

Green Valley Golf Association, Inc.

Bylaws

Article I~Name

The name of this organization shall be the Green Valley Golf Association, Inc., hereinafter referred to as the "Association".

Article II~Purpose

- A. To promote interest in golf and to provide social activities for the Association members;
- B. To provide an individual with a handicap; and
- C. To sponsor tournaments for the Association members.

Article III~Membership

- A. Eligibility requirements for membership shall consist of becoming and remaining a member in good standing with Green Valley Country Club. This includes Junior members age 18 and older.
- B. Any member in good standing of Green Valley Country Club must become a member of Green Valley Golf Association, Inc.
- C. A person selected for Honorary Membership shall have a two thirds (2/3) vote of the Board of Governors at a meeting that has had prior notice in writing of this action. Honorary Memberships are in effect for that year only. A person selected for Life Membership follows the same procedure, but will continue for the life of the person selected.

Article IV~ The Board of Governors

- A. The Board of Governors, hereinafter referred to as the "Board", shall be the governing body of the Association and be responsible through its members, for the execution of the authorized policies of the Association. The Board is the decision making body of the Association. The members of the Board are the official voting body of the Association. It is responsible for all activities conducted by the Association, including the appointment of the Handicapper.
- B. The Board shall consist of nine members. Each member shall serve for a period of three years. Three members shall be elected to the Board each year. Any incumbent member qualifies to participate in the election process. At the first meeting of the new Board, it shall select a President, and a Vice President, Treasurer and Secretary and assign board members to chair the committees.
- C. The Board shall prepare a budget of expenditures from the estimated income at the beginning of the year and approve the budget at the March meeting. It shall have the books and accounts reviewed annually by the Finance Committee.

- D. A majority vote of the quorum of the Board shall govern except where otherwise provided. A quorum shall constitute five members of the Board.
- E. The Board shall have the power to modify the action of any Committee.
- F. Vacancies occurring among the Board of Governors by reason of death, resignation, or removal from the Board or otherwise shall be filled by a majority vote of the Board. Persons selected to the Board to fill vacancies shall serve for the unexpired term.
- G. The Board shall meet monthly during the season and such other times as deemed necessary as determined by the Board.

Article V~Duties

- A. The President of the Board shall have the responsibility of chairing all Board meetings, and shall be a member ex officio of all committees. The President shall be authorized to sign checks as well as the Treasurer. The President must prepare an agenda for each Board meeting and see that such agenda is properly posted.
- B. The vice President shall assume all duties of the President in his/her absence. The Vice President shall maintain a current list of Association members.
- C. The Treasurer shall receive all monies due the Association giving receipt when requested. He/she shall deposit said money in banks or bank approved by the Board. He/she shall disburse monies only as authorized by the Board. He/she shall prepare and submit standardized accounting statements to the Board. He/she shall cause to be filed all necessary forms with both state and federal agencies.
- D. The Secretary shall keep general Association records including minutes of the Board meetings, Board member attendance records and committee lists. He/she shall notify all Association members of any information deemed necessary by the Board. He/she shall file an annual listing of Officers of the Association with the RI Secretary of State's office.

Article VI~Election to the Board

- A. Any member of the Association may choose to run for a position on the Board. During the month of September a sign-up sheet for those interested will be posted in the Clubhouse. On September 30th at the close of day all sheets will be taken down and turned over to the Election Committee appointed by the Board. At the October meeting a ballot will be prepared listing all candidates alphabetically. The ballots will be specially marked and mailed to all members of the Association currently listed prior to October 15th. Ballots must be returned by mail or a designated drop off point by October 31st. The Election Committee shall secure the ballots. A special meeting of the Election Committee will be called during the first week of November. After verification and validation of all ballots, they will be counted. The results of the election, listing all candidates will be posted in the Clubhouse immediately after the meeting. The three highest vote getters will become Board members for three years. They will assume their position on the Board at the regular November meeting. In the event of ties, a special run off election will be held. A similar election procedure will be followed by the Election Committee. The Board will function with duly elected members until the results of the run off election become valid.

In the event that there is only one candidate for each available position, the Board will elect the candidates by acclamation to fill the open seats.

Article VII~Dues

A. The amount of the annual dues shall be determined by the Board.

B. Collection of Dues-The Board will notify Green Valley Country Club on or before September 30th of each year of the amount of dues for the coming year. In turn, the Green Valley Country Club will collect the Association dues through their application for membership and remit collected dues to the Association Treasurer.

Article VIII ~Committees

The following committees shall be appointed by the Board.

A. Tournament Committee

The Tournament Committee shall have the following responsibilities:

1. Conduct all "Green Valley Golf Association, Inc." tournaments. These tournaments must conform to USGA rules as modified by local rules.
2. Collect fees for special tournaments (to be turned over to the Association Treasurer.) All monies for these tournaments must be accounted for before the tournament commences.
3. Purchase and distribute all prizes and awards.
4. Schedule and post a list of all tournaments.

B. Finance Committee

1. The Finance Committee shall be responsible for all monies collected and disbursed by the Association. It shall prepare and present a guideline budget to the Board at the second meeting of each new Board. After receiving input from the entire Board on the needs of each committee, it shall prepare a proposed budget to be presented to the Board for each year. The committee shall monitor all expenditures in its accounts on a monthly basis and report to the Board each month. Recommendation to reallocate monies must be brought before the Board. The finance committee will review the books and accounts of the association annually and report its findings to the Board.

C. Handicap & Rules Committee

The Handicap & Rules Committee, governed by USGA policies and recommendations, will suggest rules and guidelines pertaining to the course. It will hear any and all concerns having to do with handicap issues of Association members. The decisions of the committee will be final.

D. Election Committee

This committee shall be appointed by the Board at its August meeting. It will conduct elections in accordance with Article VI.

E. Sunshine Committee

This committee shall send cards to any member who is ill and acknowledge as seen appropriate at the committee's discretion for the death of any member or of a member's immediate family living at home.

F. Historical & Memorial Committee

This committee will be responsible to maintain all plaques and trophies. It will oversee the establishment and maintenance of any memorials. It will be responsible for the Association newsletter.

G. Community Activities Committee

This committee shall have the responsibility to participate in any specific community endeavor; i.e. The Scholarship Fund.

Article IX ~Fiscal Year

The Green Valley Golf Association, Inc. fiscal year will correspond with the calendar year.

Article X~ Order of Business

A. The Order of Business at meetings of the Board shall be:

1. Call to order
2. Attendance of Board members
3. Remarks by Chairman
4. Reading and approval of minutes
5. Reading of Communications
6. Committee Reports
 - a) Treasurer
 - b) Tournaments
 - (i) men
 - (ii) Holiday & Social
 - (iii) Ladies
 - (iv) Seniors
 - (v) Scholarship
 - (vi) Juniors
 - (vii) Member Guest (Ladies & Men)
7. Old business

8. New business
9. Next Meeting date
10. Adjournment

Article XI~Reprimand or Sanctions

Any member of the Association may present a signed statement to the Board detailing conduct by a member that may warrant investigation by the Board. If, after an investigation by the Board, it is determined that the Association should pursue action, the Board will notify the complainant and the member in question of the place and time for a hearing. At such meeting, the member in question may refute any allegations made. In the event the Board finds the conduct of the member has damaged or is likely to damage the good order, reputation or character of the Association, then the Board may reprimand or revoke the Association Membership of said member by a two-thirds (2/3) vote of the Board.

Article XII~Conduct of Business

All meetings of the Board will be conducted in accordance with the provisions of the current edition of Roberts Rules of Order.

Article XIII~Indemnification

Each member of the Board, each Officer of the Association, and each member of a committee of the Association in consideration of his/her services shall be indemnified by the Association against expenses and liabilities reasonably incurred by him/her in connection with the defense of any action, suit or proceeding, civil or criminal, to which he/she may be a party by reason of being or having been a member of the Board, Officer of the Association or member of a committee of the Association, provided that he/she acted in good faith and in a manner he/she reasonably believed to be not opposed to the best interests of the Association, and, with respect to any criminal action or proceeding had no reasonable cause to believe his/her conduct was unlawful. The foregoing right of indemnification shall not be exclusive of any other right to which a member of the Board, an officer of the Association or a member of a committee of the Association may be entitled by law, agreement, vote of the members otherwise.

Article XIV~Amendments

These by-laws may be amended at a special meeting of Association members by a two thirds (2/3) vote of the Association members present, in person or proxy, provided that at least 40 members are present, in person or proxy, the Board has previously considered the merits of the amendment, and previous written notice via postal or email has been given to each member. Proxies may be made by any person entitled to vote, shall be valid only for the particular meeting, if any, designated therein and must be filed with the Secretary before the appointed time of the meeting or any adjournment thereof. No proxy shall be valid after eleven months from the date of its execution, unless otherwise provided in the proxy.

Approved by the membership: May 24, 2009