

OMEYA GOLF CLUB CONSTITUTION

Chapter 1 Name:

The association governed under this document shall be called the Omeya Golf Club (The Subsection)

Definitions

In this document, unless the contrary meaning is clear:

- A reference to the masculine shall include the feminine gender
- The singular shall include the plural and vice versa
- Subsection means the association governed under this document
- Management refers to the General Manager and the senior operational staff of the club.
- The Board refers to the Directors of the Omeya Golf and Residential Oasis (Pty) Ltd.
- General Manager is the person appointed by the Directors of Omeya Golf and Residential Oasis (Pty) Ltd (“The Board”) to manage the club.
- Director of Golf is the person appointed by the Directors of Omeya Golf and Residential Oasis (Pty) Ltd (“The Board”) to manage the golfing operation. The Director of Golf reports to the General Manager.
- Notice boards are the attached structures in the club for notice purposes.
- Golf representatives are the golf members elected as per this document to represent the golfers of the Omeya Golf Club.
- Domestic rules refer to the attached set of golf rules.
- Member includes both male and female and shall mean a person in any membership category
- In case of doubt as to the meaning of any clause in this document or any rule made in terms of this document, the interpretation of the Golf Representatives shall be binding upon the members until such time as the members in a General Meeting may otherwise determine.

Chapter 2 Rights, Liabilities and Indemnities:

- a) Membership of the Subsection does not and shall not give any member a right, title, interest, claim or demand to any of the monies, property or assets of the Subsection, but only confers upon such member the right and privilege of entering in and upon the grounds and erections of the Estate, and to use and enjoy the facilities of the Omeya Golf Club in accordance with the purpose for which it is intended and subject to such restrictions and changes as the Golf Representatives may from time to time impose, and subject to this document and rules of the Omeya Golf Club from time to time.
- b) The individual members shall not be liable for the debts, contractual obligations or any other liabilities of the Subsection and their liability shall be limited solely to the amount due by them in respect of their outstanding subscriptions or other monies payable in terms of this constitution and rules.
- c) If upon the winding up or the dissolution of the club there remains after the satisfaction of all its debts, any property assets whatsoever, the same shall not be paid to or distributed to any person, but shall be given or transferred to the Omeya Golf and Residential Oasis (Pty) Ltd.

- d) The members of the golf committee and/or the duly appointed golf representatives and co-opted representatives, are hereby indemnified by the subsection against any losses or expenses incurred as a result of their negligence or omission in the scope of their duties in terms of this document.
- e) The Subsection shall have the power to sell liquor and refreshments on its premises subject to the following conditions:
 - i) only the Subsection's members shall be allowed to pay for or use the bar facilities, including liquor or refreshments supplied on the premises;
 - ii) a member is allowed to have no more than three guests, excluding family members, at a time which guest shall at all times be under the supervision of a member when such member and his or her guests make use of the bar facilities;
 - iii) no disorderly behaviour shall be allowed of any member or such member's guest. Should a member or his or her guest behave disorderly such member's membership with the Subsection may be suspended or revoked.

Chapter 3 Membership:

Membership of the Subsection shall be determined by the board and will comprise the following classes of membership:

- a) Owner member (Gold) – members that have effective ownership of residential property on the Estate by being the registered owner of the erf or sectional title and his/her immediate family members, or residents on the Omeya Golf and Residential Oasis.
- b) Nominated member. (Silver) Golf Estate Home Owners Association members that have been nominated by the owner member in terms of the Omeya Estate Rules.
- c) Non-owner member (Bronze) – members who do not reside on the Estate and have joined the Golf Club section by invitation from an Owner member.
- d) Honorary Life Member – A member who has conferred a particular benefit upon the Club and has on recommendation of the Board of Directors been elected an honorary Life Member.
- e) The Management may upon written application by a member, change such member's membership to a suitable category of membership as it deems fit, as from a date determined by Management.

Chapter 4 Membership Number Limitations:

- a) The number of members shall not exceed such number as the Board may from time to time decide upon.
- b) The Board shall be empowered to institute a waiting list of all persons applying for membership of the Subsection.

Chapter 5 Privileges of members:

- a) Members shall be entitled to the use of the facilities of the Subsection, subject to any restrictions imposed by the Board and the Domestic Rules of the Omeya Golf Club and subject to any fee payable.

Chapter 6 Admission of members:

- a) The owner of a stand or sectional title unit on the Estate, being the owner member his spouse and immediate family, living under the same roof ("family nominated member") shall automatically qualify for membership of the Subsection.

- b) Prospective member other than an Owner member or family nominated member, shall provide the name of two members of the club who are willing to act as a proposer and a seconder on their behalf.
- c) A prospective member other than an Owner member or family nominated member, shall apply for membership in writing by completing the prescribed application form which together with the entrance and subscription fee payable shall be handed to the Club's General Manager who shall arrange for a reference check to be carried out at any other clubs the prospective member is, or has been, affiliated to.
- d) A prospective member may make use of the Subsection facilities, provided that the applicable entrance and subscription fee payable have been received.
- e) Each new member shall be bound by this document and golf rules.

Chapter 7 Resignation:

- a) Resignation from the club must be in writing addressed to the General Manager of the Club and must be received by him no later than the last day of the month the membership expires, failing which the member will be liable for the subscription for the ensuing financial year.

Chapter 8 Obligations of the member:

- a) To pay the annual fees as determined by the Board.
- b) To pay and make good to the Club any loss or damage which the Club may sustain through any act of default of the member, his guests or family members.
- c) To notify the Club of any change in address or telephone numbers.
- d) To observe the provisions of the constitution and the Domestic Rules of the Subsection and the Country Club.

Chapter 9 Suspension/termination of membership:

A member's membership may be terminated or suspended by the Subsection at its discretion if the member should:

- a) Exhibit unsatisfactory behavior, deportment or appearance.
- b) Permit his or her membership card to be used by a non-member.
- c) Fail to pay dues, fees or Omeya Golf Club accounts in a proper and timely manner.
- d) Fail to abide by the Governing Rules and Regulations of the Subsection.
- e) Treat the employees or personnel of the Omeya Golf Club in an unacceptable manner.

Chapter 10 Entrance fees, annual subscriptions and payment of accounts:

- a) The entrance fee for members shall be such sum, as the Board shall from time to time determine. The Board shall have the right from time to time in its absolute discretion to waive entrance fees, or determine the manner of their payment.
- b) All subscriptions shall be in respect of the financial year of the club and shall be payable in advance.
- c) New members shall pay the applicable subscription as from the 1st of the month in which membership is applied for. Annual subscriptions will be prorated on a monthly basis.

- d) A member who has not paid his subscriptions within one month after it became due and payable, shall be advised in writing that his membership is terminated and such a member, should he be interested in reapplying for membership, must do so through the membership application process.
- e) Any member who during the year changes his category of membership shall become liable for any increase in subscription for the remaining period, but will only be entitled to any decrease for that unexpired portion of the financial year of the club at the sole discretion of the Board
- f) Members shall not be entitled to any rebate of or reduction of subscription by reason of absence of any kind or for any reason, provided however, that the Board may in its absolute discretion in the case of continued illness or infirmity of a member, or in exceptional circumstances, waive a part of the subscription.
- g) The Board of Directors shall announce annual subscriptions 30 (thirty) days in advance, before it becomes payable by the members, on the notice boards.

Chapter 11 Golf Committee

- a) The Golf Committee shall consist of the following:
 - 1. maximum of 3 Gold members elected as Members' Representatives and
 - 2. the golf director and general manager representing the Club Management ("Directors of the Club").
 - 3. 3 members nominated by the Board.
- b) The Golf Committee shall meet at least three times in a year.
- c) The Golf Director of the Golf Committee shall also be the Golf director of the club and course.
- d) The Members' Representatives, as in Chapter 11, a1, shall have at least 1 Lady as elected member.
- e) The Golf Committee shall be responsible for running the golfing aspects of Omeya Golf Club. This responsibility shall include policies in respect of the maintenance and development of the golf course, the operation of the golf related facilities, membership matters including classes of membership, special events, and sponsorships and the general protection and development of golf at Omeya.
- f) The Golf Committee shall work with the Directors of the Club to develop and maintain an appropriate long to medium term strategic plan for the Omeya Golf Club and its golfing facilities. The Golf Committee shall also annually agree on a business plan and annual budget which shall determine the basis on which the Club shall operate in each financial year.
- g) The quorum for the Golf committee shall be 5 members of which two members must be from the nominated members by Omeya Golf & Residential Oasis (Pty) Ltd and the Golf Director or General Manager.

Chapter 12 Responsibilities of the Golf Committee:

The Golf Committee shall assist management with the following:

- a) Representing the interests of golf members in respect of the use and development of the Golf Club and the related facilities of Omeya Golf Club.
- b) Assist management in developing and maintaining a high level of two-way communication with as wide a range of golf club members as possible.
- c) Pro-actively assist in the identification and running of golfing and social events aimed at promoting the golf club and developing a membership core dedicated to a long-term commitment to Omeya.

- d) Assist with the development of junior golf at the Club within the approved budget from the Board.
- e) Assist with prizes, fundraising and arrangement of sponsorships in liaison with club management.
- f) Assist with inputs from members regarding potential course improvements and maintenance requirements.
- g) Assist in arrangement of competitions for e.g. Club Championships.
- h) Assist with potential actions for the improvement of the spirit of the club to the Director of Golf.
- i) Supply inputs to the Club's diary.
- j) Assist with the Annual General Meeting of the Golf Section.
- k) Attend disciplinary hearings as and when required.

Chapter 13 Disciplinary Committee of the golf club:

The Director of Golf will chair all disciplinary hearings, which will be attended by at least two members of the Golf Committee, should the Director of Golf have a conflict of interest, then one of the members representing will act as chairperson.

Chapter 14 Misconduct of golf members:

Any member who commits any willful breach of the golf rules of the club, or be guilty of improper, dishonest or unworthy conduct, unbecoming or prejudicial to the interest of the club, whether within the club's boundaries or outside them, can be called upon to appear before the disciplinary committee. Should such member fail to appear when called upon the disciplinary committee will carry on with the hearing in the absence of the member.

Chapter 15 Right to appeal:

Any member will have the right to appeal against the finding of the disciplinary committee. This appeal will be handled by the General Manager and must be received within three working days after the disciplinary hearing. Any member sentenced to expulsion or banned from playing shall be precluded from all privileges of membership until the appeal is heard.

Chapter 16 Election on the Members representing on the Golf committee:

The Golf committee members referred to in clause 11, shall be elected each year at the Annual General Meeting of the Golf Section as follow:

- a) Nominations of candidates who are to be elected as representatives shall be in writing, signed by two members of the Golf Subsection as proposer and seconder, as well as the nominee, indicating his acceptance, and shall be delivered to the office of the general manager and by him posted on the notice boards of the Club, at least 7 days prior to the date of the next Annual General Meeting of the Golf Club.
- b) Golf committee members shall be eligible for re-election.
- c) If more candidates are nominated than the number of vacancies, the election shall be by ballot. Ballot boxes and ballot papers shall be available at the Pro Shop from a date 7 days prior to the Annual General Meeting until the day of the General Meeting.
- d) Ballot papers shall only be issued on presentation of membership cards.

- e) Members of the Golf Subsection voting for the election of the golf representatives shall be entitled to cast any number of votes provided that the number of votes so cast shall not exceed the number of vacancies to be filled and provided further that not more than one vote may be cast for any one candidate, only Gold members may vote for any candidate.
- f) The ballot boxes shall be under the control of the Director of Golf who shall open them and count the votes in the presence of two scrutinizers nominated by the annual General Meeting who shall not include any nominees.
- g) Where two or more candidates have received an equal number of votes, the members present at the annual General Meeting shall elect one of the nominees concerned by means of a ballot.
- h) The golf committee members shall hold office for a period of not more than two years in the same position with effect from the Annual General Meeting at which they took office.
- i) The Golf committee may co-opt a member to fill a vacancy until the next annual General Meeting when he shall retire and be eligible for re-election.
- j) All lady members will elect the Ladies Captain and the one ladies representative.
- k) All men members will elect the Men's Captain and the two men representative. The Hotel membership representative will also vote for the Men's Club Captain and Men's representative.

The Club Management referred to in chapter 11 above, shall be elected each year by the board of Directors of Omeya Golf and Residential Oasis (Pty) Ltd (company registration number 2005/704)

Chapter 17 Qualification for nomination to be a member representing on the Golf committee:

Only Gold members of the Golf Subsection, who have been a member for at least one year, shall be eligible for nomination and election.

Chapter 18 Annual General Meetings (AGM):

- a) The AGM shall be held within 120 days after the financial yearend of the Omeya Golf Club.
- b) Notice of an AGM shall be posted on the Club notice board and posted via available electronic mail not later than 30 (thirty) days prior to the date of such meeting.
- c) Members are permitted to submit to the office of the general manager items for inclusion on the agenda of the AGM not later than 14 (fourteen) days prior to the date of the meeting.
- d) An agenda of business to be conducted at the AGM shall be posted on the Club notice board not later than 7 (seven) days prior to the date of such meeting.
- e) The Golf Director of the Golf Subsection, and in his absence, the Captain of the Omeya Golf Club, and failing them a person elected by the members present at the meeting, shall serve as Chairperson at the AGM.
- f) The quorum for an AGM shall be 20 fully paid up Golf Subsection Gold members and entitled to vote. If such quorum is not present at the time appointed for the meeting, the meeting shall stand adjourned for 30 (thirty) minutes from the appointed hour. At such adjourned meeting the Golf Subsection members present shall constitute a quorum.
- g) No business other than that for which due notice has been given shall be transacted at the AGM.

- h) Business to be conducted at the AGM shall include the Captains report on the activities of the Golf Subsection for the period under review, elections of the golf committee members and to transact such business of which due notice has been given.

Chapter 19 Voting Rights:

- a. At the AGM the number of votes shall be calculated as follow – fully paid up Gold members of the Golf Subsection who are in good standing with the Omeya Golf Club shall have 1 (one) vote.
- b. Owner members (Gold) have 1 vote.
- c. Nominated members (Silver) will not have a vote.
- d. Honorary members will not have a vote.
- e. Honorary life members will not have a vote.
- f. Guest members will not have a vote.
- g. Non-Owner members (Bronze) members will not have a vote.

Chapter 20 Disclaimer of Liability:

All persons entering the Club's premises or using the Club's facilities do so at their own risk and all such persons must be responsible for their own safety and for the care of their belongings. Neither the Club nor Management, employees, agents or contractors shall be liable for any injuries (including loss of life) incurred by such persons or loss or damage to their belongings, whatever the cause.

Chapter 21 Notices and special notices:

General Subsection and Club notices to members shall be posted on the notice boards provided on the Club's premises and via available electronic mail. This posting shall be regarded as sufficient notice to each individual member.

Chapter 22 Motorized golf cars:

Whilst using golf cars, the rules displayed in the golf car and on the lease agreement are to be adhered to at all times. No person under the age of 18 years may drive a golf car and the Director of Golf will control this. Golf cars are utilized at the renter's own risk. Owners of their own golf cars will adhere to the same rules

Chapter 23 Course Marshall:

Should a Course Marshall be employed, He/she will be the spokesman of the Director of Golf and will have a set of tasks that must be performed. As a representative he/she has the right to implement the rules pertaining to starting times, slow play and the rules and regulations of the golf club. It is a breach of these rules to verbally abuse or rebuff the Course Marshall.

Chapter 24 Driving range and practice facilities:

The driving range and practice facilities are the responsibility of the Director of Golf and are provided for all persons on the Estate, visitors and members. Any persons using these facilities will abide by instructions issued by the official on duty.

Chapter 25 Dogs, bicycles, off-road vehicles etc.

These are not permitted on the course or cart paths.

Chapter 26 Club times:

The course is open every day with the exception of Easter Friday, Ascension Day and Christmas Day. The Director of Golf in consultation with the board has the right to close the course for various reasons. The course opening and closing times will be determined by the Director of Golf.

Chapter 27 Monday golf:

Golf on Mondays will only commence at 12h00 allowing the Green keeper maintenance time. Any exceptions to this rule must be approved by the Golf Director.

Chapter 28 Private Property:

At no stage may any member or visitor enter any private property to collect golf balls. Any breach of this rule shall result in disciplinary action.

Chapter 29 Payment of playing fees:

Nobody is entitled to commence playing golf before they have paid the applicable fees at the Pro Shop.

Chapter 30 Interpretation of Rules:

In case of doubt as to the meaning of any clause of this document, the interpretation of the Club Manager shall be binding on all members. In the event that any clause in this document is in conflict with the Constitution of the Omeya Golf Estate Homeowner Association, then the Constitution of the Omeya Golf Estate Home Owners Association will prevail.

Chapter 31 Prohibited areas:

The, kitchen, offices, storerooms, workshops and behind the counter in any of the Bar's are prohibited to all club members and visitors.

Chapter 32 Authority to exclude:

Any Golf Committee member, at their own initiative or at the request of a member of the Club, shall be empowered to approach the Director of Golf to ask him/her to expel temporarily from the Club premises a member or any person whose conduct is such that in their opinion it is inexpedient that he or she be allowed to remain therein.

Chapter 33 Rules binding to members:

The rules shall be binding on all members of the Subsection and visitors to the Club until amended in terms of the Rules.

Chapter 34 Special Annual General Meeting:

The following provisions relate to a Special General Meeting:

- a. The Golf Committee may at any time call a Special General Meeting and it shall do so on written request to that effect signed by not less than 50 (fifty) paid up members stating the object of such meeting and lodged with the General Manager of the Club.
- b. The notice of this Special General Meeting shall be posted to the recorded address of each member not later than 14 (fourteen) days prior to the date of such a meeting.
- c. The quorum for the meeting shall be 50 fully paid golf subsection Gold members and entitled to vote.
- d. Only the business specified will be conducted.

Chapter 35 Changes to Governance Document:

The Golf club constitution shall be capable of amendment only by the adoption of a resolution by a two-thirds majority of all members present and entitled to vote in a special general meeting and with the approval of Omeya Golf and Recreational Oasis (Pty) Ltd.