

WANAKA
GOLF CLUB
NEW ZEALAND



WANAKA GOLF CLUB INC

GOVERNANCE MANUAL

17 January 2013

Introduction

It is important to have some separation between the leadership (governance) and the operational (or management) roles in the organisation.

Effective governance ensures that the organisation remains viable and thrives, improving its results (both social and financial) and making sure its assets are protected and funds are used appropriately.

Effectively functioning governing bodies have:

- a good mix of skills
- an effective chairperson
- committees for specialist tasks
- well-managed meetings
- dynamics that allow free expression of different perspectives
- outside specialist help on some issues
- good self-evaluation

Both the governing body and management need to be clear about their respective roles. A good rule of thumb is to always consider matters before the governing body in terms of the strategic plan, and always leave the job of actually carrying out the strategic plan to the management team.

Guiding Principles – The Board of Directors

Appointed or Elected? – More often than not, the process for **appointing** board members allows for considered, rational choices. This is not always the case with **elected** board members, who are frequently at the whim of the members and whose knowledge about the requirements for effective governance may range from poor to good.

Key Ingredients for a Successful Board

Whether appointing or electing members to a board, the following points should always be considered:

1. Vision – One of the constant challenges facing a board is separating out the important issues. The ability to think strategically and analyse strategic issues is an inherent part of a board's function and this means that board members must adopt a "future-view" rather than "past-view" approach to their work. To make a substantial contribution to the creation of a positive future for the organisation, they must be able to create in their mind and actively promote a vision for the organisation and then analyse current and forecast issues that will have an impact upon the vision.

2. Commitment – Individual opinion is as important a part of board decision making as group opinion. The courage of one member to firmly express an opinion or point of view can often help the board to explore the diversity that exists within its membership, and at the same time, see issues in a way which creates new possibilities and better solutions to problems and challenges. In the wider interest of the Club,

board members must be prepared to face difficult issues and, from time to time, stand alone in the face of group opinion. However, once the board has made a decision, it is essential that all board members give their open support for that decision so as to avoid undermining the board process.

3. Teamwork – While individuality and independent opinion are important qualities in board members, it is equally important that when decisions are reached, the board as a group reaches them.

4. Tough Decisions – Sometimes a board must make difficult or unpopular decisions. A board member needs to be comfortable with their position of responsibility. The board is the ultimate authority in the club’s structure and as such often finds itself in the position of having to exercise that authority. Board members must not shrink from this responsibility, however uncomfortable they may feel.

5. Delegation – Board members must be prepared to allocate responsibility to professional management where such people are employed. The board that fails to delegate and pass operational responsibility to its manager/s, disempowers that role, diminishing the manager/s ability or desire to take the operational leadership role, and this reduces the possibilities of organisational effectiveness and growth.

6. Accountability – While it is not the board’s job to manage the financial affairs of the organisation on a day-to-day basis (this role is delegated to management), the board must ensure that the finances are being well managed for the good of the Club and its members. This requires the ability to interpret financial reports and where necessary, make judgment decisions about the financial well being of the organisation. A knowledge and understanding of basic financial management principles is desirable in a board member, and this can be gained through professional studies or through day-to-day business experience.

The Ideal Board Member

Skills	Attributes
Strategic awareness	Independence
Critical analysis	Sensitivity to others
Creativity	Sense of humour
Communication	High moral standards
Teamwork	Self confidence
Business acumen	Knowledge of the industry

Definitions

1. The **Governance Manual** serves to provide points of reference for successive Boards of Directors. In this way, continuity of processes and procedures is provided, even though the personnel may change.

2. **Wanaka Golf Club** is a Business (administered by a Board of Directors) established to provide for its members and visitors a range of facilities designed to promote the enjoyment of the game of golf.

3. **Structure** : Playing members (in various defined categories) form the backbone of the Golf Club. Every activity at the club must have at its core the furtherance of the enjoyment of the members, both on and off the Golf Course. To this end, the members (at an Annual General Meeting) appoint the people they wish to have representing them in a number of key positions as set out in the Club Constitution. The Board of Directors is the senior group elected to deliver on the expectations of the membership; to ensure that activities are conducted according to the Club Constitution; to develop and improve golf and social activities in order to increase the overall enjoyment of the members. In this way, the Board will enhance the reputation of the Golf Club and, through size of membership, ensure a healthy financial basis for the Club.

4. **The Board of Directors** comprises :
 - Club Chairperson elected by the Board directly, following the AGM

 - Club President ex-officio

 - Financial Director appropriately qualified

 - Directors (2)

 - Men's Club Captain ex-officio

 - Ladies' Club Captain ex-officio

The Administration Manager attends the Board Meetings in a secretarial capacity.

The Board typically meets at six-weekly intervals and reviews the performance of the Club as a Business, together with any Governance issues which may arise.

The **Operational Management** of the Club is in the hands of the Administration Manager and the Course Superintendent, who are full-time salaried employees of the Golf Club, reporting directly to the Chairperson. The Admin Manager and Course Superintendent employ, on behalf of the Club, staff whose responsibilities cover administration, bar and catering, and course maintenance and development.

The organisation of the game of golf is the responsibility of the **Players' Committee** (chaired by the Club President), which comprises:

- President
- Men's Captain and Deputy Captain
- Ladies' Captain and Deputy captain

This group is further subdivided into the respective **Match Committees** for Men and Ladies, whose responsibility (through the Captains) is to plan and administer the golfing programmes throughout the year.

In addition, the Board has the authority to delegate specific items/projects to groups or individuals who are directly accountable to the Board.

5. As in most successful ventures, excellent performance is achieved through a combination of individual effort and solid teamwork. While the structure is important, working relationships provide the real driver of successful outcomes. It is important, therefore, to recognise the key expectations for the roles of the major players :

Chairperson - to represent the face of the Wanaka Golf Club within the town/district; provides effective leadership of the Board to achieve satisfactory governance for the Golf Club

President - to represent the Club at major tournaments; to ensure through the Players' Committee that the game of golf is being managed efficiently

Finance Director - to implement and oversee effective procedures and controls designed to ensure that financial targets and deadlines are met; to highlight key financial issues for the Board; to forecast results accurately; to ensure appropriate financial controls are operating within the club to safeguard the clubs assets

Board Member - to contribute to Board activity and discussion in order to achieve outcomes which support and improve the Golf Club

Club Captains - to represent the day-to-day face of the Golf Club, and have an important role in delivering varied programmes for the members; to strongly influence the morale of the Club

Administration Manager - to provide effective leadership to his/her team of service providers; to ensure that the overall administration of the Club enjoys a good reputation with members and visitors alike

Course Superintendent - to provide effective leadership to his/her team; to ensure that the golf course is always presented in the manner most likely to uphold the reputation of the Golf Club

The Board will make use of a variety of control mechanisms to ensure that the right performance is being achieved under its stewardship. These amount to a governance checklist of procedures to be in place to assist in the delivery of the right end results. Typically these will be reviewed at Board Meetings either as regular Agenda items or as specific Reports at set dates in the year. These procedures will include :

- Communication with and feedback from the Club Members
- Effectiveness of partnerships with Sponsors
- An annual financial Budget within the context of a Five Year Rolling Forecast; together with a monthly review of performance
- A capital expenditure plan within the context of a Five Year Rolling Forecast
- A Course Development Plan
- A Clubhouse Development Plan
- Professionally planned and managed Annual General Meetings
- Regularly held and minuted Meetings
- Ability to assess the Club's reputation/standing in Otago, the South Island and NZ
- Relationships with Local and District Councils need to be subject to regular review, bearing in mind that the Golf Course is situated on Crown Reserve Land leased from the Queenstown Lakes District Council

The Board operates at the will of the Members (as voted at the Annual General Meeting). Consequently, details of Board discussions and activities will be fed back to the members to ensure full transparency. From time to time, however, issues deemed by the Board to be of a private/sensitive nature will not be shared with the Members.

It is recommended that, from time to time, the Governance Manual be reviewed by the Board of the day to ensure that existing procedures/protocols are still relevant and that new ones can be added where deemed necessary.