

# **PART 1**

## **STRUCTURE AND MANAGEMENT OF THE PGA**

### **1. The Regions & the Counties**

- 1.1 For the purposes of management, the area over which the Association has jurisdiction shall be divided into Regions and each Region shall in turn, if appropriate, be divided into Counties.

### **2. Composition, Membership and Affiliation**

- 2.1 The Regions shall comprise the Countries or Counties specified in the table in paragraph 10 below.
- 2.2 Each Country and County shall comprise the area designated as such by the relevant National or County Golf Union.
- 2.3 Members engaged at a facility which has amateur golfers who are affiliated through a National or County Golf Union, and any PGA Members or Assistants employed or engaged by such a facility shall be attached to the Region which includes the Country or County to which that facility's amateur golfers are affiliated through the appropriate National or County Golf Union.

However, if a facility's amateur golfers are affiliated to separate Counties or Countries (whether as a result of the facility's geographical location or otherwise) the Executive shall be entitled, at its absolute discretion, to determine the County, Country and regional affiliation of all of the Members and Assistants engaged at that facility.

- 2.4 Members engaged at a facility which does not have amateur golfers or whose amateur golfers are not affiliated to a National or County Golf Union shall be affiliated to the Region in which that establishment is situated. Members who represent a sponsor shall be Members of the Region where the formal contact address nominated by them for use by the Association is situated.
- 2.5 Where the Member operates from multiple facilities, their membership shall be determined by reference to the facility where they devote the majority of their time in the usual course of their business, subject to the approval of the Association.
- 2.6 All other Members who do not operate from a facility shall be a Member of the Region and/or County where the formal contact address nominated by them for use by the Association is situated.
- 2.7 Upon the removal of any Member from one Region to another they will give notice of their removal in writing to the Membership Department and to the Regional Managers of both Regions concerned and the Member's name will be transferred from the list of Members of one Region to the other.

### **3. General Management**

- 3.1 Subject always to the overall control of the Executive Committee and to paragraphs 3.2 and 3.3 below, the Regions and the Counties shall be managed at a local level by their respective Regional and County Committees who will be responsible for their own rules and byelaws accordingly.

- 3.2 All Regions and Counties shall be governed by the Constitution and the Regulations and no Regional or County Committee shall make any rule or byelaw which is in any way inconsistent with or at variance with the Constitution and Regulations.
- 3.3 If any rule imposed by a Regional or County Committee conflicts with any provision of the Constitution or the Regulations (as amended from time to time), the provisions of the Constitution or the Regulations shall prevail.

#### **4. Specific Regional Management Requirements**

- 4.1 The financial affairs of each Region shall be subject to the direct control and supervision of the Board.
- 4.2 Each Regional Committee shall be responsible for the organisation, sponsorship, acceptance or rejection of entries for and management of its Regional Tournaments, in accordance with the Tournament Regulations set out in Part 6.
- 4.3 Save as set out in paragraphs 3.1 and 3.2 above, the affairs of each Region will be subject to the scrutiny and overall control of the Executive Committee, who will be empowered to veto any rule, decision or action of the Regional Committee or to require that any rule, decision or action be taken, if in the opinion of the Executive Committee it considers the rule, decision or action contrary to or required in accordance with the Constitution and Regulations.
- 4.4 The appointment of a Regional Manager shall be made by the Chief Executive at his sole discretion. The Regional Manager will be an employee of the Association. The Regional Manager will support the Regional Committee and when so required the Executive Committee and the Board.

#### **5. Specific County Management Requirements**

- 5.1 County Committees shall be responsible for the organisation, sponsorship, acceptance or rejection of entries for and management of County Tournaments, in accordance with the Tournament Regulations set out in Part 6.
- 5.2 County Associations shall be entitled to determine and collect tournament entry fees and such other fees as are reasonable to cover administrative costs from the Members of that County. County Associations shall produce and publish income and expenditure accounts, accompanied by a balance sheet, on an annual basis at the County AGM for consideration by those Members entitled to attend.
- 5.3 In accordance with Article 107 of the Constitution, each County Committee will appoint a County Secretary who may be retained or employed by that County. Each County Secretary will report to their County Committee and, when so required, to their Regional Committee. The terms of the contracts of employment of all County Secretaries will be subject to the prior approval of the appropriate County Chairman.
- 5.4 The County Secretary will be responsible for the introduction of a regular pattern of committee meetings and will ensure that a correct record of the business conducted at those meetings is maintained. Copies of minutes of the County Committee meetings will be forwarded to the relevant Regional Manager.
- 5.5 The County Committee will ensure a regular pattern of meetings between County Secretaries and regional staff, who could become involved in the administration of County PGA tournaments and regional events together. All personnel should be

retained or employed by the County Committee or Region on a part-time or full time basis as agreed by the County and Region concerned.

- 5.6 The County Committee, in conjunction with its County Secretary, shall develop budgets for its tournament programme and work closely with Regional Committees and staff to ensure that those budgets are approved by the Association.
- 5.7 A County Secretary or any individual or company retained or employed by the County must not participate in any activity that is in direct competition with the any business of The PGA.

## **6. Regional AGMs**

- 6.1 Each Regional Committee shall call a Regional AGM so that it takes place on or before 31 March in each year, except in the case of a Region which is hosting the Association's AGM, in which case its Regional AGM may be held on the same day.
- 6.2 The Regional Committee shall give the Members of the Region 21 days' written notice to convene the Regional AGM. If a notice complying with the requirements in Article 12 of the Association's Articles is placed within the Association Journal that shall be proper notice.

## **7. County AGMs**

- 7.1 Each County Committee shall call a County AGM so that it takes place not later than 14 days prior to the holding of the Regional AGM.
- 7.2 The notice convening the County AGM shall be deemed to have been properly given if not less than 21 days notice in writing is given to the Members of that County.

## **8. Management of Regional and County AGMs**

- 8.1 Having due regard for the requirements to provide Members with requisite notice of meetings in accordance with paragraphs 6 and 7 above, the Regional Manager shall provide each County Committee with at least 45 days' advance notice of the proposed date for the Regional AGM (whether by notice in the Association Journal or otherwise) to ensure that each County Committee has sufficient time to call and hold its County AGM prior to the holding of the Regional AGM pursuant to paragraph 6.1 above.
- 8.2 County Committees shall co-operate fully with the appropriate Regional Manager to meet the deadline for the Regional and County AGMs.
- 8.3 Regional and County AGMs shall consider the following items of business (as outlined in an agenda to be circulated to the relevant Members no later than 14 days before the relevant AGM):
  - (a) the minutes of the previous meeting;
  - (b) the Regional Manager's or County Secretary's Report;
  - (c) in the case of Regional AGMs, the appointment of Members to the Regional Committees in accordance with Article 92 of the Constitution;
  - (d) in the case of County AGMs the election of Members to the County Committees in accordance with Article 97 of the Constitution; and

- (e) in the case of Counties only, the receiving and consideration of the statement of accounts of the County.
  - (f) the introduction of a Captain and a Vice Captain.
- 8.4 No other business shall be conducted at the Regional or County AGM but a period of time may be made available after the meeting is closed for the discussion of matters of interest to the Members present.
- 8.5 No business shall be transacted at any Annual General Meeting unless a quorum of Members is present at the time when the meeting proceeds to business. Unless and until otherwise provided in the Regulations ten Members present in person shall be a quorum.

## **9. Regional and County Committees**

- 9.1 Each Regional Committee will consist of eight Members of the Region (not being employees of the Association) and each County Committee will consist of between three and eight Members of that County (not being employees of the Association).
- 9.2 The Members of Regional and County Committees will usually serve for two years and their term will normally run from the date of the Annual General Meeting in the year in which they were appointed until the date of the next Annual General Meeting nearest to the expiry of their term.
- 9.3 Each County Committee shall appoint annually a Chairman and a Deputy Chairman of the County from the Members of that County Committee at the committee meeting which immediately follows the County AGM to take office for the following year.
- 9.4 Each Regional Committee shall appoint annually a Chairman and a Deputy Chairman of the Region from the Members of that Regional Committee at the committee meeting which immediately follows the Regional AGM to take office for the following Association year in accordance with Article 126 of the Constitution.

## **10. Regional Committee Appointments (excluding Scotland):**

- 10.1 The County Committee shall be responsible for the election of a Member or Members (who must be a Life or Honorary Member or Accredited Member) from their committee to serve on the Regional Committee. Nominations for appointment to the Regional Committee must be agreed by the relevant County Committee and notified to the Regional Manager not later than 7 days before the date of the Regional AGM.
- 10.2 At each Regional AGM the four Members of the committee who shall have held office for the longest period (and as between Members who were elected to office on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot) shall retire and be replaced by the Members appointed by the County Committees in accordance with the Regulations Part 1 paragraph 10.1 and a Captain and Vice Captain shall be introduced to the Members.
- 10.3 A retiring Member of a Regional Committee shall be eligible for re-appointment (provided such re-appointment has been approved by the retiring Member's relevant County Committee).

10.4 The Regions shall comprise the following: Counties and/or Countries and each County and/or Country will be entitled to be represented on the Regional Committee by the following number of Members:

**EAST REGION**

Bedfordshire and Cambridgeshire (1)

Essex (2)

Hertfordshire (2)

Middlesex (1)

Norfolk (1)

Suffolk (1)

**MIDLAND REGION**

Derbyshire (1)

Leicestershire and Northamptonshire (1)

Lincolnshire (1)

Nottinghamshire (1)

Shropshire and Herefordshire (1)

Staffordshire (1)

Warwickshire (1)

Worcestershire (1)

**NORTH REGION**

Cumbria/Northumberland/Durham/Cleveland/Tyne and Wear (2)

Lancashire and Isle of Man (2)

Cheshire/Clwyd/Gwynedd (2)

Yorkshire (2)

**SOUTH REGION**

Berkshire/Buckinghamshire/Oxfordshire (2)

Hampshire/Isle of Wight/Channel Islands (1)

Kent (2)

Surrey (2)

Sussex(1)

## **WEST REGION**

- Devon (1)
- Dorset (1)
- Cornwall (1)
- Gloucestershire (1)
- Somerset (1)
- Wiltshire (1)
- South Wales (2)

## **SCOTTISH REGION**

- The whole of Scotland (8)

## **IRISH REGION**

- The whole of Northern Ireland and the Republic of Ireland
- Ulster Branch (4)
- Southern Branch (4)

10.5 The Counties which comprise the Welsh Section for the purpose of qualifying, where appropriate, for national representation either by birth or residence are: Clwyd, Dyfed, Glamorgan, Gwent, Gwynedd, and Powys.

### **11. Scottish Region: Appointments**

- 11.1 At the Regional AGM of the Members of the Scottish Region, the Members of the committee who were appointed two years previously shall stand down and the Members of the Scottish Region will elect an equivalent number of Members to serve in their place.
- 11.2 To be eligible for election or re-election to the Regional Committee of the Scottish Region, a candidate must be a Life, Honorary Member or Accredited Member at the time of nomination and at the time of the Regional AGM of the Scottish Region at which they are proposed.
- 11.3 A retiring Member will be eligible for re-election.
- 11.4 Nominations for election to the Scottish Regional Committee together with confirmation from a candidate of their willingness to serve must be in writing and received by the Scottish Regional Manager at least 21 days prior to the Regional AGM of the Scottish Region. A candidate's nomination must (except in the case of a

retiring Member seeking re-election) be supported by a proposer and seconder who will be Members of the Scottish Region and who will sign the nomination.

If at a Regional AGM of the Scottish Region there are nominations for more candidates than there are vacancies on the Scottish Regional Committee (as the case may be), election shall be by ballot the arrangements for which shall be made by the Committee.

## **12. County Committee: Appointments**

- 12.1 At each County AGM, the Members of the committee who were appointed two years previously shall stand down and the Members of that County will elect an equivalent number of Members (together with any additional Members, provided that the requirements set out in paragraph 10.4 are observed) to serve in their place.
- 12.2 To be eligible for election or re-election to the County Committee, a candidate must be a Life, Honorary Member or Accredited Member at the time of nomination and at the time of the County AGM at which they are proposed.
- 12.3 A retiring Member will be eligible for re-election.
- 12.4 Nominations for election to the County Committee together with confirmation from a candidate of their willingness to serve must be in writing and received by the County Secretary at least 21 days prior to the County AGM. A candidate's nomination must (except in the case of a retiring Member seeking re-election) be supported by a proposer and seconder who will be Members of the appropriate County and who will sign the nomination.
- 12.5 If at a County AGM there are nominations for more candidates than there are vacancies on the County Committee, election shall be by ballot the arrangements for which shall be made by the committee.

## **13. Vacation of Office**

- 13.1 If, except in the case of the Scottish Region, a Member of a Regional Committee resigns, dies, ceases to be a Member of his County, or becomes incapable of carrying out their duties by reason of mental or physical incapacity or is absent for more than 6 consecutive months without permission of the other Members of the Regional Committee from Regional Committee meetings held during that period and the other Members of the Regional Committee resolve that their office be vacated, another Member of the relevant County Committee shall at the request of the Regional Committee be promptly nominated by that County Committee and appointed by the Regional Committee to serve upon the Regional Committee in the original Member's place until the expiry of the original Member's term.
- 13.2 If a Member of the Regional Committee for the Scottish Region resigns, dies, ceases to be a Member of the Scottish Region, or becomes incapable of carrying out their duties by reason of mental or physical incapacity, or is absent for more than 6 consecutive months without permission of the other Members of the Scottish Regional Committee (as the case may be) from committee meetings held during that period and the other Members of that committee resolve that their office be vacated, another Member of the Scottish Region shall be promptly nominated and appointed by the remaining Members of the Scottish Regional Committee to serve upon that committee in the original Member's place until the expiry of the original Member's term.

- 13.3 If a Member of a County Committee resigns, dies, ceases to be a Member of their County, or becomes incapable of carrying out their duties by reason of mental or physical incapacity, or is absent for more than 6 consecutive months without permission of the other Members of the County Committee (as the case may be) from committee meetings held during that period and the other Members of that committee resolve that his office be vacated, another Member of the relevant County shall be promptly nominated and appointed by the remaining Members of the County Committee to serve upon that committee in the original Member's place until the expiry of the original Member's term.
- 13.4 Any permission given under this paragraph 13 by the relevant committee regarding absences of more than 6 consecutive months, should only be given by the committee where the absence arises as a result of circumstances which are genuinely outside the control of the absent Member and which do not materially affect their ability to participate in the ongoing management of the committee.

#### **14. Committee Meetings**

- 14.1 No business will be transacted at the various committee meetings unless a quorum of Members is present. Unless and until otherwise determined by the Board the following quorums are required:
- (a) at an Executive Committee meeting the quorum is five;
  - (b) at a Regional Committee meeting the quorum is five;
  - (c) at a WPGA Committee meeting the quorum is three; and
  - (d) at a County Committee meeting the quorum is three.
- 14.2 A Member of a Regional or County Committee may appoint another Member of their Regional or County Committee as his alternate to attend and vote at a Committee meeting and that alternate will be counted for the purposes of determining the quorum for that meeting. The appointment of an alternate must be notified by telephone to the appropriate Regional Manager or County Secretary not later than 30 minutes prior to the scheduled time of the meeting.
- 14.3 If within 30 minutes (or such longer interval as the Chairman in his absolute discretion thinks fit) from the time appointed for the holding of any committee meeting a quorum is not present or, if during the committee meeting such a quorum ceases to be present, the committee meeting, shall stand adjourned for 14 days to the same day of the week at the same time and place, or to such other day and at such time and place as the Chairman (or, in his absence the Deputy Chairman) may determine being not less than 7 nor more than 28 days thereafter. If at such adjourned meeting a quorum is not present within 30 minutes from the time appointed for holding the meeting the adjourned meeting shall be dissolved.

#### **15. Board of Association**

- 15.1 Each Regional Committee will be responsible for the nomination of a Member in its Region in accordance with Article 33 of the Constitution to serve on the Board of the Association as that Region's representative.

#### **16. Executive Committee**

- 16.1 The Chairman of each Region who is to serve upon the Executive Committee shall be elected by the Regional Committee. Each Region shall be entitled to one representative. Each Regional Committee shall select one of its number to be the

Deputy Chairman and in the event that the Chairman of that Region is unable to attend an Executive Committee meeting, their Deputy shall be entitled to attend and vote in their stead.

## **17. Discipline**

- 17.1 Solely in relation to Regional or County tournaments, the Regional Manager or County Secretary is responsible for the implementation of the Association's Disciplinary Regulations accordingly. Appeals against Regional or County decisions will be heard by the relevant Regional or County Committee.
- 17.2 Potential breaches of the Association's Code of Ethics should be passed via the relevant Regional Manager to the Membership Department for consideration by the Executive Committee.

## **18. Emergency and Exceptional Circumstances**

- 18.1 During times of emergency or exceptional circumstances, The Chief Executive Officer and / or the Chairman of the Board may authorise individuals and staff to act outside of these regulations to provide resilience to the Association where required.