- 11.7 Any disciplinary proceedings, or punishment of any person, pursuant to the procedure under Clause 11.2(b) shall be without prejudice to any disciplinary proceedings, which may be instituted by a Disciplinary Committee of the Club.
- 11.8 There shall be no appeal from any decision pursuant to the procedure under Clause 11.2(b), save that any person who is thereby suspended or removed as a Society Member, or whose suspension or removal is held in abeyance, may apply for a review of such decision by the General Committee (whose decision shall be final) by promptly writing to the Honorary Secretary of the Club).

## 12. ADOPTION AND AMENDMENT

- 12.1 These Bye-laws shall come into force and effect immediately after adoption thereof by a majority of not less than seventy five per cent of the Society Members present and voting at a General Meeting.
- 12.2 These Bye-laws may not be amended except with the consent of the General Committee and not less than seventy five per cent of the Society Members who are present and voting at a General Meeting held in accordance with these Bye-laws (or by direction of the General Committee where such amendment is deemed by the General Committee necessary or otherwise of benefit to the Club).

## 13. CESSATION

- 13.1 For the avoidance of doubt, in the event that the Golf Society ceases to exist for any reason, all ostensible assets and liabilities of the Golf Society shall be assets and liabilities of the Club and pass to the direct control of the General Committee.