

PREAMBLE

This amendment to the Constitution has been approved pursuant to the “Societies Act and Clubs” Registration Act on 18 October 2013, at an Extra ordinary General Meeting of members held at Lusaka Golf Club.

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1.0 NAME

1.1 The Club shall be called the **LUSAKA GOLF CLUB**

2.0 INTRODUCTION

2.1 In this Constitution, resolutions and regulations of the Lusaka Golf Club, unless the context requires otherwise:

- (a) The singular includes the plural and the masculine gender includes the female gender.
- (b) “Club” means the Lusaka Golf Club;
- (b) “Committee” means the Executive Committee of the Lusaka Golf Club;
- (c) “Documents” include deeds, mortgages, hypothecs, charges, conveyances, transfers and assignments of property real or personal, immovable or movable, agreements, releases, receipts and discharges for the payment of money or other obligations, bonds, debentures or other securities and all paper writings;
- (d) “Member in good standing” means a member, including individuals registered under a Corporate member, who has paid in full the required entrance fee, subscription fee and other assessments and has conformed with all the rules and regulations of the Club.
- (e) “Officers” means the President, Vice President, Captain, Vice-Captain, Honorary Secretary and Honorary Treasurer

3.0 OBJECTS

The objects, intents and purposes of the Club shall be:

- a) To provide for the members and their guests a Golf Course and Clubhouse for the enjoyment of the game of Golf and to supply to members refreshments and all things incidental to playing of golf;
- b) To acquire by purchase, lease or otherwise, any land, buildings, easements both real or personal and to lay out and maintain the same for golf or other athletic sports or pastimes, and to furnish, modify and maintain the same and permit the same to be used by members and employees and others either gratuitously or for payment.
- c) To borrow or raise and give security for money by the issue of or upon policies, debentures, debenture stock, bills of exchange, promissory notes or other obligations or securities of the Club or by mortgage or charge upon all or any part of the property of the Club.
- d) To do all such other lawful things as are incidental or conducive to the above objects or any of them.

4.0 MEMBERSHIP

- 4.1 The Club shall consist of thirteen (13) classes of Members: Full Member, Permit Holder Full Member, Country Member, Junior Member, Student Member, Reciprocal Member, Temporary Member, Corporate Member, Honorary Life Vice President, Honorary Life Member, Honorary Member, Absentee Member and Senior Member. These classes may be subdivided by the Committee into categories for the purpose of assessing entrance fees, subscription fees and other assessments.
- a) **Full Member:** A person or persons eighteen (18) years of age or older, who is a Citizen of or Bona fide permanent resident in Zambia other than a Worker Permit Holder, whose application for membership has been accepted by the Committee and who has paid the required entrance, subscription and other fees. Full members have rights to use all Club facilities, including use of the Golf Course upon payment of the appropriate fees. They have voting privileges at all meetings of members and the right to stand for all elected offices in the Club provided they meet the qualifications as required in the Constitution to stand for that office.
 - b) **Permit Holder Full Member:** A person or persons eighteen (18) years of age or older, resident in Zambia as a Permit Holder, whose application for membership has been accepted by the Committee and who has paid the required entrance, subscription and other fees. Permit Holder full members have rights to use all club facilities, including use of the Golf Course upon payment of the appropriate fees and enjoy all benefits except voting and standing for office until after 2 years of being a member.
 - c) **Country Member:** A person or persons eighteen (18) years of age or older whose application for membership has been accepted by the Committee and who has paid the required entrance subscription and other fees. Country members must reside outside Lusaka Province. Country members have rights to use all Club facilities but will be eligible to play golf a maximum of twice in any one month. They have voting privileges at all meetings of members but no right to stand for any elected office in the Club.
 - d) **Junior Member** A person who has not reached his 18th birthday whose application for membership has been accepted by the Committee and who has paid the required entrance, subscription and other fees. Junior members shall have the right to use all Club facilities, including the Golf course, under such conditions as the Committee may from time-to-time determine. Junior Members do not have nominating or voting privileges or the right to stand for any elected office in the Club.
 - e) **Student Member:** A person not younger than 18 years of age or older than 26 years whose application for membership has been accepted by the Committee and who has paid the required entrance, subscription and other fees. A Student Member must prove that he is undertaking a full-time course of study at an institution of learning within, or outside Zambia. Student Members shall have the rights to use all Club facilities, including the Golf course, under such conditions as the Committee may from time-to-time determine. Student Members do not have nominating or voting privileges or the right to stand for any elected office in the Club. On completion of full time study, a Student Member will be required to transfer his membership to another class and will pay the Subscription fees less what fees have already been paid for the year at the time of transfer of membership.
 - f) **Reciprocal Member:** A person who is a member of a Club that has a reciprocal agreement with the Lusaka Golf Club. The Committee will make the decision to establish a Reciprocity Agreement, which will then be approved at the subsequent Meeting of the Club. A Reciprocal Member shall have the rights to use all Club facilities, including the Golf course, under such

conditions as the Committee may from time-to-time determine. Reciprocal Members do not have nominating or voting privileges or the right to stand for any elected office in the Club.

- g) **Temporary Member:** A person approved by the Committee to use all Club facilities, including the Golf course, on a monthly basis renewable for a maximum of 6 months, under such conditions as the Committee may decide. Temporary Members do not have nominating or voting privileges or the right to stand for any elected office in the club.
- h) **Corporate Member:** Any Corporation, Company or Organization that has been accepted by the Committee and paid the prescribed fees. The persons registered under a fully paid up Corporate Membership shall have rights to use all Club facilities, including use of the Golf Course upon payment of the appropriate fees. They have voting privileges at all meetings of members and the right to stand for all elected offices in the Club provided they meet the qualifications as required in the Constitution to stand for that office.
- i) **Honorary Life Vice President:** On the recommendation of the Committee, a member who has, over a number of years, rendered outstanding service to the Club or to the game of golf may be elected an Honorary Life Vice President at any General Meeting of the Club, and shall thereafter be entitled to all privileges of membership without paying the annual subscription or any special payment for such Honorary Life membership. A two-thirds majority of those present at this General Meeting shall be necessary for such election. Honorary Life Vice Presidents cannot nominate other eligible members for elected Club positions and cannot stand for elected positions as Club Officers or Committee members. Such membership shall be limited to only three (3) in numbers at any given time.
- j) **Honorary Member:** On the recommendation of the Committee, a non-member who has been of outstanding service to the Club or whose position in the community warrants the honour, may be elected as an Honorary Member at any General Meeting of the Club over and above the complement of other members. A two-thirds majority of members present at this General Meeting shall be necessary for such election. Honorary Members may be elected for life or such other period as the General Meeting may deem expedient, and they shall be entitled to all privileges of membership, except that they shall not be entitled to vote at meetings, nominate candidates for Club offices or serve as Officers or as Committee members, or play for medals or other prizes. Such memberships shall be limited to five (5), in number, at any given time.
- k) **Honorary Life Member.** On the recommendation of the Committee, a member who has, over a number of years, rendered outstanding service to the Club or to the game of golf may be elected an Honorary Life Member at any General Meeting of the Club, and shall thereafter be entitled to all privileges of membership without paying the annual subscription or any special payment for such Honorary Life membership. A two-thirds majority of those present at this General Meeting shall be necessary for such election. Honorary Life Members can nominate other eligible members for elected Club positions and vote for them but cannot stand for elected positions as Club Officers or Committee members.
- l) **Absentee member.** An absentee member will be a member who is in good standing, is fully paid up in all dues to the Club and will not be a regular visitor to the Club for a continuous period of not less than two years and will be paying his annual absentee member subscriptions. The Committee will have the powers to grant absentee membership status to members who have not been paying the absentee subscription fees, upon written request to the Honorary Secretary. The

absentee annual subscription will be fifteen percent (15%) of the current annual subscription of a full member.

- m) **Senior Member.** A senior member should be 60 years and above and twenty five (25) years of continuous membership. The annual subscription fees for senior membership shall be determined by the Executive Committee and shall be less than the usual annual subscription fees.

4.2 **Club Patron.**

The President of the Republic of Zambia will be the Patron of the Club.

- 4.3 **Admission to Membership.** All applications for membership shall be made on the prescribed form provided for that purpose and each application must be proposed and seconded by the signature of two full members in good standing of the Club, both of whom must be personally acquainted with the applicant and responsible for his eligibility. The applicant must be personally introduced to two Committee members who will sign on the application form as required. Applications for membership shall be approved by a simple majority vote of the Members of the Committee present at a Committee meeting. Such application for membership must be submitted by the proposer to the Hon. Secretary who shall forthwith post the particulars prominently on the Club Notice Board, and at least seven days shall elapse after such posting before the vote takes place. Candidates for membership voted for and not approved shall not be proposed again for consideration within a period of twelve months. Upon the approval of the applicant, the Hon. Secretary shall notify the same to him in writing, furnish him with a copy of the Club Constitution, the Rule Book and request the applicant to pay his Entrance Fee and first Subscription to the Treasurer. No applicant shall enjoy any of the benefits or privileges of the Club until such payment shall have been made. If such payment has not been made within one month from the date of the Secretary's notice, the approval shall be void unless the applicant can show sufficient cause for such delay to the satisfaction of the Committee. All members shall behave in an appropriate manner on the club premises at all times. Members will follow all the rules, regulations and by laws of the Club and will not circulate any offensive, racial, abusive, odious or defamatory material or bring the Club or any of its members in disrepute either in verbal, written or otherwise.

- 4.4 Entrance Fees and Subscriptions shall be determined by the Committee and shall require ratification by members at the following Annual General Meeting or Extra-Ordinary General Meeting.

- 4.5 All annual subscriptions shall be payable in full in advance on the 1st day of July in each year. A member may apply in writing to the Honorary Secretary before the 1st of July for instalment payments. The Committee may in exceptional cases use its discretion to approve for payment of subscription in two equal instalments provided the last instalment is paid up not later than the last day of December of that year after which any such member who has not completed their payments on the 1st of January will cease to be a member and any subscriptions, levies or fees paid up will be forfeited to the Club. Any member who is not fully paid up will not be eligible to stand for Office, be nominated to sit on any sub-committee or be allowed to vote until their subscriptions are fully paid up. No member whose subscription is in arrears for more than 30 days shall compete for any Club prize, or vote at any Meeting. A list of all such members who are in arrears shall be posted upon the Club Notice Board on the 30th day of September annually. Any member whose subscription is unpaid on the 1st day of October in each year shall cease to be a member and his name shall be stricken from the Club's Register of members. The Committee may use its absolute discretion to reinstate a person upon full payment of all arrears and such penalty fee as the Committee may determine.

- 4.6 An applicant for membership accepted on or after 1st of January will pay the full entrance fee and is liable to pay the annual subscription for that year to be calculated prorata.
- 4.7 A member converting from one category of membership to another shall pay the difference in subscription fee upon such conversion.
- 4.8 A member may at any time, by giving notice in writing to the Honorary Secretary, resign his membership of the Club, but shall continue to be liable for any Annual Subscription due and unpaid at the date of resignation. Any such member having discharged all liabilities to the Club and wishing to rejoin may, upon an available vacancy, be proposed, and if accepted by the Committee in accordance with clause 4.3, the Committee may, at its absolute discretion, waive the Entrance Fee.
- 4.9 A two thirds majority of the Members of the Committee may resolve to take any action it may determine necessary, including but not limited to reprimand, fine, suspend or expel a member of the Club either on its own motion or pursuant to a complaint signed by at least ten (10) members of the Club who will also have the opportunity to appear before the Disciplinary Committee to explain their complaint or, pursuant to a referral from either the Honorary Secretary or Disciplinary Committee.

An accused member who a complaint has been laid against shall have an opportunity of appearing before the Committee prior to any resolution for his reprimand, fine, suspension or expulsion. The Committee may on its own accord or through the Captain temporarily suspend a member before a hearing if the Committee is satisfied that it is in the best interest of the Club provided that, such a suspension does not exceed 14 days. A member so disciplined shall have a right of appeal against the decision of the Committee as follows: -

- (a) Appeal against a suspension exceeding 90 days or expulsion, will be heard by an Extra-Ordinary General Meeting of the members of the Club provided the member appeals in writing within fourteen (14) days of the written notification to such member of the decision taken. However the suspension or expulsion decision of the Committee shall stand until otherwise overturned or amended by a majority of two thirds of the members of the Club present at the said Extra Ordinary General Meeting.
- (b) All other appeals other than for suspension exceeding 90 days or expulsion shall end at Appeal to the Executive Committee as provided for under clause 27.

- 4.10 Any member expelled in accordance with the Constitution or otherwise ceasing to be a member of the Club shall forfeit all such rights to or claim upon the Club or its property or funds, as otherwise would have by reason of membership.

5.0 GUESTS

- 5.1 Guests may be introduced in accordance with such conditions as shall be made from time to time by the Committee. Every guest shall be accompanied by the member introducing him and the member shall be responsible for the conduct of the guest. No person who has been expelled or suspended from membership or, whose conduct or presence in the Clubhouse or grounds shall be considered by the Committee objectionable or prejudicial to the interest of the Club, shall be introduced as a guest into the Club.
- 5.2 A person may not be introduced as a guest to the Club on more than twelve occasions in any one calendar year or twice in one calendar month. A member will be limited to sign in not more than four guests in any calendar month in exceptional circumstance, Committee members approval will be sought.

6.0 OFFICERS AND COMMITTEE MEMBERS

6.1 The Officers of the Club shall be:

A President

A Vice President

A Captain

A Vice-Captain

An Honorary Secretary

An Honorary Treasurer

6.2 In addition to the six (6) Officers, there shall be a Tournament Secretary and five (5) Committee Members elected by eligible Club members and one (1) Committee member nominated by the Ladies' section and approved by the Committee.

6.3 Every Officer or Committee Member who is in any way directly or indirectly interested in an existing or proposed contract, transaction or arrangement with the Club or who otherwise has a conflict of interest shall declare his or her interest fully at or to a Committee meeting and shall refrain from attending, discussing and voting in respect to the matter on which he or she has declared a conflict. Every declaration of interest and the nature thereof shall be recorded in the Minutes of the meeting.

6.4 No Officer or Committee Member shall receive remuneration from the Club for acting as such but may be reimbursed for reasonable expenses incurred while discharging his duties as an Officer or Committee Member of the Club subject to approval by the Committee.

6.5 Every Officer and Committee Member and his heirs, executors and administrators and estate respectively shall from time to time and at all times be indemnified and saved harmless out of the funds of the Club from and against:

(a) All costs, charges and expenses whatsoever that the Officer or Committee Member sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him in respect to any act, deed, undertakings, matter or thing whatsoever, made, done or permitted by him or her in or about the execution of the duties of his or her office; and

(b) All other costs, charges and expenses which the Officer or Committee Member sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges and expenses as are occasioned by his own wilful neglect or default.

6.6 No Officer or Committee Member shall be liable for the acts, receipts, neglects or defaults of any other Officer or Committee Member or Club employee or for any damage or expense happening to the Club through the insufficiency or deficiency of title to any property acquired by the Club or for or on behalf of the Club or for the insufficiency of any security in or upon which any of the money of the Club shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person, firm or corporation with whom any monies, securities or effects shall be lodged or deposited or for any other loss or damage whatever which may happen in the execution of the duties of his or her respective office or trust or in relation thereto unless the same shall happen by or through his or her own wrongful and wilful act, neglect or default.

7.0 OFFICER'S DUTIES AND POWERS

- 7.1 **President.** The President shall normally chair all General Meetings of the Club and in his absence, the Vice-President or in the absence of the Vice-President, any past president or a member as shall be appointed by the meeting shall chair the Meeting. The President may officiate at major tournaments of the club as directed by the Committee. The President is responsible to create and strengthen relations between the Club and outside business, government and other entities to gain their support and appropriate assistance for the Club and its activities.
- 7.2 **Vice-President.** The Vice-President shall deputise for the President. The Vice-President may also be requested to perform other duties by the Committee to further the goals of the Club.
- 7.3 **Captain.** The Captain is the chief executive officer of the Club and will chair all meetings of the Executive Committee. The Captain shall exercise general responsibility for the management and activities of the Club. The Captain shall be an ex-officio member of all Sub-Committees of the Club. The Captain will appoint committee members to chair the various sub committees as under clause 14.0. The Captain may reprimand or suspend an erring member from the club as stipulated under clause 4.9. The suspended member may appeal the decision thereafter as provided for under clause 27.0 of this constitution.
- 7.4 **Vice-Captain.** In addition to any other duties that may be assigned to him by the captain or the executive committee, the Vice-Captain shall deputise for the Captain and shall chair the Disciplinary Committee of the Club.
- 7.5 **Honorary Secretary:** Unless otherwise noted in this Constitution or otherwise directed by the Committee, the honorary Secretary shall be responsible for the administration of the Club and its employees and shall conduct the correspondence of the Club and shall have the custody of all documents belonging to the Club. He shall keep full and correct minutes of all proceedings.
- 7.6 **Honorary Treasurer:** The Treasurer shall keep the accounts of the Club and shall make up the annual Statement of Accounts and Balance Sheet of the Club to the 30th day of June in each year, which shall, after audit be printed and circulated amongst the members with the notice of the Annual General Meeting.
- (a) The Honorary Treasurer shall be responsible for monitoring the financial position of the Club and for advising Officers and Committee Members of that position as may be required from time to time.
 - (b) The Honorary Treasurer shall prepare budgetary estimates for the upcoming fiscal year and submit them to the Committee for approval and presentation to the members at the Annual General Meeting.
 - (c) The Honorary Treasurer will be required to put in place all necessary steps to generate revenue for the club
- 7.7 **Tournament Secretary:** Unless otherwise noted in this Constitution or otherwise directed by the committee, The Tournament Secretary shall:
- (a) review and approve all tournaments
 - (b) see that all tournaments provide fair and equitable format for all levels of participants
 - (c) see that all prizes and other financial distributions are clearly identified and distributed for each event
 - (d) see that event format, participation and financial report has been recorded for further review
 - (e) ensure that each member participating in Club events is current on list and eligible to participate.

8.0 EXECUTIVE COMMITTEE

- 8.1 The Committee shall consist of the Captain, Vice-Captain, Honorary Secretary, Honorary Treasurer, the six elected Committee Members and one representative from the Ladies' section.
- 8.2 Any Committee Member who is absent from three consecutive monthly committee meetings will automatically cease to be a member of the executive committee. The member can only be re-instated upon written appeal to the Honorary Secretary who will convene a full committee meeting. A two-thirds majority of members present will be required to vote in favour of reinstating the member as a committee member. The vote will be conducted by secret ballot.
- 8.3 Any Committee Member who, in the opinion of the Committee, is deemed to be in breach or is cited for repeated negligence or dereliction of duty in respect to his office can be removed from the Committee by a vote of two-thirds of the Committee. The Committee Member so removed, if not satisfied with the decision of the Committee may within 14 days of written notification of the Committee's decision appeal to the Honorary Secretary to convene an Extra Ordinary General Meeting where a two thirds majority of members present will be required to ratify the decision of the Committee.
- 8.4 The members can remove the Committee and Office Bearers before completion of their term of office by a no confidence vote at an Extraordinary General Meeting as provided for under clause 14.8. The meeting must be attended by not less than fifty percent of fully paid up members and, a two thirds majority vote in favour of the motion must be obtained. The vote is to be conducted by secret ballot. If the motion fails, a similar motion against the same Committee cannot be brought until after a period of six months has elapsed after the last motion.

9.0 POWERS OF THE COMMITTEE

- 9.1 The Committee, in addition to the powers hereinafter specifically conferred upon it, shall have the control of the finances of the Club, power to engage, control, and dismiss the Club servants, and all such administrative powers as may be necessary to execute the objects of the Club in accordance with this Constitution.
- 9.2 Members of the Committee shall be collectively responsible to the members of the Club for the management of Club affairs. These affairs shall be conducted for the benefit and enjoyment of members and within the provisions of the Club's Constitution.
- 9.3 Members of the Committee shall individually discharge to the best of their ability those duties that pertain to any office to which they have been elected or to a portfolio of duties to which they have been assigned.
- 9.4 Unless otherwise resolved by the committee, when any Major tournament is played at the Club, not less than three members of the Committee shall serve on the organizing committee of the tournament of which the Honorary Treasurer and course member will serve. The organising committee for any Open will be subservient to the Executive committee who will determine the terms of reference.
- 9.5 Committee Members shall also perform any other duties prescribed from time to time by the Committee.
- 9.6 The Committee may delegate any of its powers to a person, organization or committees consisting of such member or members as thought fit. Any person, organization or committee so appointed shall, in the exercise of its powers so delegated, conform to any guidelines that may be imposed by the Committee.

10.0 MEETINGS OF THE COMMITTEE

- 10.1 The Committee shall meet at least once every calendar month and may designate one or more days in any month or months of the year as the date or dates on which regular meetings of the Committee shall be held at a place and time named. Notice of other Committee meetings shall either be delivered to each member of the Committee by notice placed in his Pigeon hole in the office, by electronic mail, by notice placed on the Notice Board or by notice at the previous meeting of the Committee. No formal notice shall be necessary if all Committee Members are present at a meeting at which the date is set for the next meeting.
- 10.2 Committee meetings will be chaired by the Captain. The Captain will assign the Vice Captain to chair meetings in his absence. A quorum at any meeting of the Committee shall consist of five (5) of its Members, one of whom shall be the Captain or Vice-Captain. Where both the Captain and the Vice Captain are not available for a period of more than two (2) months, the Honorary Secretary may chair the next meetings in their absence.
- 10.3 Questions arising at any meeting of the Committee shall be decided by the majority of the members of the Committee present and voting. There shall be no proxy voting. In the event of an equality of votes, the Chairperson, in addition to his original vote, will have a final casting vote. At all meetings of the Committee, every question shall be decided by a show of hands. Unless a poll on the question is required by the Chairperson or requested by any member of the Committee, such a poll will be conducted by secret ballot.
- 10.4 The Minutes of each Committee meeting shall be submitted to the Committee by the Hon. Secretary within 14 days from the date of the last meeting for its approval at the next Committee meeting. Approved Minutes of all Committee meetings shall be made available for viewing by members.

11.0 SUB-COMMITTEES

- 11.1 Normally, each elected Committee member shall be assigned to Chair a Sub-Committee by the Committee. Sub-Committee Chairs shall individually discharge to the best of their ability those duties that pertain to the portfolio of duties to which they have been assigned. These portfolios shall normally include but shall not be restricted to: House, Course, Tournaments, Security, and Handicaps and Bar.
- 11.2 Sub-Committee Chairs shall also perform any other duties prescribed from time-to-time by the Committee.
- 11.3 There shall be a Disciplinary Sub-Committee under the chair of the Vice-Captain. The Committee shall appoint members of the Disciplinary Sub-Committee and where thought necessary, an Adhoc Disciplinary Committee maybe appointed to deal with a specific matter and shall cease to exist upon completion of the assignment.
- 11.4 Each Sub- Committee chair shall keep records and shall report to the Committee at its regular meetings or at anytime upon request.

12.0 ELECTION OF OFFICERS AND COMMITTEE MEMBERS

- 12.1 A candidate for Officer or Committee Member shall be at least twenty one (21) years of age, a fully paid up and voting member in good standing, be neither mentally incompetent or bankrupt and not be an

employee of the Club. A candidate for “Officer” of the Club must also have been a member of the Club for not less than 5 years.

- 12.2 Elections will be carried out by secret ballot at an Annual General Meeting.
- 12.3 Any Officer of the Club shall hold office for one (1) year until the next Annual General Meeting when he shall retire but he shall be eligible for re-election provided that he shall not hold the same office for more than two (2) years. There shall be no restriction on this person thereafter from being a Committee Member.
- 12.4 Any two fully paid up members of the Club in good standing who are eligible to nominate candidates shall be at liberty to nominate a member to serve as an Officer of the Club or as a Committee Member. The candidate for the position of Captain and Vice Captain must be a fully paid up member of the Club for not less than five (5) years and will be required to be nominated and seconded by members who are fully paid up and have been members of the Club for a consecutive period of not less than five (5) years. The candidates for position of Committee members must be a fully paid up member of the Club for not less than three (3) years and can be nominated by any member who has been a fully paid up member of the club for not less than three (3) years. The name of each member so nominated shall be sent in writing to the Secretary at least ten (10) days before the date of the Annual General Meeting or Extra-ordinary General Meeting of Members at which the election of Officer Bearers shall take place accompanied by the candidates written consent addressed to the Honorary Secretary to serve if elected.
At 18.00 hours on the tenth (10th) day before the General Meeting, the Honorary Secretary will verify all the applications and any candidate who has not met all the requirements will be disqualified and the reasons for disqualification will be posted on the notice board seven (7) days before the General Meeting.
- 12.5 A list of the names in alphabetical order shall be affixed to the Notice Board of the Club at least seven (7) days before the Annual General Meeting or Extra-ordinary General Meeting. Balloting lists shall be prepared containing the names of the duly nominated candidates only, and each fully paid up member in good standing eligible to vote and present at the Annual General Meeting or an Extra-ordinary General Meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies.
- 12.6 In the event that there shall not be a sufficient number of candidates nominated for Committee Member positions, the Committee shall appoint eligible members who meet the requirements as stipulated under clause 12.1 and 12.4 to fill the remaining vacancies.
- 12.7 If two or more candidates obtain an equal number of votes for any positions, the Chairperson of the Annual General Meeting or Extra-ordinary General Meeting, will preside over a lotto to select the winner. The Electoral Officer presiding over the elections will provide two similar sized pieces of paper upon where each candidate will write his name on one piece each. The Electoral Officer will fold the papers and place them in a box, bag, envelope or container. A person will be selected by the Electoral Officer who will draw one piece of paper at a time until a paper with one of the candidates name is drawn who will then be deemed to have been the winner and duly elected member for the position contested.
- 12.8 A candidate who has successfully completed his nomination for election of any office may withdraw his candidature provided he informs the Honorary Secretary in writing not less than 72 hours before the start of the General Meeting.

13.0 CASUAL VACANCIES

- 13.1 So long as there is a quorum of elected members of the Committee, any casual vacancy occurring in the Committee may be filled for its unexpired term by having those members of the Committee remaining in office appoint a qualified individual from among the eligible members in good standing of the Club provided they meet the qualifications as required in the Constitution to stand for that office. The Vice-Captain or Vice-President will fill any casual vacancy of the position of Captain or President respectively.
- 13.2 If no quorum of elected members of the Committee exists, the remaining Officers and members of the Committee shall forthwith call an Extra-ordinary General Meeting to fill the vacancies on the Committee.
- 14.0 GENERAL MEETINGS OF MEMBERS (ANNUAL AND EXTRA-ORDINARY)**
- 14.1 All General Meetings of Members shall normally be chaired by the President or in his absence, the Vice-President. In the absence of the President and the Vice-President, a Past President shall chair the meeting and if none is available, the members in good standing present at the meeting shall choose a member of the Committee as Chairperson and, if no member of the Committee is present or willing to act as Chairperson, the voting members present shall choose one of their number to act as Chairperson.
- 14.3 At least fourteen (14) days notice shall be given for an Annual General Meeting and twenty one (21) days for an Extra-ordinary General Meeting of Members, specifying the business to be transacted, and the day, place, and hour of meeting, shall be posted on the main Notice Board.
- 14.4 Only business items properly included on the agenda shall be dealt with at a General Meeting.
- 14.5 Voting: Any matter properly brought before a General Meeting any resolution or decision shall be decided by a majority of votes unless otherwise required by the provisions of this Constitution. Each member in good standing who is eligible to vote and present in person shall be entitled to one (1) vote on each question put to the members at any General Meeting. In case of an equality of votes, the Chairperson presiding at such Meeting shall have a casting vote in addition to his normal vote. Unless more than ten (10) members raise and demand a secret ballot, a vote may be taken by a show of hands. However, polls shall be conducted by secret ballot for the election of Officers and Committee Members and, in event of a tie, it will be resolved according to clause 12.8 of this constitution.
- 14.6 There shall be no voting by proxy.
- 14.7 The Annual General Meeting of the Club shall be held within Sixty (60) days of the Club's financial yearend at such time and place, as the Committee shall determine.
- 14.8 The purpose of the Annual General Meeting is to present reports and statements to the Club membership; where required, obtain ratification by voting members of such documents and Committee decisions approved by the Committee during the previous year; elect Officers and Committee Members; and transact any other business properly brought before the Meeting. Any member wishing to bring up a matter under any other business will inform the Honorary Secretary in writing fourteen (14) calendar days before the Annual General Meeting for its inclusion.
- 14.9 The Committee may call for an Extra-ordinary General Meeting when any question of importance shall arise, and shall also be bound to do so on receiving a petition signed by not less than twenty (20) members of the Club or on requisition by the Audit Committee or by a member who has been suspended for more than 90 days or expelled from the Club by the Committee and desires to appeal to an Extra-ordinary General Meeting as provided for in the Constitution under section 14.0.

- 14.10 In the event the EGM is not convened within thirty (30) days of receiving a petition, the petitioner or two-thirds of the requisitioning members may forward the requisition to the Club President or if he is unavailable, the Vice President of the Club who shall convene the Extra-ordinary General Meeting within 30 days thereafter.

15.0 DISSOLUTION OF THE CLUB

- 15.1 If at any General Meeting a resolution for the dissolution of the Club shall be passed by a majority of the members in good standing present, who are eligible to vote, there shall be called an Extra-ordinary General Meeting to be held not less than six (6) weeks thereafter for which not less than twenty eight (28) days written notice shall be given to all fully paid up members and such notice shall be placed in at least two (2) widely circulated daily Newspapers for a period of not less than 7 calendar days. At this Extra-ordinary General Meeting not less than two thirds of members in good standing who are eligible to vote must be present. To pass a motion for the dissolution of the Club, a two-thirds majority of the members present shall be required.
- 15.2 In the event of a decision for the dissolution of the Club, the three (3) Trustees of the Club will realise the Assets of the Club. There upon, or at such future date as shall be specified in such a resolution, the Trustees shall proceed to realize the property of the Club and after discharge of all liabilities, shall dispose the same to charitable organizations. Upon the completion of such division, the Club shall be dissolved.
- 15.3 The members shall have power to hold in trust any funds and the proceeds from the realization of the assets.
- 15.4 If within a period of five (5) years from the date of Dissolution of the Club the funds have not been disposed of, they shall be donated for the furtherance of the game of golf in such manner as the Trustees, in their sole discretion may unanimously decide.

16.0 EXECUTION OF DOCUMENTS

- 16.1 Documents, excepting those set out elsewhere in this Constitution, requiring execution by the Club shall be signed by the Hon. Secretary upon authorization by the Committee. All documents so signed are binding upon the Club without further authorization or formality provided they are in conformity with terms and conditions of the deed of trust. The Committee may from time to time appoint any Officer or Committee Member on behalf of the Club either to sign documents generally or to sign specific documents. The Seal of the Club shall, when required, be affixed to documents executed in accordance with the foregoing.

17.0 BANKING

The Committee shall designate, by resolution, those Officers or other persons authorized to transact the banking business, or any part thereof, of the Club with the financial depositories carrying on a banking business that the Committee has designated as the Club's bankers. Those Officers and other persons so designated shall have the authority set out in the resolution including the power to:

- (a) Operate the Club's accounts with the bankers;
- (b) Make, sign, draw, accept, endorse, negotiate, deposit or transfer any of the cheques, drafts, promissory notes, acceptances, bills of exchange and orders for payment of the Club;
- (c) Issue receipts for monies and orders relating to the property of the Club; and

- (d) Execute any agreement relating to any banking business and defining the rights and powers of the parties thereto.

18.0 FINANCIAL YEAR

The Financial Year of the Club shall commence on the 1st July each year and end on 30th June of the following year.

19.0 AUDITORS

Auditors shall be appointed annually at each Annual General Meeting and shall hold the office as Club Auditors until the conclusion of the following Annual General Meeting at which they were appointed. They shall audit the annual Statement of Accounts and Balance Sheet and shall certify the same before they are printed.

20.0 AUDIT COMMITTEE

20.1 There shall be an Audit Committee appointed by the Committee whose responsibilities shall include but not limited to; the recommendation of External Auditors for appointment at the Annual General Meeting, review of Management and Statutory Accounts, review of the Management Letter, approval of the Engagement Letter, approval of Changes in the Accounting Policies of the Club and to conduct or appoint an Auditor to conduct an Internal Audit if thought necessary.

20.2 The members of an Audit Committee shall not be less than three and one of its members shall be a qualified accountant and a registered member of the Zambia Institute of Chartered Accountants.

21.0 TRUSTEES

21.1 The property of the Club shall be vested in three Trustees. The property of the Club shall be vested in them to be dealt with by them as the Committee may from time to time direct upon resolution of a General Meeting (of which an entry in the Minute Book shall be conclusive evidence). The Trustees shall be responsible for the safekeeping of the Club's land title deeds. The Trustees shall be indemnified against risk and expense out of the Club property. The Trustees shall hold office until death or resignation or until removal from office according to the terms and conditions under the laws pertaining to the deed of trust under which the Club was created. Where by reason of such death, resignation or removal it is necessary that a new Trustee be appointed, a special EGM shall be called upon to appoint a Trustee. Trustees shall not pay annual subscription fees and green fees but shall pay competition fees.

21.2 The Trustees are incorporated under the Land (Perpetual Succession) Act as "The Lusaka Golf Club Registered Trustees". All real property of the Club shall be held by this corporate body. The seal of this corporate body shall be kept in safe custody by the Hon. Secretary and shall not be affixed to any document save in the presence of two Trustees and the Hon. Secretary, and thereafter, such Trustees shall append their signatures to such document.

22.0 CLUB PROPERTY

No member will without authority of the Committee, take away or permit to be taken away, from the Club House, Club Property under any pretence whatsoever, or shall injure or destroy any property of the Club.

23.0 WAIVER OF LIABILITY

Notwithstanding any offer or provision of services by the Club, whether for a fee or gratuitously, all members on application for, and after acceptance of membership in the Club or on annual renewal of membership, acknowledge that the Club is not liable to members for any loss or damage suffered by such members to their property, arising whether through acts of negligence of Officers, Committee Members, other members or employees in the handling, storing or moving of their equipment or property or in the occupation and control of the Club's property and all members acknowledge and accept that any such liability shall be borne solely by them.

24.0 REGULATIONS AND BY-LAWS

- a) The Committee may prescribe such operational regulations and By-laws not inconsistent with this Constitution relating to the management and operation of the Club, as it deems necessary.
- b) The rules of the game of golf as adopted from time to time by the Royal and Ancient Golf of St Andrew's and the affiliated mother body, except in so far as they are modified by By-laws of this Club, shall be observed.
- c) Should any doubt or dispute arise as to the interpretation of the Rules of Golf or of these Rules or By-laws of the Club, the decision of the Committee shall be final and binding on all members.

25.0 THE CONSTITUTION AND AMENDMENTS TO THE CONSTITUTION

The Constitution of the Club will reign supreme over any other Constitutions to which the Club may be bound to by affiliation or otherwise other than that created by an Act of Parliament of the Republic Of Zambia. All members will be subjects of the Club Constitution and will abide by this Constitution. The Committee in accordance with the Club Constitution will deal with all matters concerning members.

No part of the Constitution of the Club shall be repealed or altered, and no new Constitution or part of the Constitution shall be made, save by a two thirds majority of the members present at a General Meeting for which at least one calendar month notice of the intention to propose any new section of, or alteration to, the Constitution shall be given to the Honorary Secretary and copies of the proposed changes circulated to the members. The Honorary Secretary shall post notice of the same on the main Notice Board of the Club fourteen (14) days before the General Meeting. Any new Constitution, amendments, alterations or repeal of any clauses will come into effect immediately after the close of the general meeting unless otherwise stated in the resolution so passed.

26.0 COMPLAINTS AGAINST EMPLOYEES OF THE CLUB

All complaints shall be made in writing to the Hon. Secretary, who, if he shall be unable to deal with them, shall submit them to the Committee whose decision shall be final. In no instance shall an employee of the Club be reprimanded directly by a member.

27.0 RESOLUTION OF DISPUTES AND ANY OTHER GRIEVANCES

- 27.1 a) All complaints, sentiments, discontent, disputes or grievances shall be referred in writing and signed to the Honorary Secretary who shall either resolve the matter or refer it to the Captain for resolution. If the dispute is not resolved within ten (10) days, it shall be referred to the Disciplinary Committee who

shall deal with the matter within twenty-one (21) days and shall report to the following meeting of the Committee.

b) The Disciplinary Committee will be composed of the Vice Captain as Chairman, one Committee member and three Club members preferably but not limited to ex officios to be selected by the Chairman. In event the Vice Captain is not available, the Executive Committee may appoint a Committee member to Chair the Disciplinary Committee for a particular case only. The Chairman will appoint members to the Disciplinary Committee on a case by case basis only.

- 27.2 A member or petitioner(s) not satisfied with the decision of the Disciplinary Committee shall appeal to the Committee within fourteen (14) days of being notified of the Disciplinary Committee's decision and the Committee shall be required to deal with the matter within twenty-one (21) days.
- 27.3 Only a member or petitioner(s) who has been suspended for more than 90 days or expelled and is not satisfied with the decision of the Committee may, within 14 days, petition to have his appeal heard by an Extra ordinary General meeting as per clause 4.9 of this Constitution.
- 27.4 A member or petitioner(s) who has been suspended for more than 90 days or expelled and is not satisfied with the decision of the Extra ordinary General Meeting will have the right to appeal to the Club's affiliated mother body within 21 (twenty one) days of the decision of the Extra ordinary General Meeting
- 27.5 The disciplinary action taken against the member will remain in force until it is overturned or amended on appeal.
- 27.6 No member of the Club shall take the Club or any of its Committees or another member of the Club to a Court of Law as remedy for resolving any dispute relating to golf matters or operation of the Club unless leave of appeal to a Court of Law has been granted by the affiliated mother body after all appeal procedures have been exhausted.
- 27.7 Any member who acts in default of sub-clause 27.6 herein shall cease to be a member of the Club forthwith.
- 27.8 All members of the Club shall subscribe to the rules set out here above on the resolution of disputes and complaints.
- 27.9 A Member of the Club can only be reprimanded, suspended or expelled from the Club as provided for in this Constitution.
- 27.10 All correspondence by members to the Honorary Secretary or Club will be in writing and must be signed and delivered to the Club.

28.0 PAYMENT OF EXPENSES

Members are required to pay on the same day all expenses they incur on their own behalf or for guests in the Clubhouse or on the course before they leave the Club property.

29.0 INDEMNITY

Except where it is proved that an act or default was a breach of trust or such act or default was suffered or permitted by them in bad faith or through his/her own wilful act or default:

- 29.1 Every Officer of the Club, Committee Member and Employee shall be indemnified by the Club against, and it shall be the duty of the Executive Committee out of the funds of the Club to pay all costs, losses and expenses which any such Officer or Committee member or employee may incur or become liable to by reason of any contract entered into or act or deed done by him as such Officer or Committee member or employee or in any way in the discharge of his duties, including travelling expenses.
- 29.2 No Officer of the Club, Committee Member and Employee shall be liable for the acts, receipts, neglects or defaults or any other Officer of the Club or Committee Member or Employee or for joining in any receipt or other act for conformity or for any loss or expense happening to the Club through the insufficiency or deficiency in title to any property acquired by order of the Officers or Committee members or employees for and on behalf of the Club, or for the insufficiency or deficiency of any security in or upon which any of the moneys of the Club shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person with whom any moneys, securities or effects shall be deposited, or for any loss or damage occasioned by any error or judgment or oversight on his part or for any other loss, damage or misfortune whatever which shall happen in the execution of the duties of his office or in relation thereto.

30.0 ADDRESSES OF MEMBERS TO BE REGISTERED

Every member shall from time to time communicate to the Hon. Secretary his contact details, address or that of his agent. Such address shall be inserted in the Register of Members, and all notices sent by post to such address shall be deemed to have been duly delivered on the seventh day following the date of posting.

31.0 CASUS OMISSUS

In the event of any 'Casus Omissus' in these Rules, the Committee shall decide and act in the best interest of the Club and its members.