

MACE MEADOW MEN'S GOLF CLUB

P. O. Box 97
Pioneer, CA 95666

ARTICLES OF ASSOCIATION AND BYLAWS OF MACE MEADOW MEN'S GOLF CLUB PIONEER, CALIFORNIA 95666

ARTICLE I – NAME

SECTION 1.01 The name of this organization shall be Mace Meadow Men's Golf Club.

ARTICLE II - PURPOSE

SECTION 2.01 The primary purpose of this Club, a non-profit organization, shall be to promote, supervise and conduct competitive golf and related social activities for the benefit (non-financial) of each member and male junior golfer in accordance with rules of golf as adopted by the United States Golf Association and any modified USGA or NCGA rules of golf adopted by this Club or the management of any golf course on which Club events are held.

SECTION 2.02 The property of this Club is irrevocably dedicated to the conduct of competitive Golf and related activities, and no part of the net income or assets that may be acquired by this Club shall ever inure to the benefit of any director, officer or member of the Club or to the benefit of any private person.

SECTION 2.03 Upon dissolution or winding up of this Club its assets remaining after payment, or provision for payment, of all debts and liabilities of the Club shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for social welfare purposes and which has established its tax exempt status under Section 501 (c) 4 of the Internal Revenue Code.

ARTICLE III – OFFICE

SECTION 3.01 The Club shall have its offices at the Mace Meadow Golf and Country Club in Pioneer, Amador County, California.

ARTICLE IV - DIRECTORS

SECTION 4.0 The business and social affairs of the Club shall be managed by or under the direction of the Board of Directors.

SECTION 4.02 The number of directors of this Club shall be seven (7) all of whom shall be members in good standing. If a director at any time ceases to be a member in good standing, he shall thereupon cease to be a director.

SECTION 4.03 The term of office for directors shall be one (1) year commencing on January 1st.

SECTION 4.04 To elect the Board of Directors, the following procedure shall be used:

- (a) The Board of Directors, not later than the regular meeting in May, shall appoint a nominating committee of five (5) members, one of whom shall be named chairman. The nominating committee may include not more than one director and may include alternates, if the board desires. The committee shall have prepared a slate of seven (7) nominees for directors, after canvassing all eligible members and after having obtained their consent to serve, if elected,
- (b) The nominating committee shall also prepare a slate of eight (8) members for appointment as Handicap, Greens and Rules Chairmen; and, Publicity, Newsletter, Liaison, Welcome and Preparation Committeemen after having obtained their consent to serve, if appointed.
- (c) The June Newsletter shall alert the membership to the coming election and invite any group of three or more to nominate any member they feel is qualified for office. A nomination paper including the name of the nominee, his written consent and the signature of each petitioner shall be presented to the nominating Committee Chairman at least six weeks prior to the annual membership meeting. The entire slate of nominees shall be published in the October Newsletter.
- (d) Nominations in addition to those presented by the nominating committee and from the membership, will be accepted from the floor at the annual membership meeting in November.
- (e) The slate of the board and appointee nominees from the nominating committee, membership nominees and floor nominees, if any, shall be presented to the members for election at the annual membership meeting in November. Voting by proxy will not be permitted.
- (f) The new board and appointees shall be installed at a joint meeting of the outgoing and incoming board and appointee members at the December meeting, but at least prior to the last day of the calendar year and shall assume their duties as of the first day of the calendar year for which elected.

SECTION 4.05 Without limitation to the general powers of the board of directors set forth in 4.01, the directors shall be authorized to exercise the following specific powers:

- (a) To conduct, manage and control the affairs and business of the Club, to make such rules and regulations therefore not inconsistent with USGA, NCGA and MACE MEADOW GOLF AND COUNTRY CLUB, INC., rules and regulations, as in their judgment they deem best.
- (b) To appoint a successor to fill a board vacancy for the unexpired term of that director.
- (c) To create and appoint such special committees as it shall see fit; to define the duties and authorities of such committees
- (d) To remove, for cause, any member of a committee or chairmanship, whether standing or special.

- (e) To establish formats for all major tournaments and insure the posting of the applicable format for each tournament on the official Men's Club bulletin board at the time the particular tournament is publicized.
- (f) The board of directors shall transact all business and affairs of the Club, A quorum shall consist of four (4) directors, one of which must be the President, 1st Vice President or 2nd Vice President.
- (g) Any director missing three (3) consecutive board of director meetings without reasonable cause and without advising the President or the Secretary, shall be removed from office.
- (h) The decisions by the board of directors, by majority vote, shall be final in any and all cases not covered by the Bylaws.

SECTION 4.06 The Board of Directors:

- (a) Shall cause to be kept a record of all its meetings and acts, and the proceedings of the meetings of the members.
- (b) Shall conduct monthly meetings of the board at a time to be fixed by the board using parliamentary rules as dictated by Roberts Rules of Order.
- (c) May call special meetings of the board of directors.
- (d) May call special meetings of the general membership when the President deems it advisable. Seventy-two (72) hour advanced notice in writing must be given.
- (e) Shall hold a general membership meeting in November of each year. The time and place of each meeting will be designated to the membership by mail (Newsletter) approximately thirty (30) days in advance.
- (f) May solicit votes by mail when a general membership meeting is not practicable, such as a proposed change in Bylaws, a major policy change or an annual expenditure.
- (g) Shall permit only members that have met their current obligations to vote.

ARTICLE V - OFFICERS

SECTION 5.01 The officers of this club consist of the following:

- President
- 1st Vice President & Director of Course Affairs
- 2nd Vice President & Social Director
- Secretary
- Treasurer
- Tournament Chairman
- Social Chairman

SECTION 5.02 The immediate past president shall serve the President as advisory staff.

SECTION 5.03 Each director shall have one vote.

PRESIDENT

SECTION 5.04 The powers of the President shall be:

- (a) To preside at all meetings of the club and of the board of directors.
- (b) To see the Bylaws and such rules and regulations as may be adopted by the board of directors are properly enforced and to report to the board of directors any infractions of the same.
- (c) To call all such meetings as are herein provided.
- (d) To exercise a general supervision over the business and the affairs of the club and, at the annual meeting of the members to make a report on the general concerns of the club during the current year.
- (e) To be responsible for the performance of all other officers.
- (f) To be an ex-officio member of all standing committees.
- (g) To have the deciding vote, in case of a tie, at all meetings of the club or the board of directors.
- (h) To cause to be prepared, by the officers, a budget for the year which shall be approved by the board of directors.
- (i) To countersign all disbursement checks or bank withdrawals.
- (j) To call for an audit of the Club's finances when he deems it necessary.

1st VICE PRESIDENT

SECTION 5.05 The powers and duties of the 1st Vice President shall be:

- (a) To take his place and perform his duties in case of the absence or disability of the President.
- (b) To supervise and be responsible for all course activities involving competitive golf as outlined in the job description manual herein made a part hereof by reference.

2ND VICE PRESIDENT

SECTION 5.06 The powers and duties of the 2nd Vice President shall be:

- (a) To assist the President and 1st Vice President in designated assignments and to act in their behalf during their absence.
- (b) To supervise and be responsible for all social activities as outlined in the job description manual herein made a part hereof by reference.

SECRETARY

SECTION 5.07 The powers and duties of the Secretary shall be:

- (a) To keep full and complete record of the board of directors' and general membership meetings.
- (b) To make service and publication of all notices that may be necessary or proper.
- (c) To maintain the official correspondence of the club.
- (d) To maintain the job description manual covering officer, chairmen and committeemen duties.
- (e) To maintain an inventory list of items owned by the club.
- (f) To do and perform all such other duties as pertain to his office and as may be required by the board of directors.

TREASURER

SECTION 5.08 The powers and duties of the treasurer shall be:

- (a) To receive and safely keep all monies of the club and to deposit same in the name of the club in such bank or similar institution as the board of directors may designate and to disperse same upon approval of the board of directors.
- (b) To keep a complete roster of all members of the club and records of the accounts of every member and to collect all monies due the club.
- (c) To determine that all board members, chairmen and committeemen properly perform their duties in regard to money matters.
- (d) To keep full and accurate accounts of the receipts and disbursements of the club and to render to the President and the board of directors, a monthly statement of the accounts and of the financial condition of the club. Upon approval by the board of directors, to post this statement on the official Men's Club bulletin board.
- (e) Sign checks and secure the President's countersignature on all disbursements and bank withdrawals.
- (f) To present, at the close of the calendar year, the financial records to an auditing committee, appointed by the President from the general membership, for the committee's examination and report. The financial records and the auditing committee's report shall be retained by the Treasurer for such period of time prescribed by the board of directors.
- (g) Generally to do and perform all such duties as pertain to his office and as may be required by the board of directors.

HANDICAP, RULES, GREENS, TOURNAMENT AND SOCIAL CHAIRMEN

SECTION 5.09 The duties of the above chairmen shall be:

- (a) Conduct all the duties of each chairman as outlined in the job description manual herein made a part hereof by reference.

PUBLICITY, NEWSLETTER, LIAISON, WELCOME, PREPARATION

SECTION 5.10 The duties of the above committeemen shall be;

- (a) Conduct all the duties of each committeeman as outlined in the job description manual herein made a part hereof 'by reference.

ARTICLE VI – MEMBERSHIP

SECTION 6.01 Any male person over 18 years of age and of good character shall be eligible for membership as a regular member.

SECTION 6.02 Any young male person at least 12 years of age and who has not reached the age of 18, shall be eligible for membership as a Junior member upon the recommendation of any regular member.

SECTION 6.03 A Junior member who reaches age 18 during the membership year, will not henceforth be eligible to compete in scheduled Junior events, but may compete in regular events for the remainder of the membership year without payment of additional dues, provided he has an established handicap.

SECTION 6.04 The President may, at his discretion, designate a board member as the advisor to the Junior members.

SECTION 6.05 Junior members will not be eligible to vote, but if their number is sufficient, they will be encouraged to organize informally as a Junior division of the club with their own officers or captain as may be appropriate; and to plan and conduct Junior events subject to the approval of the advisor and 1st Vice President.

SECTION 6.06 An active member who attains is 80th birthday and who has been a member of the Men's Club the preceding five (5) years will not be required to pay his annual Men's Club dues. Further, NCGA dues for such member(s) will be paid by the Men's Club provided such member has participated in a minimum of five (5) Men's Club events during the prior year. A member qualifying and claiming such status must notify the Men's Club Board of Directors of his qualifying.

SECTION 6.07 Any member in good standing may attend a board of directors' meeting.

ARTICLE VII - MEMBERSHIP YEAR AND DUES

SECTION 7.01 The membership year shall be January 1 through December 31.

SECTION 7.02 The basic rate shall not exceed \$25.00 per year for regular and multi-course members and \$6.00 per year for Juniors members plus the member fees payable to NCGA.

SECTION 7.03 The board of directors will establish a schedule of total dues, not to exceed the basic rate plus current NCGA fees.

SECTION 7.04 The current schedule of fees will be furnished to all members via the Newsletter and also posted on the Club bulletin board.

SECTION 7.05 A dues statement or notice thereof in the club Newsletter will be furnished to each member approximately 90 days before the end of the membership year. Dues shall be payable on or before October 1st and shall be declared delinquent 30 days thereafter, except that, upon request the board of directors may extend a grace period, not to exceed 30 days, to the delinquent member because of the members illness, absence or other compelling reasons. A member who does not meet the dues payment schedule will be dropped from membership in the Mace Meadow Men's Golf Club and will not be allowed to participate in the Club's activities including the handicap rolls maintained by the NCGA for the ensuing year. A former member who has been dropped for non-payment of dues may apply for reinstatement on the same basis as a new member.

ARTICLE VIII - GRIEVANCES

SECTION 8.01 Grievances or complaints must be submitted in writing, signed by the member or members, and delivered to the President, who shall present the matter at the next regular meeting of the board of directors. The petitioning member or members will also be advised in writing as to the disposition of the grievance(s) or complaint(s).

ARTICLE IX - RULES OF PLAY

SECTION 9.01 A rules manual covering all rules governing Men's Club play, herein made a part of these bylaws by reference, shall be established and maintained by the Rules Chairman. The manual and all additions, deletions and changes shall be approved by the board of directors. A copy of the manual shall be posted on the official Men's Club bulletin board.

ARTICLE X - AMENDMENTS

SECTION 10.01 These bylaws may be amended by majority vote of the general membership at any meeting thereof, either regularly scheduled or special, or by postal vote of the membership with results certified by the board of directors.

REVISION NO.3 APPROVED BY MAJORITY VOTE OF THE GENERAL MEMBERSHIP AND DATED 19 NOVEMBER 1990.

SIGNED: 19 NOVEMBER, 1990
HENRY T. HALL, PRESIDENT
WILLIAM N. TALBOTT, TREASURER

