

CONSTITUTION

Article 1

Name: The name of this club shall be Emerald Canyon Men's Golf Club.

Article 11

Objectives: A private social club existing for the purpose of :

1. Playing the game of golf.
2. Promoting good fellowship and sportsmanship.
3. Learning and practicing the rules, the etiquette, and the true spirit of the game of golf and thus promoting its highest standards.
4. Supporting the United States Golf Association by membership therein.
5. Conducting social functions of various nature.

Article 111

Membership: Membership is open to all males age 18 and over wishing to participate and willing to abide by the Club Rules and Regulations. Membership becomes active at the time the prescribed form and appropriate dues are received by the Treasurer.

Article 1V.

Club Meetings :

Section 1. Annual meeting: The annual meeting of the club shall be held each year at such time and place as the directors shall designate.

Section 2. Quarterly meetings: Quarterly meetings of the club shall be held at such time and place as the directors shall designate.

Section 3. Special Meetings: Special meetings of the club may be called by the president or by the directors and shall be called on the written request of any (5) active members in good standing.

Section 4. Notice of Meetings: Two weeks notice of the time and the place of the annual and quarterly meetings shall be given to all members. The notice of a special meeting shall state the objects thereof ; notice may be by phone or mail, or email. A minimum of (3) meetings a year, exclusive of the annual meeting , shall be held.

Section 5. Voting privileges: At any meeting of the club, each member in good standing shall be entitled to (1) vote.

Section 6. Quorum: Twenty percent (20%) of members in good standing shall constitute a quorum at any meeting of the club.

Section 7. Proxies: Voting by proxy shall not be permitted.

Article V.

Board Of Directors:

Section 1. Designations: There shall be a Board Of Directors consisting of (9) members who shall be elected by the members of the club. Nine members of the board shall be elected on the annual meeting date in 2021, three for one year terms, three for two year terms, and three for three year terms. Each year thereafter , there shall be three directors elected on the annual meeting date to serve three year terms. Any vacancy on the board occurring between annual meetings of the club shall be filled by a member of the club selected by the remaining directors.

Section 2. Powers and Duties: Subject only to provisions of this constitution and to such action as may be taken from time to time by the club itself at regular or special called meetings, the directors shall have entire control and management of the affairs, property and policies of the club. The directors may delegate any of their powers or duties to a sub-committee of three or more members of the club, except to expel any member. The

directors shall appoint other committees with such duties as the directors may prescribe, subject only to the limitations herein.

Section 3. Meetings: The directors shall meet monthly or at the call of the president or any (3) members.

Section 4. Quorum: Six (6) members present, in person, shall constitute a quorum of the directors at any meeting.

Section 5. Election Of Directors: A ballot form used in voting for directors shall be mailed to each member of the club, to his last known address, at least (8) days prior to the annual meeting date. The ballot shall list the nominees selected by the nominating committee. The number of nominees shall be one more than the number of directors to be elected, and the ballot shall provide for write in candidate votes. The ballots may be marked and mailed back to the club or may be placed in the ballot box prior to the opening of the annual meeting. The votes shall be reported to the members during the annual meeting. The votes shall be tabulated by the nominating committee and the results reported to the members during the annual meeting. VOTING BY PROXY SHALL NOT BE PERMITTED.

Article VI. Memberships, Fees, and Dues.

Section 1. Membership Fees and Dues shall be as set by the Directors.

Section 2. Delinquent Dues: Members delinquent in dues shall be denied all privileges of membership and shall not be certified as a member of the club for competitions held by the USGA and other associations of which the club may be a member. Members who's dues are not paid by the time designated by the directors shall be dropped from membership.

Article VII. Officers.

Section 1. Election.

The officers of the club shall be President, Vice President, Secretary, and Treasurer. The directors who continue in office and the newly elected directors shall meet immediately after the annual meeting and elect the officers from the members of the board.

No person shall hold more than one office. Any vacancy in the above named officers occurring between annual meetings of the club shall be filled by the directors after filling the vacancy on the board.

Section 2. Powers and Duties.

(A) President: The president shall preside at all meetings of the club and of the directors, and in general shall perform the duties incident to his office.

(B) Vice President: During the absence or inability to act of the president, the vice president shall perform the duties of that office.

(C) Secretary: The secretary shall keep the records of all meetings of the club and of the directors. He shall give and serve all notices of meetings. He shall be responsible for and have charge of all correspondence, files, records, and papers of the club except such as pertain to the office of the Treasurer. He shall present at each annual meeting of the club a full report

of all matters relating to the affairs of the club, including a summary of all action taken during the year by the directors. In general, he shall perform the duties incident to his office.

(D) Treasurer: The treasurer shall keep full and accurate accounts of all monies received, and shall deposit the same in the name and to the credit of the club in such depositories as may be designated by the directors. He shall, on behalf of the club, from any source whatsoever, to endorse on behalf of the club all checks, notes, warrants, and orders for the payment of money.

He shall present at each annual meeting of the club, a written report of the money affairs of the club, and he shall make a like report whenever requested by the directors. His annual report to the club shall be audited as may be directed by the directors. In general, he shall perform the duties incident to his office.

Article VIII. Fiscal Year:

The fiscal year shall end on the first day of December.

Article IX. Obligations and Discipline:

The acceptance of membership in the club shall bind each member to uphold all the provisions of the constitution, by laws, and other rules of the club, and to accept and enforce all rules and decisions of the directors acting within its jurisdiction.

Members shall be subject to suspension or expulsion for conduct unbecoming and/or detrimental to the game of golf, the good name of the club, and/or the proper functioning of administration of the club. Any charges preferred must be in writing and over the signature of the person preferring the charge.

Any member failing in his obligations as above set forth (except failure to pay annual dues, for which provision is made in Article VI) may be suspended or expelled by a two-thirds vote of all members of the directors; providing that the accused member shall have been given due opportunity to be heard in his own defense.

Any member thus suspended or expelled by a vote of the directors may appeal from its decision to the members at any regular or special meeting of the club.

Article X. Nominations:

Section 1. Nominating Committee:

At the last quarterly meeting of the board for the number of directors to be elected, plus one. The committee shall report the nominees to the board within fifteen (15) days thereafter.

By-Laws. Article 1, Meetings Of The Club:

Section 1. At meetings of the club, the following order of business shall be observed.

1. Reading of minutes of previous meeting.
2. Secretary's report.
3. Treasures report.
4. Committees report.

5. Consideration of appeals from action of suspension or expulsion of members.
6. General business.
7. Adjournment,

Robert's Rule of Order, as amended, shall otherwise govern.

Article II. Directors:

Section 1. The directors shall hear all complaints and disputes between members of the club, but no member of the board of directors involved in any disputes shall sit in hearing or vote on such complaint or dispute.

Section 2. The directors shall exercise absolute discretion in the interpretation and enforcement of the by-laws and shall in every way safeguard the best interests of the club and the game of golf.

Article III. Standing Committees

Section 1. The president shall, at the first meeting following the annual meeting, appoint the following standing committees to serve for one year. The committees shall consist of a chairman, who shall be a member of the board and two or more additional members of the club.

(a) Handicap Committee. (b) Awards Committee. (c) Tournament Committee.

(d) Rules Committee. (e) Publicity & History Committee. (f) Membership Committee.

Section 2. Committees:

(a) Handicap Committee is responsible for supervision and administration of handicaps, and shall be the contact group with other organizations in all matters pertaining to handicapping.

(b) Awards Committee is responsible for the determination, procurement and awarding of prizes.

(c) Tournament Committee is responsible for the formation of the club's playing schedule, the supervision of tournaments and special playing events and contact with other organizations in tournament and related matters. The committee is also responsible for the location of and for entertainment at all club functions. Members shall assist in providing information regarding motels, restaurants and general information on the area to out-of-town guests competing in our tournaments.

(d) Rules Committee is responsible for formulating and posting any necessary local rules in harmony with the policies or the USGA. The committee shall also serve as arbitrator in all disputes arising from play.

(e) Publicity & History Committee is responsible for maintenance of a written history of the club, submission of all media articles, announcement of results of tournaments and special events scheduled by the club. The committee shall also be responsible for the printing and distribution of all posters announcing coming events and shall make every effort to keep the club name before the public through the media, and in general, promote golf activities.

(f) Membership Committee is responsible for solicitation of new members and handling of all membership problems.

(g) The president of the club is ex-officio member of the board.

(h) All committees shall maintain, in writing, a complete record of their activities and functions.

Articles IV. Expenditures:

No indebtedness or liability exceeding the amount of funds on hand shall be incurred by the directors in any year.

Article V. Rules Of Competition:

All competitions shall be played under and in accordance with the rules of golf as approved by the USGA.

Article VI. Handicap System:

The club shall use the USGA handicap system as administered by the AGA.

Article VII. Amendments:

These by-laws may be amended at any annual, quarterly, or special meeting of the club by two-thirds vote of members present.